

Paving the Way for the Future Today

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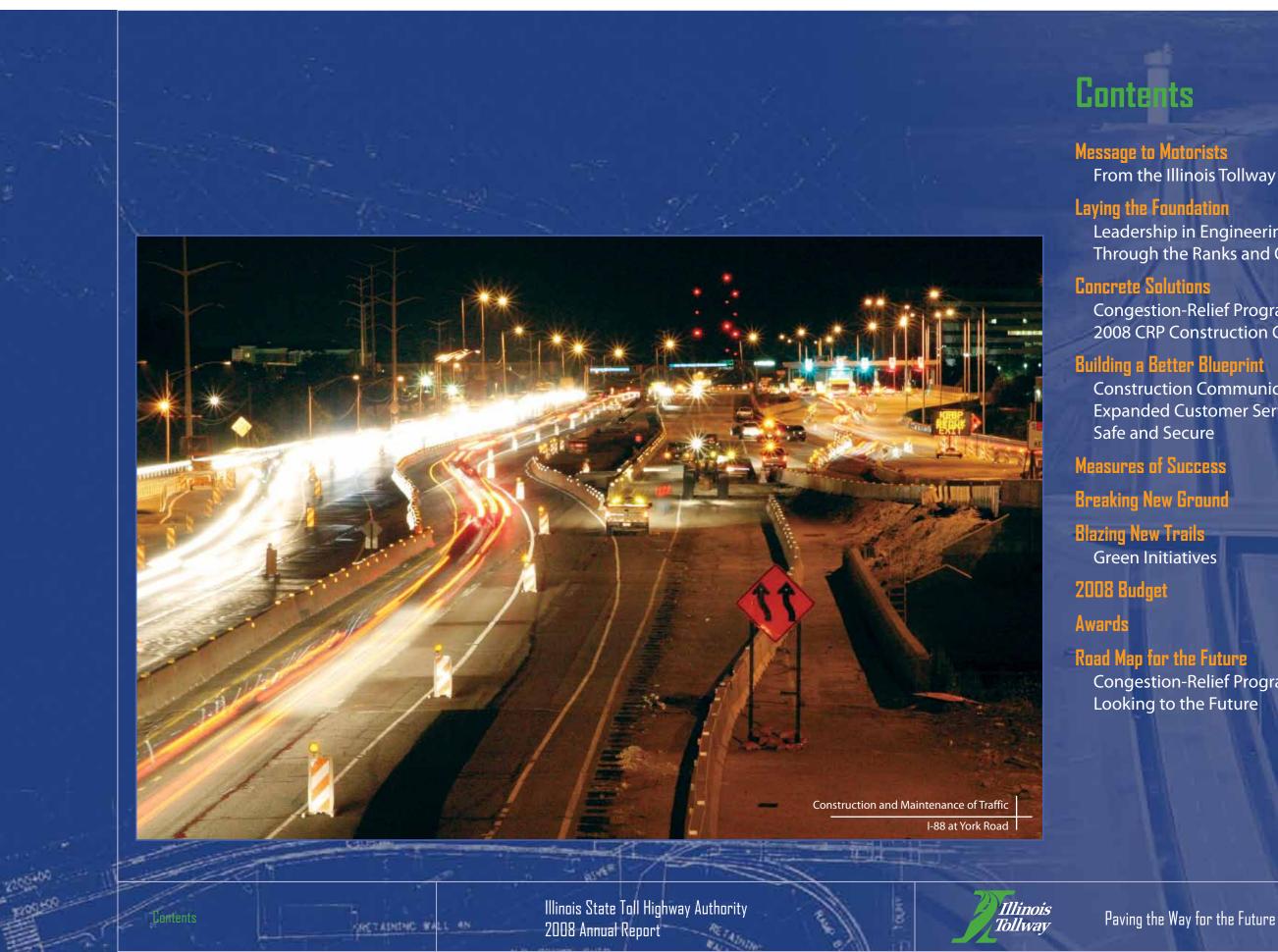
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N.S. BRIDGE OVER DEVON AVENUE

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2008 Annual Report

> Illinois Tollway



Leadership in Engineering Through the Ranks and Onto the Road

Congestion-Relief Program Progress Update 2008 CRP Construction Completed Map

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Construction Communication Expanded Customer Service

Congestion-Relief Program Plans for 2009

Paving the Way for the Future Today



A Message to Motorists

In 2008, the Illinois Tollway wrapped up the fourth year of the \$6.3 billion Congestion-Relief Program (CRP)—Open Roads for a Faster Future. Driving on any of the four corridors put you in the middle of the busiest construction season in Tollway history. With more than 100 miles of roadway under construction, the impact was definitely noticeable.

To minimize that impact on customers, every department at the Tollway made significant contributions, all while keeping in mind the CRP goals—reduce congestion to save customers

time and money.

Systemwide, the Engineering team has managed more than 600 construction management and design firms since the inception of the CRP in 2004. Their efforts kept as many lanes open during construction as were available before work began. They kept initiatives on time and on budget. The foresight of Roadway maintenance crews kept projects moving forward in line with customer expectations, even as more than 60 inches of snow and rain made road conditions a challenge.

