



## Record of Meeting | October 22, 2015

The Illinois State Toll Highway Authority (the "Tollway") Board of Directors met in regular session on Thursday, October 22, 2015 in the Board Room of Tollway Headquarters in Downers Grove, Illinois. The Meeting was held pursuant to By-Laws of the Tollway upon call and notice of the Meeting executed by Chairman Robert J. Schillerstrom and posted in accordance with the requirements of the Illinois *Open Meetings Act*. The Meeting was open to the public.

*[Bolded entries indicate issues which may require follow-up to present or report to the Board.]*

### Call to Order / Pledge of Allegiance / Roll Call

Chairman Bob Schillerstrom called the Meeting to order at approximately 9:08 a.m., stating that this is the regularly scheduled meeting of the Board of Directors of the Tollway. He invited attendees to rise and join in the Pledge of Allegiance. He then asked the Board Secretary to call the roll, those Directors present and absent being as follows:

Board Members Present:	Board Members Not Present:
Chairman Bob Schillerstrom	Governor Bruce Rauner <i>[ex officio]</i>
Director Jim Banks	Secretary Randall Blankenhorn <i>[ex officio]</i>
Director Corey Brooks	
Director Earl Dotson Jr.	
Director Joe Gomez	
Director David Gonzalez	
Director Craig Johnson	
Director Nick Sauer	
Director James Sweeney	

The Board Secretary declared a quorum present.

### Public Comment

Chairman Schillerstrom opened the floor for public comment, requesting that speakers please limit their remarks to three minutes.



Gary Lundgren, of Long Grove, IL, addressed the Board. Mr. Lundgren commented in opposition to the Illinois Route 53/120 Project, asserting that the proposed extension of Illinois Route 53 would result in a bottleneck at West Dundee Road requiring additional Tollway investment to address, above levels currently planned. He questioned the Project's financing plan, contending that the burden of filling the funding gap which remains will likely fall to Lake County residents.

Vanessa Griffin, of Hawthorn Woods, IL, addressed the Board. Ms. Griffin spoke in opposition to the proposed Illinois Route 53/120 Project, suggesting that a consensus for the Project does not exist in Lake County and that the region's natural environments, a primary attraction for residents, would be threatened.

Karl Henry, Coleman Development Corporation, addressed the Board. Mr. Henry thanked the Tollway for providing, through the Construction Business Development Center ("CBDC"), training and technical assistance which has aided his firm in bidding for and securing Tollway work, specifically opportunities made available through the Tollway's Small Business Initiative.

Lester Coleman, president of Coleman Development Corporation, addressed the Board. Mr. Coleman commended the training and technical assistance his firm received from the CBDC and encouraged the Tollway to continue its support of these programs, which he emphasized provide vital services to underserved small, minority- and women-owned firms.

Jon Cruthers, Associated Equipment Distributors, addressed the Board. Mr. Cruthers requested that the Board authorize the environmental impact study which will advance the Illinois Route 53/120 Project. He contended that the Illinois Route 53/120 Blue Ribbon Advisory Council plan balances congestion relief, job growth and economic development with responsible environmental stewardship and that an important consensus in support of the Project has been built amongst leaders and stakeholders in the region.

Mary Mathews, of Lake Forest, Illinois, addressed the Board. Ms. Mathews commented in opposition to the proposed Illinois Route 53/120 Project and to authorizing the environmental impact study. She asserted that a consensus among residents of Lake County regarding the Project does not exist nor does there exist a viable financing plan.

Navjot Bajwa, president of Ocean Mist Inc., addressed the Board. Ms. Bajwa expressed her appreciation to the Tollway for its implementation of the Construction Coaching for Growth Program ("CCGP"). She emphasized that the targeted training and strategic business counseling received through the CCGP provided her firm, a certified disadvantaged, minority- and women-



owned business enterprise, the tools needed to serve as a prime contractor on Tollway work, specifically contracts made available through the Tollway's Small Business Initiative.

Nancy Hill, of Gurnee, IL, addressed the Board. Ms. Hill spoke in opposition to the proposed Illinois Route 53/120 Project, suggesting that inherent to the Project will be increases to regional taxes, traffic, development and population densities – each representing impacts which would undermine key attractions to living in Lake County. She additionally suggested that tolls will effect a burden on local residents and will serve to increase congestion on area roads used to circumvent paying these tolls.

Evan Craig, volunteer chairman of the Lake County Woods and Wetlands Chapter of the Sierra Club, addressed the Board. Mr. Craig expressed the opposition of his organization to the proposed Illinois Route 53/120 Project, emphasizing the Project's unaffordable cost and the resulting loss to Lake County of open spaces and wetland habitats. He suggested that costs under the proposed financing plan would unfairly burden Lake County residents and that expectations for eventual recapture of these costs though anticipated increases to the property tax base are speculative. He requested that the Board review printed materials he has provided which offer further argument against advancing the Project. [*Mr. Craig's printed materials were distributed to Directors*]

Edith De La Cruz, president of Antigua, Inc., addressed the Board. Ms. De La Cruz thanked the Tollway for the opportunities it has afforded small business through the establishment of the CBDC, administered by the Illinois Community College Board. She highlighted that the customized training and technical assistance she received from the CBDC, at no cost to her, has advanced her education and aided her firm, 100% woman-owned, in competing for and winning opportunities to participate in Tollway construction contracts, specifically contracts set aside under the Tollway's Small Business Initiative. She encouraged the Tollway to continue its support of this program which reaches underserved small, minority- and women-owned construction firms.

Jeffrey Berman, Village Trustee for the Village of Buffalo Grove, addressed the Board. Mr. Berman encouraged the Board to advance the proposed Illinois Route 53/120 Project and to authorize the environmental impact study. He commented that his community suffers the economic and environmental impacts of traffic congestion resulting from the premature conclusion of Illinois Route 53 at Lake Cook Road and that the Project will provide needed congestion relief and economic development, to the benefit of the entire region.