Another challenge facing the Engineering and Maintenance and Traffic teams is that construction occurred in some of the most highly congested areas on the system. Since 1970, traffic has increased more than 300 percent on many parts of this system. These teams lead the way for managing construction site conditions to ensure the traffic flows safely and efficiently through work zones.

To illustrate this growth—consider the section of roadway from the Edens Spur (I-94) where crews have been rebuilding and widening the roadway north through Deerfield Road on the Tri-State.

In 1970, there were about 41,000 daily drivers on this section.

- In 2008, the number of daily drivers exceeded 154,000.
- That is an increase of more than 277 percent.

Today's Engineering team is completing the same amount of work in about the same amount of time as it took to build the original system.

The leadership efforts of each department at the Illinois Tollway have contributed greatly to the milestones achieved and successes in our fourth year of the CRP. The Tollway is committed to having a team of leaders and empowering them to deliver as promised—Paving the Way for the

Future Today.

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Laying the Foundation

Leadership in Engineering

The Illinois Tollway's Engineering Department has established a reputation in the industry as being innovative, adaptable, efficient, responsive, and ready to meet the challenges of managing the \$6.3 billion Congestion-Relief Program (CRP). In 2008, implementation of the CRP was at a record-setting level and rapid pace. More than \$1 billion of construction contracts were managed on time and on budget as the majority of the Illinois Tollway's existing infrastructure was being rebuilt.

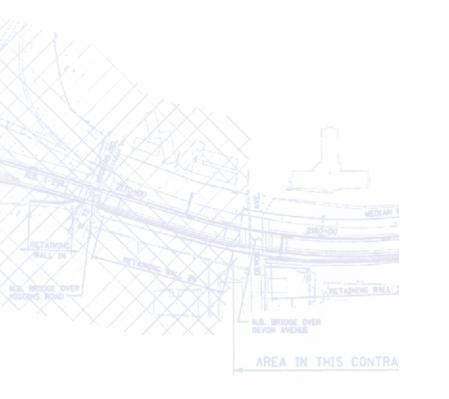
Engineering and Maintenance and Traffic Operations teams exemplify leadership that goes "above and beyond."

Let's look at one 45-mile section of a corridor on the Central and North Tri-State Tollway (I-94/I-294). On any given day, as many as 3,500 construction workers, engineers, and related staff are working on that section. The crews for that project will move 8 million cubic yards of earth, use more than 1 million tons of steel, and pour more than 1.3 million cubic yards of concrete. Multiply that out to reflect the total scope of our Rebuild and Widen efforts systemwide, and the volume of work conducted on our roads becomes staggering.

Responsible for all planning, design, construction, maintenance, and traffic operations on the 286-mile system, the Engineering Department leads the Tollway's efforts in executing the CRP. Their proactive approach filters through all aspects of the team, from project managers to construction managers, to designers and contractors. It is their solid and sustainable management structure that ensures their continued progress and success. This structure allows them to effectively execute the fastpaced, complex program in a way that provides the highest level of service to our customers.

One key to their management success is quick and smart communications. Bi-weekly status meetings between project stakeholders foster open discussions to keep projects on time and on budget. The Contract-Service Department then executes change orders and issues timely payments. Another key to their success is the Web-based project management tool, Proliance, that provides constant contact and instant updates of project progress.

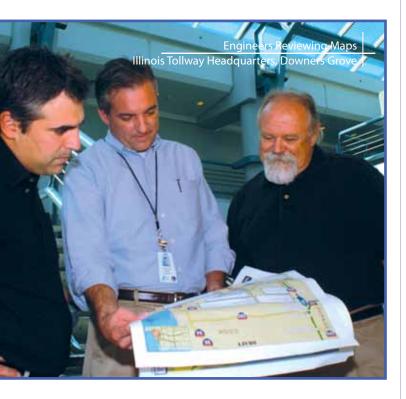
Engineering Department expectations are set high, but the road never closes, and therefore neither does their commitment to the customer. Their customer commitment is to keep the same number of traffic lanes open at peak hours during construction as existed before construction. All project-specific maintenance of traffic plans comply with this commitment. As a result, back-ups and delays are kept to a minimum to reduce disruption of traffic, even during a time of record-setting construction on the Tollway system.



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Laying the Foundation Through the Ranks and Onto the Road

Keeping roads clear and open for traffic to flow is an essential component of customer service. It is the primary responsibility for our Maintenance and Traffic Operations team. In 2008, they faced many challenges, including weather and its impact on the roadway, concentrated and constricted work zones, and ever-changing maintenance of traffic resulting from more than 13,000 lane closure requests — all in addition to the responsibilities of day-to-day routine and emergency maintenance and traffic management.

Engineering's Maintenance and Traffic division exemplifies another facet of leadership. Their service to customers goes above and beyond expectations. By empowering employees to be decision-makers, this team excels on multiple levels. Maintenance and Traffic know their business.

Federal Highway Administration research shows that for every one minute a lane is blocked four minutes of congestion results. Additionally, if one lane of a three-lane section is blocked, capacity is reduced by 50 percent. For this reason, the Maintenance and Traffic division has implemented an aggressive incident-management strategy that focuses on safe, efficient, and rapid clearance of incidents from the roadway.

In 2008, the Traffic Operations Center played a key role in incident management. They detected and confirmed incidents; communicated critical information to incident responders, customers, the media, and Tollway staff; and facilitated quick response and clearance of incidents from live lanes. The Traffic Operations Center has grown to meet increasing demand for improved Traffic and Incident Management, and in particular, the demand for increased work zone monitoring and management in support of the CRP.



The core of the Traffic Operations Center's success is the Tollway's Central Dispatch—Computer-Aided Dispatch (CAD) System. This 24/7/365 public safety operation is responsible for all radio communication with the Illinois State Police District 15, and Tollway Maintenance and Traffic field operations.

Central Dispatch handles in excess of 233,000 incidents annually, monitors an extensive network of alarms, acts as the answering point for motorist calls (including those from *999 motorist assistance service), and operates an integrated notification system that keeps Tollway staff and executives up-to-date on system performance. Both CAD and the Traffic and Incident Management System are fully integrated. These systems provide instant communication that supports quick response to incidents on the system, thereby maintaining safe and efficient operations.

The Tollway will continue to focus on cost-effective and functional traffic management efforts that result in the safe and efficient movement of people, goods, and services on the Tollway systems.



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Concrete Solutions

CRP Progress Report

The CRP was designed to deliver benefits to our customers sooner rather than later; for this reason, it was front-loaded with the majority of construction occurring in the first five years. By the end of 2008, most systemwide Rebuild and Widen projects were more than halfway done and on schedule for 2009 completion.

By the end of 2008, \$4.4 billion had been committed reflecting more than 70 percent of the total \$6.3 billion CRP budget.

Focus on Customers During Construction

CRP projects were designed and planned with a focus on keeping traffic moving during construction and maintaining the same number of lanes during construction as before, thus maintaining service to customers and revenues to finance the construction. Keeping focused on the experience of the customer is not always the quickest way to get the project completed–but it is the Tollway's commitment. The Tollway works closely with construction companies, managers, and workers in the field to ensure that all are focused on putting the customer first.

The team was challenged in 2008 to keep the work going and traffic flowing. The Tollway and its contractors met the challenges of the weather, work volume, and the unanticipated roadway events to keep construction work on time and on budget.

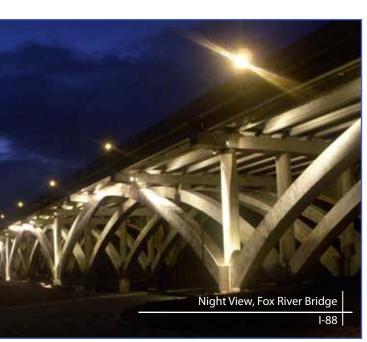




Concrete Solutions

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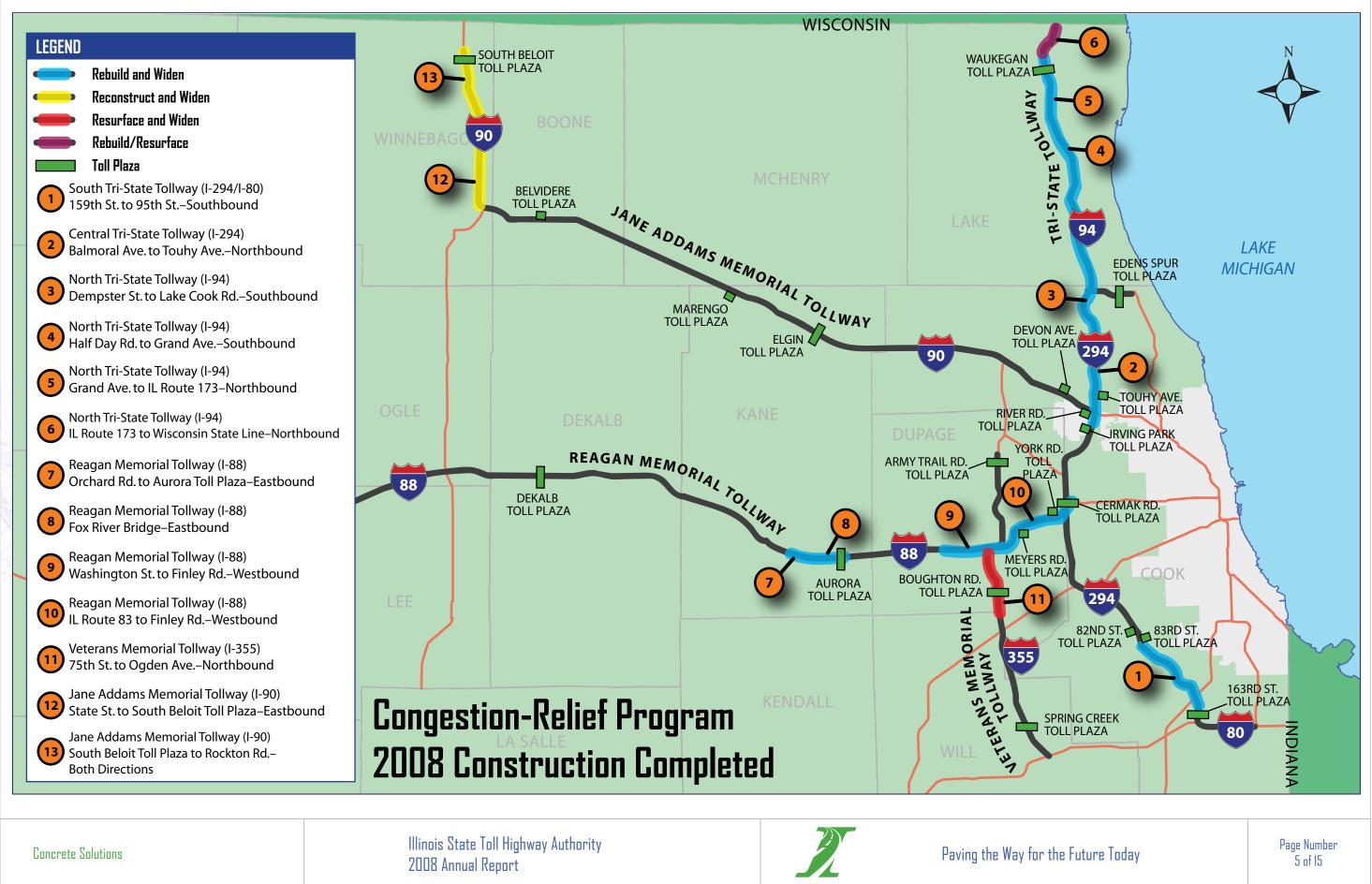