Ronald Carter, Carter Consulting Group, addressed the Board. Mr. Carter, identifying himself as a consultant to the CBDC, suggested that the model developed for the technical assistance



program offered at the CBDC is leading-edge and achieving success in providing small, disadvantaged-, minority- and women-owned firms in the construction industry with the skills and knowledge to compete for and win opportunities to participate on Tollway construction projects. He encouraged the Tollway's continuing support and expansion of the CBDC, suggesting that resources are now in place which can support program growth.

Robert Baker, president of Save our Community Coalition, addressed the Board. Mr. Baker expressed disappointment in the level of participation by African American firms in Tollway construction contracts. He suggested that the Board move quickly to advance Tollway diversity initiatives and programs to increase workforce diversity and expand participation of African American firms in Tollway construction contracts. He further suggested that the Tollway move forward with a mentor/protégé program for construction contractors and that Illinois road builders be encouraged to play an active role in addressing diversity within the industry.

Dr. Eliyahh Ysr'Al, Internal Congregations of Ysr'Al, addressed the Board. Dr. Ysr'Al also expressed disappointment in the level of participation by African American firms in Tollway construction contracts. He suggested that the disparity in levels of participation on Tollway contracts be treated like a state emergency and that the Board move quickly to advance efforts to expand the diversity of participation in Tollway construction contracts.

Omar Shareef, founder of the African American Contractors Association, addressed the Board. Mr. Shareef communicated his appreciation to Chairman Schillerstrom and senior staff for bringing about the Business Opportunity Summit to be held at New Beginnings Church in Chicago, where Director Brooks serves as pastor. He expressed his hopefulness for the success of the Summit and of the enhanced diversity efforts being initiated under the new Tollway leadership. He emphasized that work remains and suggested, based on an account relayed to him concerning the treatment of a former Tollway employee by co-workers, that the Tollway also consider the implementation of sensitivity training for agency employees.

Paul McKinley, with V.O.T.E. (Voice of the Ex-Offender), addressed the Board. Mr. McKinley expressed his appreciation to the Board for effecting the Business Opportunity Summit to be held at New Beginnings Church. He suggested, however, that further steps are needed to fully empower the new Tollway leadership to open the process and remedy past discrimination. He expressed interest in meeting with Tollway staff to discuss these steps. Chairman Schillerstrom invited Mr. McKinley to arrange scheduling with staff upon conclusion of the Meeting.



Joseph Watkins, Saving our Seeds, addressed the Board. Mr. Watkins suggested that the Tollway consider offering technical assistance to provide African American-owned businesses with the skills and knowledge which will assist them in participating in Tollway work.

Larry Jones, Outlook Design & Construction Inc., addressed the Board. Mr. Jones expressed support for the Tollway's enhanced diversity and inclusion efforts, noting that his minority-owned firm has won several opportunities to participate in Tollway construction contracts. He suggested that bonding requirements can be disproportionate to contract size and present a hindrance to broader participation of small and minority firms. He further observed that Tollway document requirements and related software systems are challenging to learn and that complying with the requirements is resource intensive, presenting stumbling blocks which might be mitigated through increased Tollway outreach and training.

Chairman Schillerstrom thanked all of the speakers for their comments.

### **Chairman's Items**

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Chairman Schillerstrom called for a motion to approve **Chairman's Item 1**, the Minutes of the regular Board of Directors meeting held on September 24, 2015. Director Banks made a motion for approval; seconded by Director Brooks. Chairman Schillerstrom asked if there were any questions, concerns or requests for amendment. Hearing none, Chairman Schillerstrom called for vote. The motion PASSED unanimously.

Chairman Schillerstrom stated that action on Chairman's Item 2, the Minutes of the Executive Session of the Board meeting held on September 24, 2015, will be deferred until after consideration in Executive Session.

### **COMMITTEE REPORTS**

Chairman Schillerstrom then asked the chairs of the following committees of the Board if they had any report to provide on the committees' recent activities, other than identifying the items reviewed and approved for placement on today's Meeting agenda:

#### **Finance, Administration & Operations Committee**

Committee Chair Gomez responded that he had no additional activity to report from the Finance, Administration and Operations Committee meeting held Thursday, October 15, 2015.

#### **Diversity & Inclusion Committee**



Committee Chair Brooks responded that he had no additional activity to report from the Diversity and Inclusion Committee meeting held Thursday, October 15, 2015.

*[End of Committee Reports]*

Chairman Schillerstrom introduced and welcomed his daughter, Katie Schillerstrom, who he noted has recently returned from time working abroad in Australia.

Chairman Schillerstrom then called on Greg Bedalov, Executive Director.

### **Executive Director**

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**Tentative 2016 Budget:** Executive Director Bedalov highlighted that the proposed balanced 2016 Tentative Budget holds the line on agency spending and maintains employee headcount even as the Tollway begins to maintain and build a larger system. He then introduced Mike Colsch, Chief of Finance, and Cathy Williams, Deputy Chief of Finance, to provide an overview of the Tollway's balanced 2016 Tentative Budget. [See attached presentation.](#)

Director Johnson inquired about actuarial assumptions used to calculate pension obligations for the 2016 Tentative Budget, observing that Elk Grove Village experienced increases to their pension obligations when advised by the state that demographic assumptions used for actuarial valuations were to be based on year 2000 actuarial tables rather than year 1990 actuarial tables being used previously. **Mr. Colsch responded that** he is not familiar with the specific actuarial assumptions used in the State Employees' Retirement System formula for determining pension obligations but **he will provide this information for Directors post-meeting.**

Executive Director Bedalov advised the Board that due to time constraints, the presentation planned on INVEST (Infrastructure Voluntary Evaluation Sustainability Tool) will be postponed until a future meeting.