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Building a Better Blueprint

Construction Communication

Just as a designer develops blueprints to define the project that lies ahead, the Tollway developed a communication plan that keeps customers informed of the construction projects that lie ahead. The Construction Communication Program keeps the public informed about current construction projects, as well as the benefits of upcoming projects related to the CRP. This communication program is overseen by a multidepartmental team, each contributing to the overall communications efforts of the Tollway. Tools utilized by these teams include TIMS e-mail alerts, the Planning Department's e-mail outreach, Tollway eNewsletters, Dynamic Message Signs, Construction Communications Initiative signs, 800-TOLL-FYI information line, and construction e-mails to the media.

Corridor-specific e-mails inform business leaders, local mayors, fire and police departments, and other stakeholders about projects that may have impact on their municipalities.

Other construction communication efforts included surveying motorists with regards to instituting new roadway signage guidelines to provide information to drivers on the road.

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Slow 88 Down Rebuilding 50-yr. old Roadway Save **Adding 4th Lane** Lives **Comments?** 1-800-TOLL-FYI Save Thanks for your patience Gas Illinois Tollway

in 2008

- 6,900,000 eNewsletters sent to registered members more than twice what was sent in 2007
- 199 CCI signs in place on roadway



Construction Communication Outreach



- 20,000 daily visits to www.illinoistollway.com
- 49,000 customer e-mail messages received and answered via online "Contact Us" service
- 100-plus public outreach meetings and presentations to discuss the CRP
- 234 construction alerts sent in 2008 (these alerts are sent to media, truckers, and customers
- 161 construction related press releases sent in 2008

Expanded Customer Service

In addition to the extensive construction communication effort, the Illinois Tollway is committed to its constant customer communications. The Tollway's efforts include educating the public about I-PASS account management, toll violations (how to pay and how to avoid acquiring them), missed tolls, and other key transportation/Tollway issues. With more than 1.4 million drivers on the roadways each day, and more than 80 percent of those drivers being I-PASS account holders, keeping our customers informed is a constant endeavor.



I-PASS Customer Service

Whether on the phone or in person, the I-PASS Customer Service team is the first line of contact with customers. In 2008, customer call centers and Customer Service Centers expanded their service hours to address a new range of challenges. The Mobile I-PASS team got out on the road and visited key corporate office parks. Corporate outreach efforts included I-PASS days at Allstate, Grainger, McDonald's, and Northern Illinois University. As the Tollway plows forward into 2009, we look to expand this outreach effort and improve our service to the 1.4 million daily customers.

In 2008, the I-PASS Customer Service efforts included:

- Handled more than 3.1 million customer phone calls
- Sold more than 380,000 new I-PASS transponders
- Opened more than 240,000 new I-PASS accounts
- Completed more than 358,000 transactions at our Customer Service Centers
- Processed 2.3 million online credit card or license plate updates
- Delivered more than 1.7 million credit card expiration notices via e-mail and United States Postal Services
- Sent more than 27 million LOW BALANCE Account notices
- Held more than 10 Mobile I-PASS days at Fortune 500 companies
- Produced three video Webinars targeting I-PASS customers



eNewsletters

In 2008, the Tollway made a commitment to provide succinct, timely, and pertinent news to our customers. Approximately half of I-PASS customers optin to receive the monthly eNewsletter-Open Roads Ahead. The eNewsletter served to inform customers when 3.6 million violation notices were rolled out. The Tollway recognized its obligation to keep customers informed. In addition to sending our eNewsletters, the Tollway provided customer service via the Web, phone, and in person.