**Toll Revenue Management and Maintenance Program:** With the stated interest to provide the Board with background for their consideration of the Business Systems item on the Meeting agenda, Executive Director Bedalov introduced Shana Whitehead, Chief of Business Systems, to present an overview of the Toll Revenue Management and Maintenance Program and the restructuring planned. [See attached presentation.](#)

Executive Director Bedalov then informed the Board of a potential alternative payment arrangement being worked on under which the Illinois Department of Transportation ("IDOT") may



request that the Tollway pay an IDOT truck repair vendor. He explained that separately, pursuant to terms of an existing intergovernmental agreement (“IGA”) with IDOT and DuPage County related to construction at Illinois Route 390 and I-290, the Tollway is obligated to reimburse IDOT in an amount which will ultimately run to approximately \$7.7 million. He advised that under the arrangement being developed, any payments made by the Tollway on behalf of IDOT would be capped and would be credited dollar-for-dollar against the Tollway’s obligation pursuant to the IGA. He noted that should an alternative payment arrangement with IDOT such as this be established, it is likely to occur prior to the next Board meeting, creating the impetus for bringing this informational item to the Board’s attention at the Meeting.

**Art Contest:** Executive Director Bedalov reported that public voting has begun for the 2016 Illinois Tollway Map Cover Art Contest, the theme this year being “Save the Monarchs,” to promote the Tollway’s work with the Natural Resources Defense Council and other state agencies to enhance and restore monarch butterfly habitats throughout Northern Illinois.

### Items for Consideration

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Chairman Schillerstrom noted that each of following items for consideration has been reviewed in detail, discussed and approved at committee for placement on the Meeting agenda with the relevant committee’s recommendation for Board approval.

### Finance

Item 1: Approval of the fiscal year 2016 Tentative Budget.

Chairman Schillerstrom called for a motion to approve **Finance Item 1**. Director Banks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion.

Director Gonzalez, referencing a reduction from the prior year of \$145,000 in the 2016 Tentative Budget request for the Diversity and Strategic Development Department, observed that several public comments received at the Meeting reflect the success of investments made in the Tollway’s Diversity Department, which did not exist prior to 2011. He further observed that the Diversity Department budget request represents just 0.10% of the 2016 Capital Program budget, emphasizing that reductions to the Diversity Department budget seem at variance with the priority being placed, under the leadership of Chairman Schillerstrom, on enhancing the Tollway’s diversity and inclusion efforts. He suggested that to provide for enhanced efforts to improve minority participation, the agency consider increasing the Diversity Department budget request during the review process and prior to adoption of the Final 2016 Budget.



Director Brooks suggested that in order to amplify outreach efforts to minority communities, the Tollway also consider increasing the Communications Department budget request.

Director Gomez expressed his support for suggestions made by Directors Brooks and Gonzalez that the Tollway consider increases to the budget requests for the Diversity Department and Communications Department in order to provide for enhanced diversity and inclusion efforts.

Director Johnson suggested that specific information on the intended use for any increases to departmental budget requests may help Board members gain a better understanding when considering the budget.

Chairman Schillerstrom then provided an overview of budget procedures, noting that the Final 2016 Budget will incorporate changes arising from the review process, to include public hearings and additional Board discussion, before being presented for Board consideration in December.

Director Sauer suggested that additional discussion and examination of the recently completed Disparity Study may help to guide a more data-driven strategy for increasing the diversity of participation on Tollway contracts, thereby maximizing the cost efficiency of planned expenditures.

Chairman Schillerstrom emphasized the importance placed on this issue by the entire Board, manifested in part through the recent formation of the Diversity and Inclusion Committee, which he is confident will serve to help implement at the Tollway the best diversity program possible. He suggested that the Diversity and Inclusion Committee would be an opportune setting for continued discussion of these issues, to which he looks forward.

Director Gomez commented on the insights he gained into the diversity program needs from the detailed information provided by staff at the first Diversity and Inclusion Committee meeting. He invited those Board members who have interest in more information on these needs to attend.

Hearing no further discussion, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)





The motion to approve PASSED.

### **Business Systems**

*Item 1: Award of Contract 15-0133 to Electronic Transaction Consultants Corporation (ETCC) for the purchase of Toll Revenue Management and Maintenance Program (TRMMP) Services in an amount not to exceed \$25,000,000.00 (Tollway Sole Source).*

Chairman Schillerstrom called for a motion to approve **Business Systems Item 1**. Director Gomez made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Johnson, Director Banks, Director Brooks, Director Dotson, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

### **Procurement**

*Item 1: Award of Contract 15-0118 to Mythics, Inc. for the purchase of Oracle Software Licensing Support and Maintenance in an amount not to exceed \$1,171,988.54 (Order Against CMS Master Contract).*

Chairman Schillerstrom called for a motion to approve **Procurement Item 1**. Director Johnson made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Sauer, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

*Item 2: Renewal of Contract 11-0013 to Cullen, Inc. (d.b.a. Cullen and Associates) for the purchase of Legislative Liaison Services in an amount not to exceed \$40,000.00 (Tollway Request for Proposals).*



Chairman Schillerstrom called for a motion to approve **Procurement Item 2**. Director Banks made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Gomez, Director Brooks, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

*Item 3: Award of Contract 15-0083 to Liferay, Inc. for the purchase of Liferay Licenses, Maintenance, and Support in an amount not to exceed \$158,125.00 (Tollway Sole Source).*

Chairman Schillerstrom called for a motion to approve **Procurement Item 3**. Director Dotson made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Sauer, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

## **Engineering**

*Item 1: Award of Contract RR-15-4239 to Tri-State Enterprises, Inc. for Building Construction on the Veterans Memorial Tollway (I-355) at Milepost 21.96 (M-14 Storage Building) in the amount of \$2,192,786.00.*

Chairman Schillerstrom called for a motion to approve **Engineering Item 1**. Director Johnson made a motion for approval; seconded by Director Banks. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)



The motion to approve PASSED.

*Item 2: Award of Contract I-15-4237 to Judlau Contracting, Inc. for Inside Roadway and Bridge Reconstruction on the Jane Addams Memorial Tollway (I-90) from Milepost 73.3 (Oakton Street) to Milepost 76.5 (Mannheim Road) in the amount of \$58,722,801.93.*

Chairman Schillerstrom called for a motion to approve **Engineering Item 2**. Director Dotson made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion.