Technology Advances for Tollway Customers

The Illinois Tollway's award-winning eCommerce site manages nearly 14,000 average daily logins to our www.getipass.com site. Online account management grew to 65 percent in 2008. With that growth, the need to expand the Tollway system's user-friendliness and capacity to manage simultaneous access on the site at a given moment became a priority. Enhancements include:

- than ever.
- per click.

Building a Better Blueprint

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• Enhanced PIN and login capabilities. I-PASS account holders choose their usernames and passwords, making signing in online easier

• Enhanced connectivity. Upgraded our back-end technology to provide faster access to the Tollway Web site and to increase the amount of traffic able to be handled at one time. Average response time is 1-2 seconds

• Enhanced reporting features. Offer customers the ability to download detailed I-PASS account summaries. This can be used to fill out expense reports or to track fleet usage/toll amount summary reports.

Safe and Secure

Illinois State Police-District 15

Keeping the roads safe is another component of the Tollway's service to customers. Illinois State Police District 15 proudly promotes public safety on the Tollway system by providing a wide variety of law enforcement services. District 15 is the largest district in the state, which includes 24/7 police presence on all Tollways, complemented by motorcycle officers, commercial vehicle enforcement officers, special enforcement teams, canine teams, traffic crash reconstruction officers, a safety education officer, and an investigations team. District 15 is also supported by all state resources, including crime scene investigators, crime labs, tactical response teams, and airplanes. Construction zones received additional support from our police motorcycle units. Motorcycle patrols can respond quicker in congested areas, thus reducing response time and increasing safety.



Other District 15 safety efforts included holding nearly two dozen free child safety seat inspection events at Tollway Oases and other community locations along the Tollway system, as well as inspections by appointment. Nearly 700 child safety seats were checked for proper installation and more than 40 seats were replaced due to expiration, breakage, or recall. Over the course of the safety seat program, which began



in March and ran through October, the Tollway and District 15 attracted growing support among local businesses and doubled their number of events in 2008.

H.E.L.P. Trucks

The Highway Emergency Lane Patrol (H.E.L.P.) trucks assisted 40,374 motorists in 2008. With increased construction on the system, the Illinois Tollway added additional H.E.L.P. trucks in major construction zones. They patrol the Tollway offering roadside assistance and many times going above the call of duty in service to customers. It is a privilege to be associated with individuals who take their jobs seriously and perform their responsibilities quickly, efficiently, and professionally. Here are a few comments from motorists who took the time to sing the praises of these unsung heroes of the road.



Kathy from Park Ridge commented that while driving on the South Tri-State Tollway (I-294), an item blew off the roof of her car shattering her car window.

"Your (H.E.L.P.) truck driver helped me tremendously. Not only were they efficient and knowledgeable...their primary concern was for my wellbeing and safety (as all the semis whizzing by). They were upbeat and kept talking to me while they continued working and cleared the road of the debris. I would like to thank the Tollway system for providing this service."



Kevin of Plainfield wrote in to applaud H.E.L.P. truck driver, Steve. As he was driving with his wife and three small children up to Wisconsin, they experienced a blowout.

Building a Better Blueprint

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"Steve was patrolling the interstate and had the tire changed and my family back on the road in less than 25 minutes. His attitude and courtesy was unbelievable! I now know and appreciate why we pay tolls on our Illinois Tollways...Money well spent!"

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Measures of Success



Breaking New Ground

It is the Illinois Tollway's mission to provide and promote a safe and efficient system of toll-supported highways while ensuring the highest level of service to customers. Each of the Tollway's departments works hard to provide the customer with a superior experience.



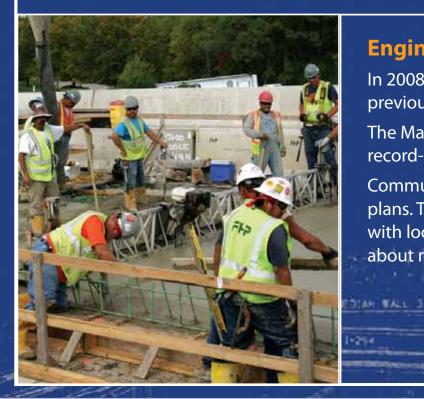
Information Technology (IT)

The eCommerce team continues to look to the future for new tools to help customers access and review their account. Online account management grew to 65 percent in 2008.

Business Systems

In 2008, the Business Systems team performed more than 358,000 face-toface services for customers, including account payments, updates, and new transponder purchases. In addition, on any given day, nearly 13,000 people signed into their I-PASS accounts online.





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Engineering

In 2008, the Engineering team provided project management that was previously unequaled in the Tollway.

The Maintenance and Traffic team consistently met all challenges, even in record-setting weather conditions.

Community outreach is vital to communicating the Tollway's construction plans. The Planning Department conducted hundreds of meetings in 2008 with local communities, businesses, elected officials, and regulatory agencies about roadway projects.