Director Gonzalez observed that the low bids selected on Engineering Items 2, 3 and 4 are well below (averaging 16.2% below) the respective Engineer's Estimates, suggesting these awards represent a positive variance to the Capital Program budget from which a portion could be re-allocated to bolster the Tollway's diversity and inclusion efforts. **Chairman Schillerstrom suggested that the Board would benefit from a better understanding of the development of Engineer's Estimates and their significance within the budgetary planning process. He requested that staff submit a memorandum to Directors which provides further explanation of this subject.**

Hearing no further discussion, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Sauer, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

*Item 3: Award of Contract I-15-4235 to F. H. Paschen, S.N. Nielsen & Assoc., LLC for Inside Roadway and Bridge Reconstruction on the Jane Addams Memorial Tollway (I-90) from Milepost 68.1 (I-290/IL 53) to Milepost 70.7 (Arlington Heights Road) in the amount of \$39,338,028.32.*

Chairman Schillerstrom called for a motion to approve **Engineering Item 3**. Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).



Nays: None (0)

The motion to approve PASSED.

*Item 4: Award of Contract I-15-4236 to F. H. Paschen, S.N. Nielsen & Assoc., LLC for Inside Roadway and Bridge Reconstruction on the Jane Addams Memorial Tollway (I-90) from Milepost 70.7 (Arlington Heights Road) to Milepost 73.3 (Oakton Street) in the amount of \$32,112,429.02.*

Chairman Schillerstrom called for a motion to approve **Engineering Item 4**. Director Dotson made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Johnson, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

*Item 5: Acceptance of Proposal from Harry O. Hefter Associates, Inc. / AES Services, Inc. Joint Venture on Contract I-12-4050 for Supplemental Construction Management for Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90), from Milepost 17.4 (I-39) to Milepost 56.1 (Illinois Route 25), in the amount of \$581,881.17 from \$13,672,404.41 to \$14,254,285.58.*

Chairman Schillerstrom called for a motion to approve **Engineering Item 5**. Director Dotson made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Johnson, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

*Item 6: Acceptance of Proposal from Harry O. Hefter Associates, Inc. / AES Services, Inc. Joint Venture on Contract I-12-4050 for Supplemental Construction Management for Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90), from Milepost 17.4 (I-39) to Milepost 56.1 (Illinois Route 25), in the amount of \$581,881.17 from \$13,672,404.41 to \$14,254,285.58.*



Item 7: Extra Work Order on Contract I-14-4212 to F.H. Paschen, S.N. Nielsen & Associates, LLC for Eastbound Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 76.6 (Mannheim Road) to Milepost 78.9 (Kennedy Expressway) in the amount of \$258,090.66.

Item 8: Change Order/Extra Work Order on Contract I-14-4208 to Walsh Construction Company II LLC / K-Five Construction Corporation (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 68.1 (I-290 / IL 53) to Milepost 70.7 (Arlington Heights Road) in the amount of \$340,013.18.

Item 9: Change Order/Extra Work Order on Contract I-14-4208 to Walsh Construction Company II LLC / K-Five Construction Corporation (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 68.1 (I-290 / IL 53) to Milepost 70.7 (Arlington Heights Road) in the amount of \$338,982.35.

Item 10: Change Order/Extra Work Order on Contract I-14-4209 to Walsh Construction Company II LLC / K-Five Construction Corporation (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 70.7 (Arlington Heights Road) to Milepost 73.3 (Oakton Street) in the amount of \$496,015.40.

Item 11: Extra Work Order on Contract I-14-4208 to Walsh Construction Company II LLC / K-Five Construction Corporation (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 68.1 (I-290 / IL 53) to Milepost 70.7 (Arlington Heights Road) in the amount of \$304,014.97.

Chairman Schillerstrom called for a motion to consolidate Engineering Items 6 through 11 for consideration and action. Director Sauer made a motion to consolidate; seconded by Director Gomez. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a vote. The motion PASSED unanimously.

The motion to consolidate these items having carried, Chairman Schillerstrom then called for a motion to approve **Engineering Items 6 through 11**. Director Gomez made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Johnson, Director Banks, Director Brooks, Director Dotson, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).



Nays: None (0)

The motion to approve PASSED.

*Item 12: Change Order/Extra Work Order on Contract I-14-4207 to Plote Construction, Inc. / Dunnet Bay Construction Co. (JV) for Outside Roadway Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 65.5 (Roselle Road) to Milepost 68.1 (I-290/IL 53) in the amount of \$242,819.82. [Recusal: Director Johnson]*

Chairman Schillerstrom called for a motion to approve **Engineering Item 12**, noting that Director Johnson has indicated his wish to recuse himself from participating in the decision regarding this item. Director Sauer made a motion for approval; seconded by Director Banks. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (8).

Nays: None (0)

Recusal: Director Johnson (1)

The motion to approve PASSED.

*Item 13: Change Order/Extra Work Order on Contract I-14-4209 to Walsh Construction Company II LLC / K-Five Construction Corporation (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 70.7 (Arlington Heights Road) to Milepost 73.3 (Oakton Street) in the amount of \$919,579.59. [Recusal: Director Johnson]*

Chairman Schillerstrom called for a motion to approve **Engineering Item 13**, noting that Director Johnson has indicated his wish to recuse himself from participating in the decision regarding this item. Director Dotson made a motion for approval; seconded by Director Banks. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8).

Nays: None (0)

Recusal: Director Johnson (1)



The motion to approve PASSED.