MEDIAN MALL 4

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date Your

I-PASS



Toll Operations

Customer service is a mission to Tollway employees. Sheila Sales, Collector in Charge at the I-80 toll plaza, was awarded a Certificate of Appreciation for going the extra mile during her nearly 30 years of dedicated service.



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Blazing New Trails

Green Initiatives

Environmental Innovations in Transportation

The Engineering Department's Planning Division continues to be a model and industry leader. Their leadership in pavement technologies has led to industrywide modifications of roadway construction. Initiatives include Concrete Pavement Recycling, Ground Tire Rubber Asphalt, and Reclaimed Asphalt Pavement. The benefits are both environmental and economic. It is estimated that the Illinois Tollway saved more than \$5 million in 2008 alone, and the sustainability of the pavement was improved, which means resurfacing is needed less frequently.

Hot-Mix Asphalt (HMA) Pavement Recycling

The Illinois Tollway's current research efforts have lead to modifications of specifications for Reclaimed Asphalt Pavement. Equipment is used to process and screen existing milled asphalt pavement into sized classes for more efficient and increased reuse in new mixtures. The revised specifications have been successfully applied to Tollway construction projects with HMA production included throughout the entire system.

Concrete Pavement Recycling

Tollway construction recycling initiatives have included specification and policy modifications to allow for most of the existing concrete pavements on reconstruction projects to be broken and reprocessed into smaller pieces to create a crushed, high-quality aggregate base for the new pavement.

This yields a reduction in natural resources by utilizing old concrete pavement as an aggregate instead of going to guarries for virgin stone. The Tollway saved millions of dollars in transportation costs and prevented the impact of material shortage by reprocessing materials on site.

Ground Tire Rubber (GTR) for Asphalt Pavements

Extensive research performed through the Tollway and the University of Illinois proved that liquid asphalt terminally blended with grounded scrap tires possesses equivalent properties to the same mixes produced with the SBS polymer modifiers.

Last year, there was a major supply shortage of SBS polymer, which is used for high-volume highways to make them more durable. GTR was a substitute. The shortage shut down operations at O'Hare and Midway airports and caused Illinois Department of Transportation and other state DOTs to suspend work. By using GTR, the Tollway avoided both the impact of the shortage and resultant price hikes.



In 2008, the Tollway recycled a total of 248,000 tires. Approximately 2,000 tires per lane mile were used.

Tollway Fleet Retrofit Initiative

The Tollway secured grant funding from the Illinois Environmental Protection Agency and developed a retrofit initiative with Tollway funds to install diesel emission-reduction devices for on- and off- road equipment. Grant funding allowed the retrofit of 39 pieces of off-road equipment with diesel particulate reduction technology. For on-road vehicles, the Tollway self-funded the retrofit of 45 snow plow trucks with exhaustmounted emission reduction systems and crankcase ventilation systems. These installations reduce particulate matter by 25 to 50 percent. Carbon monoxide and hydrocarbons were reduced up to 50 percent with DOC (diesel oxidations catalysts) installations.



Breaking New Ground

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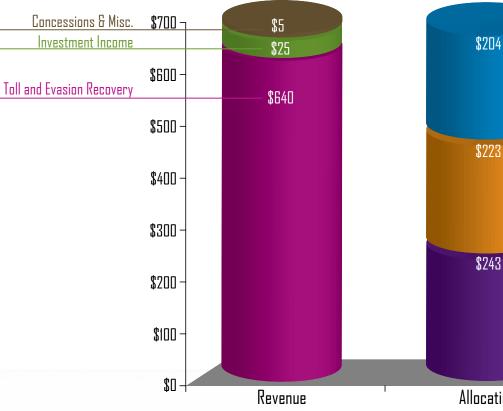
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2008 Budget

The Illinois Tollway continues to have a stable credit rating of AA- as affirmed by all three rating agencies in 2008. The estimated borrowing is at approximately \$3.5 billion, and to date the Tollway has borrowed \$2.8 billion for the program. The Tollway has retained strong debt service coverage ratios over two times the annual debt service.

For the fifth consecutive year, the Illinois Tollway received The Government Finance Officers Association of the United States and Canada (GFOA) Distinguished Budget Presentation Award. In addition, the Tollway received the GFOA Certificate for Excellence in Financial Reporting. In order to receive these awards, a governmental unit must publish a budget document that meets program criteria as a policy document, as an operations guide, as a financial plan, and as a communications device.