*Item 14: Change Order/Extra Work Order on Contract I-14-4212 to F.H. Paschen, S.N. Nielsen & Associates, LLC for Eastbound Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 76.6 (Mannheim Road) to Milepost 78.9 (Kennedy Expressway) in the amount of \$276,759.75.*

*Item 15: Change Order/Extra Work Order on Contract I-14-4210 to Lorig Construction Company for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 73.3 (Oakton Street) to Milepost 75.1 (Wolf Road) in the amount of \$505,394.42.*

*Item 16: Change Order on Contract RR-13-5661 to Curran Contracting Company for Roadway and Bridge Rehabilitation on the Reagan Memorial Tollway (I-88) from Milepost 55.1 (US Route 52) to Milepost 67.3 (Midway Road) in the amount of \$480,486.00.*

Chairman Schillerstrom called for a motion to consolidate Engineering Items 14 through 16 for consideration and action. Director Johnson made a motion to consolidate; seconded by Director Banks. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a vote. The motion PASSED unanimously.

The motion to consolidate these items having carried, Chairman Schillerstrom called for a motion to approve **Engineering Items 14 through 16**. Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

*Item 17: Change Order on Contract I-13-4602 to F.H. Paschen, S.N. Nielsen & Associates, LLC for Rehabilitation and Widening on the Elgin O'Hare Expressway (IL 390) from Milepost 7.6 (IL 19) to Milepost 10.1 (East of Roselle Road) in the amount of \$351,549.00. [Recusal: Director Sweeney]*



Chairman Schillerstrom called for a motion to approve **Engineering Item 17**, noting that Director Sweeney has indicated his wish to recuse himself from participating in the decision regarding this item. Director Johnson made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Dotson, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Sauer, Chairman Schillerstrom (8).

Nays: None (0)

Recusal: Director Sweeney (1)

The motion to approve PASSED.

Chairman Schillerstrom stated that action on Engineering Item 18 will be deferred until after consideration in Executive Session.

## Legal

*Item 1: An Intergovernmental Agreement with the County of DuPage, Elk Grove Village and City of Wood Dale defining and allocating Construction and Financial responsibilities Associated with the Construction of the Elgin O'Hare Western Access at Lively Boulevard. Cost to the Tollway: \$1,333,374.95. [Recusal: Director Johnson].*

Chairman Schillerstrom called for a motion to approve **Legal Item 1**, noting that Director Johnson has indicated his wish to recuse himself from participating in the decision regarding this item. Director Sauer made a motion for approval; seconded by Director Banks. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8).

Nays: None (0)

Recusal: Director Johnson (1)

The motion to approve PASSED.

*Item 2: An Intergovernmental Agreement with the Illinois Department of Transportation, Cook County, DuPage County and the Village of Itasca for cost sharing for work performed at the*





*intersection of the Elgin O'Hare and Hamilton Lakes Drive/Park Boulevard/East Pierce Road.  
Cost to the Tollway: \$0.*

*Item 3: An Intergovernmental Agreement with the Village of Schaumburg (Meacham Road Interchange at I-90) for utility relocations and previously earned credits/set-offs. Cost to the Tollway: \$0.*

*Item 4: An Intergovernmental Agreement with the Village of Schaumburg (Meacham Road Interchange at I-90) addressing the sharing of Construction and Financial responsibilities. Cost to the Tollway: \$0.*

Chairman Schillerstrom called for a motion to consolidate Legal Items 2 through 4 for consideration and action. Director Banks made a motion to consolidate; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a vote. The motion PASSED unanimously.

The motion to consolidate these items having carried, Chairman Schillerstrom called for a motion to approve **Legal Items 2 through 4**. Director Johnson made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Sauer, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom stated that action on Legal Items 5 and 6 will be deferred until after consideration in Executive Session.

### Executive Session

---

Chairman Schillerstrom called for a motion to enter Executive Session pursuant to exceptions provided in Sections 2(c)2, 2(c)5, 2(c)11 and 2(c)21 of the Illinois *Open Meetings Act* to consider Tollway matters related to collective bargaining, the purchase of real property, potential or pending litigation and the minutes of closed meetings.



Director Gomez made a motion, pursuant to the sections specified, to enter Executive Session; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Johnson, Director Banks, Director Brooks, Director Dotson, Director Gonzalez, Director, Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

At approximately 11:06 a.m., the Board entered into Executive Session.

*[Chairman Schillerstrom departed the Meeting during Executive Session at approximately 11:25 a.m.]*

### Return from Executive Session and Action (if any)

At approximately 12:30 p.m. the Board re-entered the public session of the Meeting.

*Chairman's Item 2: Approval of the Minutes of the Executive Session of the Board of Directors meeting held September 24, 2015.*

In Chairman Schillerstrom's absence, Director Johnson called for a motion to approve **Chairman's Item 2**. Director Sauer made a motion for approval; seconded by Director Dotson. Director Johnson asked if there were any questions, concerns or requests for alterations. Hearing none, Director Johnson called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Dotson, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney (8).

Nays: None (0)

The motion to approve PASSED.

*Engineering Item 18: Land Acquisition (Identification of Real Estate Parcels associated with the Elgin O'Hare Western Access Project). Cost to the Tollway: N/A*

Director Johnson called for a motion to approve **Engineering Item 18**, identifying twelve parcels needed for the Elgin O'Hare Western Access Project and which may need to be acquired by



condemnation. Director Banks made a motion for approval; seconded by Director Dotson. Director Johnson asked if there were any questions, concerns or requests for discussion. Hearing none, Director Johnson called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney (8).

Nays: None (0)

The motion to approve PASSED.

Legal Item 5: Settlement Agreement – Tollway Parcel No. EO-1B-12-008. Cost to the Tollway: As Discussed in Executive Session.

Legal Item 6: Civil Litigation Settlement – David Capers. Cost to the Tollway: As Discussed in Executive Session.

Director Johnson called for a motion to consolidate Legal Items 5 and 6 for consideration and action. Director Sauer made a motion to consolidate; seconded by Director Dotson. Director Johnson then called for a vote. The motion PASSED unanimously.

The motion to consolidate these items having carried, Director Johnson then called for a motion to approve **Legal Items 5 and 6**. Director Dotson made a motion for approval; seconded by Director Sauer. Director Johnson asked if there were any questions, concerns or requests for discussion. Hearing none, Director Johnson called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Sauer, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney (8).

Nays: None (0)

The motion to approve PASSED.

## **Adjournment**

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There being no further business before the Board, Director Johnson requested a motion to adjourn. Motion to adjourn was made by Director Banks, seconded by Director Dotson. Director Johnson called for a roll call, the vote of yeas and nays being as follows:



Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney (8).

Nays: None (0)

The motion to approve PASSED.

The Meeting was adjourned at approximately 12:36 p.m.

A handwritten signature in cursive script that reads "Christi Regnery".

Minutes taken by: \_\_\_\_\_

Christi Regnery  
Board Secretary  
Illinois State Toll Highway Authority



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# 2016 Tentative Budget

October 22, 2015

# 2016 Budget Schedule

## **October**

- ✓ Tentative 2016 Budget presented to Board

## **November**

- ✓ Public review/comment on Tentative 2016 Budget
- ✓ Public comments presented to Board
- ✓ Incorporate changes arising from review process

## **December**

- ✓ Board votes on Final 2016 Budget

# 2016 Tentative Budget Highlights

## Revenue

- ✓ Continues to meet or exceed projections

## Maintenance and Operations

- ✓ Modest increase supports *Move Illinois* and consistent with financial plan

## Capital Program

- ✓ Continues Tollway's commitment for infrastructure improvements, including investment for the *Move Illinois* and the Congestion-Relief programs

# 2016 Revenue Sources

<i>Sources of Revenues</i>	FY 2015 Budget	FY 2015 Estimates	FY 2016 Projections
<b>Toll Revenues and Evasion Recovery *</b>	\$1,160	\$1,208	\$1,290
<b>Investment Income</b>	1	1	2
<b>Concessions and Miscellaneous Revenues</b>	9	9	8
<b>Revenues Total</b>	<b>\$1,170</b>	<b>\$1,218</b>	<b>\$1,300</b>

\* CDM Smith's expected toll revenue estimate for fiscal year 2016 totals \$1,310 million. Tollway makes adjustments to reflect toll non-payments, underpayments and evasion recovery. Please refer to pages 175-185 of the 2016 Tentative Budget book for additional information.



# 2016 Revenue Allocations

## ***MORE THAN 75 PERCENT OF REVENUES ALLOCATED TO SUPPORT INFRASTRUCTURE***

(\$ millions)

<i>Allocations of Revenues</i>	FY 2015 Budget	FY 2015 Estimates	FY 2016 Projections
Maintenance and Operations	\$311	\$310	\$322
<i>Funds available from prior year</i>	0	1	0
Debt Service Transfers	362	355	399
Deposits to Renewal and Replacement and Improvement	497	552	579
<b>Allocations Total</b>	<b>\$1,170</b>	<b>\$1,218</b>	<b>\$1,300</b>

# 2016 Maintenance and Operations

## *KEY DRIVERS OF OPERATING BUDGET INCREASE OF 3.6 PERCENT*

- ✓ **Rising health care costs and retirement contributions**
- ✓ **Increase in credit card company fees associated with higher toll revenue**
- ✓ **Increase in equipment maintenance for toll collection equipment and new back-office software**
- ✓ **Increase in utility costs**
- ✓ **Opening of Illinois Route 390**

# Maintenance and Operations

## 2016 Budget By Category

### **GROWTH IN OPERATING COSTS – 3.6 PERCENT**

<i>(\$ millions)</i> <b>Category</b>	<b>2015 Budget</b>	<b>2016 Budget Request</b>	<b>\$ Change from 2015 Budget</b>	<b>% Change from 2015 Budget</b>
Salary and Wages	\$109.0	\$109.6	\$0.6	0.5%
FICA and Retirement	55.1	57.2	2.1	3.8%
Group Insurance	33.6	36.4	2.8	8.3%
All other Insurance	12.4	12.1	(0.4)	-3.1%
Credit Card Fees and Bank Charges	19.1	22.5	3.4	17.5%
All Other Contractual Services	44.7	44.1	(0.6)	-1.2%
Equipment/ Office Rental/ Maintenance	15.8	17.8	2.0	12.5%
Parts and Fuels	8.1	7.8	(0.3)	-3.3%
Utilities	6.7	8.1	1.4	21.6%
Operational Materials and Supplies	7.6	7.9	0.3	3.4%
Other Miscellaneous Expenses	0.7	0.6	(0.1)	-10.9%
Recovery of Expenses	(2.3)	(2.3)	(0.0)	-0.2%
<b>Total M and O Costs</b>	<b>\$310.6</b>	<b>\$321.8</b>	<b>\$11.2</b>	<b>3.6%</b>

Total may not add due to rounding.

# Tollway Headcount – As of 12/31 Each Year

**HEADCOUNT REMAINS FLAT DURING RECORD CAPITAL INVESTMENTS AND INCREASED CAPACITY OF THE SYSTEM**



# 2016 Debt Service

## *NEW DEBT EXPECTED TO PROVIDE ADDITIONAL FUNDING AT RATES BELOW ORIGINAL PLAN*

### **Outstanding debt \$5.4 billion**

- ✓ \$400 million new debt issuance expected in December 2015
- ✓ \$600 million new debt issuance in 2016

### **Transfers for debt service estimated at \$399 million**

- ✓ \$298 million interest expense
- ✓ \$109 million principal
- ✓ \$7 million other bond-related costs (liquidity, remarketing, etc.)
- ✓ (\$15) million federal Build America Bonds subsidy

**Estimated net debt service coverage of 2.6x in 2015 and 2.5x in 2016**

# Capital Program

## *KEY CAPITAL HIGHLIGHTS*

### **Jane Addams Memorial Tollway (I-90)**

- ✓ Rebuilding and Widening Project - eastern segment roadway completion
- ✓ Interchange improvements

### **Elgin O'Hare Western Access Project**

- ✓ Construction of interchanges
- ✓ Construction of new Illinois Route 390 Tollway to the east