(\$Millions)

Capital Program Expenditures \$1,304

Funded from current revenues, bond proceeds and reserve funds

Sources of Revenue

Toll & Evasion Recovery Collections via cash, I-PASS or recovery violation payments	\$640	95.5%
Investment Income Interest income on Tollway funds and I-PASS cash escrow accounts	\$ 25	03.7%
Concessions & Miscellaneous Oases, fuel, food and retail sales; Miscellaneous revenues from investment income, permits, grants	\$5	00.8%
TOTAL	\$670	

Allocation of Revenue

Maintenance Related to toll col maintenance, traf insurance, and ad

Debt Service Principal and inte outstanding Tolly

Subtotal of Ex

Deposit to RR Renewal, Replace systemwide expa

TOTAL

2008	Budget
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]4	┌ \$700	Debt Service
	-\$600	
23	-\$500	Deposit to RR & I
	-\$400	
	-\$300	Maintenance and Operations
13	-\$200	
	-\$100	
ation	- \$0	

B Operations Illections, roadway Iffic control, safety, dministration	\$243	36.3 %
erest payments on way bonds	\$204	30.4%
xpenditures	\$447	
? 	\$223	33.3 %
	\$670	
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Awards

Illinois Tollway Mission Statement

The Illinois Tollway is dedicated to providing and promoting a safe and efficient system of toll-supported highways while ensuring the highest possible level of service to our customers.

It is the dedication to this mission that is embraced by every employee at the Illinois Tollway and results in accolades and awards each and every year.



Engineering

American Society of Civil Engineers (ASCE) of Illinois—Outstanding Civil Engineering Achievement Award: Veterans Memorial Tollway (I-355) South Extension

American Road Transportation Builders Association (ARTBA)—Globe Award: Veterans Memorial Tollway (I-355) Turtle Mitigation Efforts

Construction

Roads & Bridges magazine—Top 10 Road Projects in North America: Reagan Memorial Tollway (I-88) York to IL Route 83

Roads & Bridges magazine—Top 10 Bridge Projects in North America: Reagan Memorial Tollway (I-88) Fox River Bridge

Midwest Construction—Owner of the Year

Environmental

Illinois Green Government Coordinating Council—Green Government Award: Tri-State Tollway (I-94/I-294/I-80) Bioswales Project

Chicago Wilderness Alliance—Excellence in Conservation Award: Spring Creek Mitigation

Finance

The Government Finance Officers Association (GFOA)—Distinguished Budget Presentation Award

Communications

Association of Marketing and Communications Professionals—Hermes Creative Award: Veterans Memorial Tollway (I-355) South Extension Grand Opening Celebration Transportation Marketing & Communications Association—Compass Award: Veterans Memorial Tollway

(I-355) Commemorative Program and Poster

Information Technologies

International Bridge, Tunnel and Turnpike Association (IBTTA)—Toll Excellence Award: eCommerce Business Portal

Illinois State Police

Illinois Association of Chiefs of Police—Life Saving Award: Trooper Jason Heinzl Alliance Against Intoxicated Motorists—Top 10 for DUI Education

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Awards

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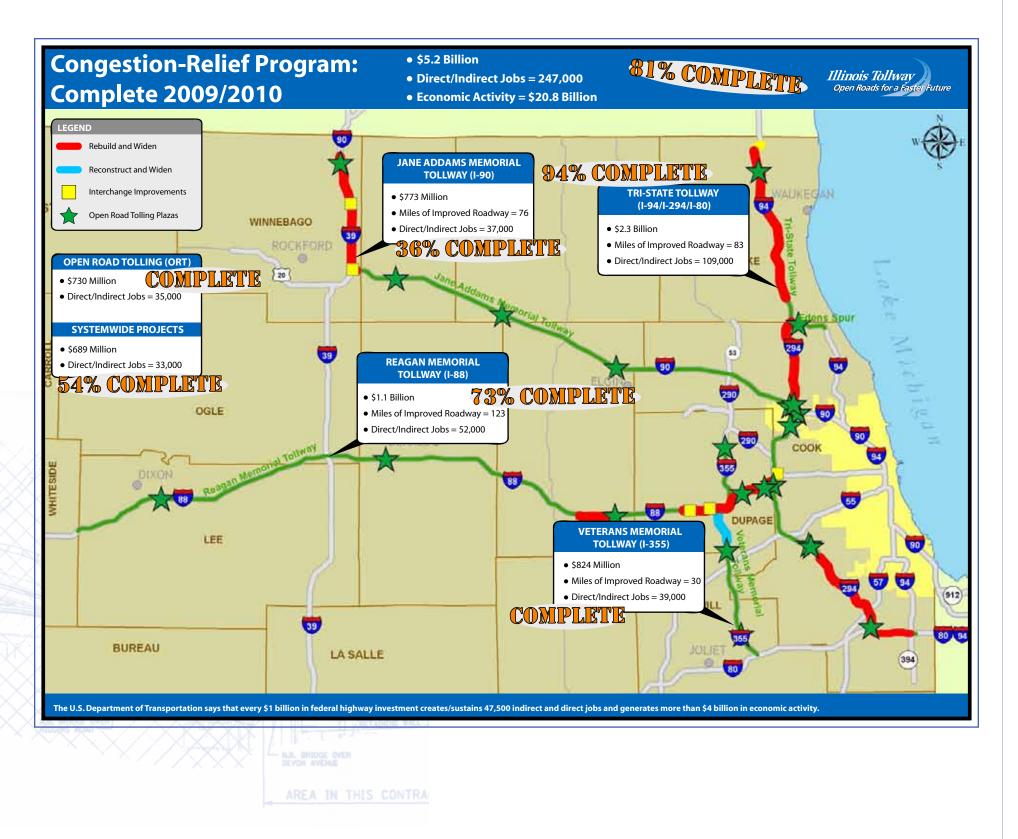
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Road Map for the Future

Congestion-Relief Program Plans for 2009

In 2009, the Tollway expects another full year of construction as we clear a path for completion of the first phase of the CRP. The majority of the work will have been completed as the Tollway looks ahead for the next generation of congestion relief efforts along our roadways. As we move forward with wrapping up the Congestion-Relief Program, Tollway leadership has begun looking to the future and the need to continue to provide for the future.