### **Systemwide Projects**

- ✓ Bridge, pavement and interchange improvements
- ✓ Toll collection and information technology improvements

# Capital Program

## *KEY CAPITAL HIGHLIGHTS*

### **Reagan Memorial Tollway (I-88)**

- ✓ Resurfacing U.S. Route 52 to U.S. Route 30

### **Tri-State Tollway (I-94/I-294/I-80)**

- ✓ Master Plan for Central Tri-State Tollway from 95<sup>th</sup> Street to Balmoral Avenue
- ✓ Design for mile-long bridges

# Capital Program Summary

(\$ millions)	2015 Budget	2015 Estimated Expenditures	2016 Request	\$ Change from 2015 Estimate
<b>Existing System Needs</b>	<b>\$1,213.8</b>	<b>\$1,091.7</b>	<b>\$953.3</b>	<b>(\$138.4)</b>
Jane Addams Memorial Tollway (I-90)	839.6	817.4	577.4	(240.0)
Tri-State Tollway (I-94/ I-294/ I-80)	19.0	21.3	68.0	46.8
Veterans Memorial Tollway (I-355)	0.9	3.0	7.7	4.7
Reagan Memorial Tollway (I-88)	107.9	88.9	105.3	16.4
Open Road Tolling (ORT)	5.4	3.4	5.2	1.8
Systemwide Improvements	241.1	157.8	189.7	31.9
<b>System Expansion</b>	<b>\$346.2</b>	<b>\$348.1</b>	<b>\$390.9</b>	<b>\$42.8</b>
Tri-State (I-294)/I-57 Interchange	20.2	15.3	1.5	(13.7)
Elgin O'Hare Western Access	319.8	331.5	383.6	52.1
Planning Studies for Emerging Projects	6.1	1.4	5.8	4.5
<b>Capital Program Sub-Total</b>	<b>\$1,560.0</b>	<b>\$1,439.8</b>	<b>\$1,344.2</b>	<b>(\$95.6)</b>
Other Capital Projects	65.0	58.9	60.0	1.1
<b>Capital Program Total</b>	<b>\$1,625.0</b>	<b>\$1,498.6</b>	<b>\$1,404.2</b>	<b>(\$94.5)</b>

2015 Estimated Expenditures and 2016 Request do not reflect any IGA reimbursements.

2016 Other Capital Projects Budget includes new request of \$60 million and \$58.9 million of carryover from 2015.

*Totals may not add due to rounding.*



# 2016 Budget Aligns with the GOMB's Budgeting for Results Outcomes

- ✓ **Increase employment and attract, retain and grow businesses**
- ✓ **Improve infrastructure and create safer communities**
- ✓ **Support basic functions of government**
- ✓ **Strengthen cultural and environmental vitality**

# Tentative 2016 Budget Summary

## ***CONSISTENT WITH THE LONG-TERM FINANCIAL PLAN***

- ✓ **Fifth year of *Move Illinois* – total 2016 Capital Program more than \$1.4 billion**
- ✓ **Revenue increase 6.8 percent from 2015 estimate**
- ✓ **Operating costs held at 3.6 percent growth**
- ✓ **\$600 million of new bond issuance to provide funding for current and future capital costs**

# Appendix

# Maintenance and Operations

## 2016 Budget By Department

(\$ millions)	2015	2016	\$ Change from	% Change from
Department	Budget	Budget Request	2015 Budget	2015 Budget
Administration	\$4.6	\$4.6	\$0.0	0.6%
Business Systems	58.7	65.4	6.7	11.3%
Communications	1.5	1.5	(0.0)	-2.2%
Diversity and Strategic Development	2.6	2.4	(0.1)	-5.7%
Engineering	76.0	78.1	2.1	2.7%
Executive Office and Directors	1.7	1.6	(0.1)	-3.9%
Finance	50.3	52.6	2.3	4.6%
Information Technology	16.4	14.5	(1.9)	-11.5%
Inspector General	0.9	0.9	0.0	3.0%
Internal Audit	0.9	0.9	0.1	7.4%
Legal	1.9	2.0	0.0	2.4%
Procurement	4.6	4.6	0.0	0.6%
State Police	32.6	32.9	0.4	1.1%
Toll Operations	58.0	59.8	1.8	3.1%
<b>Authority Total</b>	<b>\$310.6</b>	<b>\$321.8</b>	<b>\$11.2</b>	<b>3.6%</b>

Totals may not add due to rounding.



# Move Illinois Program Summary

(\$ millions)	2014 Actual Expenditures	2015 Budget	2015 Estimated Expenditures	2016 Request	\$ Change from 2015 Estimate
<b>Existing System Needs</b>					
Jane Addams Memorial Tollway (I-90)	\$506.2	\$791.7	\$739.7	\$549.8	(\$189.9)
Tri-State Tollway (I-94/ I-294/ I-80)	2.7	18.1	19.4	65.2	45.9
Veterans Memorial Tollway (I-355)	1.4	0.5	2.2	4.7	2.5
Reagan Memorial Tollway (I-88)	4.4	7.0	1.8	3.9	2.1
Systemwide Improvements	87.9	168.2	100.2	171.0	70.8
<b>Existing System Needs Total</b>	<b>\$602.6</b>	<b>\$985.5</b>	<b>\$863.3</b>	<b>\$794.7</b>	<b>-\$68.6</b>
<b>System Expansion</b>					
Tri-State Tollway (I-294)/I-57 Interchange	\$40.9	\$20.2	\$15.3	\$1.5	(\$13.7)
Elgin O'Hare Western Access	241.7	319.8	331.5	383.6	52.1
Planning Studies for Emerging Projects	1.5	6.1	1.4	5.8	4.5
<b>System Expansion Total</b>	<b>\$284.1</b>	<b>\$346.2</b>	<b>\$348.1</b>	<b>\$390.9</b>	<b>\$42.8</b>
<b>Move Illinois Program Total</b>	<b>\$886.7</b>	<b>\$1,331.7</b>	<b>\$1,211.4</b>	<b>\$1,185.6</b>	<b>(\$25.8)</b>

**Notes:**

2014 Actual Expenditures reflected cost recoveries of \$12.2 million pursuant to inter-governmental agreements (IGA), and 2015 Estimated Expenditures and 2016 Request do not reflect any IGA reimbursements.