In November of 2008, the Illinois Tollway Board of Directors voiced their desire to pursue a second phase of the Congestion-Relief Program (Phase 2)—Tomorrow's Transportation Today. The new capital program focuses on two key elements: an Interchange Improvement Program with funding for two major interstate-to-interstate interchanges and local access enhancements, and development and implementation of a program to encourage carpooling and promote transit.



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Road Map for the Future

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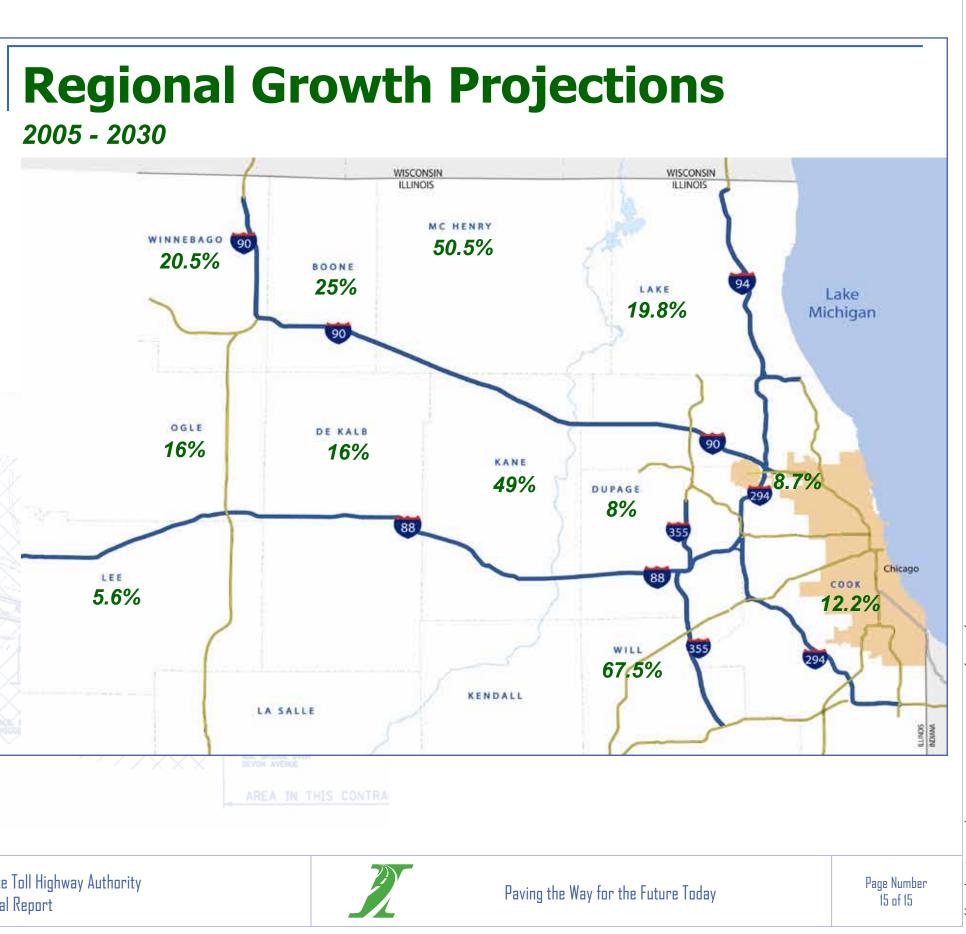
Road Map for the Future

Looking to the Future

According to planners at the Chicago Metropolitan Agency for Planning (CMAP), the region must carefully address the increased population and its implications for transportation, land use, the environment, housing, and the economy. The agency is about to embark on a new long-range plan-to be published in 2010-for the seven-county region that includes Cook, DuPage, Kane, Kendall, Lake, McHenry, and Will.

"The steady population increase is in line with our projections for northeastern Illinois," said Kermit Wies, CMAP deputy executive director for research and analysis. "With continued economic prosperity, we anticipate 2 million new residents by 2030 compared to 2000. As a region of 11 million residents, we will face extreme challenges in terms of infrastructure—including roads, transit, wastewater, and housing—and preservation of natural resources that must be met through collaborative regional planning to preserve our competitiveness and livability."

The Tollway continues to work in conjunction with these planning councils and other regional agencies to plan for this anticipated growth and continue to develop congestion-relief efforts. Preparedness, foresight, and a well thought-out plan are part of the commitment we bring to 2009 and beyond as we continue to pave the path today for our future transportation needs.



Road Map for the Future

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