*Totals may not add due to rounding.*



# Congestion-Relief Program/Other Capital Summary

(\$ millions)	2014 Actual Expenditures	2015 Budget	2015 Estimated Expenditures	2016 Request	\$ Change from 2015 Estimate
<b>Congestion-Relief Program (CRP)</b>					
Jane Addams Memorial Tollway (I-90)	\$109.2	\$47.9	\$77.7	\$27.6	(\$50.1)
Tri-State Tollway (I-94/ I-294/ I-80)	0.2	0.9	1.9	2.8	0.9
Veterans Memorial Tollway (I-355)	(1.8)	0.4	0.8	3.0	2.2
Reagan Memorial Tollway (I-88)	9.1	100.8	87.0	101.3	14.3
Open Road Tolling (ORT)	1.9	5.4	3.4	5.2	1.8
Systemwide Improvements	63.6	72.9	57.6	18.6	(39.0)
<b>Congestion-Relief Program Subtotal</b>	<b>182.2</b>	<b>228.3</b>	<b>228.4</b>	<b>\$158.6</b>	<b>(\$69.8)</b>
<b>Other Capital Projects Subtotal *</b>	50.5	65.0	58.9	60.0	1.1
<b>CRP and Other Capital Projects Total</b>	<b>232.6</b>	<b>293.3</b>	<b>287.3</b>	<b>\$218.6</b>	<b>(\$68.7)</b>

**Notes:**

1. 2014 Actual Expenditures reflected cost recoveries of \$2.5 million pursuant to intergovernmental agreements (IGA); 2015 Estimated Expenditures and 2016 Request do not reflect any IGA reimbursements.
2. 2016 Other Capital Projects Budget includes new request of \$59.7 million and \$41.7 million of carryover from 2015; approximately \$60 million is projected to be spent in 2016.

*Totals may not add due to rounding.*



# Capital Program

## *KEY CAPITAL PROJECTS - 2016*

### **Jane Addams Memorial Tollway (I-90) – \$577.4 million**

#### ✓ **Eastern segment**

- Elgin Toll Plaza to Tri-State Tollway (I-294) - Rebuilding and widening inside lanes
- Elgin Toll Plaza to Kennedy Expressway - Reconstruction of bridges, interchanges and ramps

#### ✓ **Watermain relocation**

#### ✓ **Fiber-optic and utility relocation**

#### ✓ **ITS elements**

# Capital Program (continued)

## *KEY CAPITAL PROJECTS - 2016*

### **Elgin O'Hare Western Access Project - \$383.6 million**

- ✓ I-290 Interchange construction
- ✓ Construction of Elmhurst Road Interchange at I-90
- ✓ Construction of new Illinois Route 390 Tollway to the east
- ✓ Interchange improvements
  - Park Boulevard, Arlington Heights Road and Wood Dale Road
- ✓ Bridge construction
- ✓ Watermain relocation
- ✓ Right-of-way purchases



# Capital Program (continued)

## *KEY CAPITAL PROJECTS - 2016*

### **Reagan Memorial Tollway (I-88) – \$105.3 million**

- ✓ Resurfacing
  - U.S. Route 52 to U.S. Route 30

### **Tri-State Tollway (I-94/I-294/I-80) – \$68.0 million**

- ✓ Master Plan for Central Tri-State Tollway reconstruction from 95<sup>th</sup> Street to Balmoral Avenue
- ✓ Design for reconstruction
  - Mile-long Bridge over the Des Plaines River
  - BNSF Railroad Bridge over I-294

# Capital Program (continued)

## *KEY CAPITAL PROJECTS - 2016*

### **Systemwide – \$189.7 million**

- ✓ Bridge and pavement improvements
- ✓ Interchange improvements
- ✓ Toll collection
- ✓ IT related improvements
- ✓ Maintenance facilities improvements
- ✓ Program support

# “Other” Capital Projects Highlights

## *KEY CAPITAL PROJECTS - 2016*

### **Other capital projects – \$60 million**

(\$ millions)

✓ General consulting services	\$ 22
✓ Technology	13
✓ Roadway vehicle and equipment	8
✓ Enterprise resource planning (ERP) system	5
✓ Intelligent transportation systems (ITS)	5
✓ Building repairs and maintenance	4
✓ Roadway signage and pavement marking	3

# Debt Service Schedule

(\$ millions)

Fiscal Year	Principal	Interest	Total Debt Service
2015	103	256	359
2016	104	298	405
2017	109	307	416
2018	124	301	426
2019	130	295	426
2020	138	289	426
2021	144	282	426
2022	151	275	426
2023	159	267	426
2024	168	258	426
2025	189	251	439
2026	246	243	489
2027	258	231	489
2028	269	220	489
2029	280	209	489
2030	293	197	489
2031	303	187	489
2032	319	170	489
2033	337	152	489
2034	357	132	489
2035	366	112	478
2036	384	94	478
2037	403	75	478
2038	393	54	448
2039	395	35	429
2040	299	15	314

## NOTES:

- √ Includes existing debt service plus assumed new money issuance of: (i) \$400M during the remainder of 2015; and (ii) \$600M during 2016.
- √ Debt service due January 1 of a given calendar year is included in the prior fiscal year, per the Trust Indenture.
- √ Debt service does not include liquidity or remarketing costs for Tollway variable rate bonds, which such costs are currently approximately \$6.5 million annually.
- √ Interest expense does not net out anticipated federal subsidies related to Build America Bonds.
- √ Interest expense on variable rate bonds is estimated at the fixed swap rates for those bonds.



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**THANK YOU**

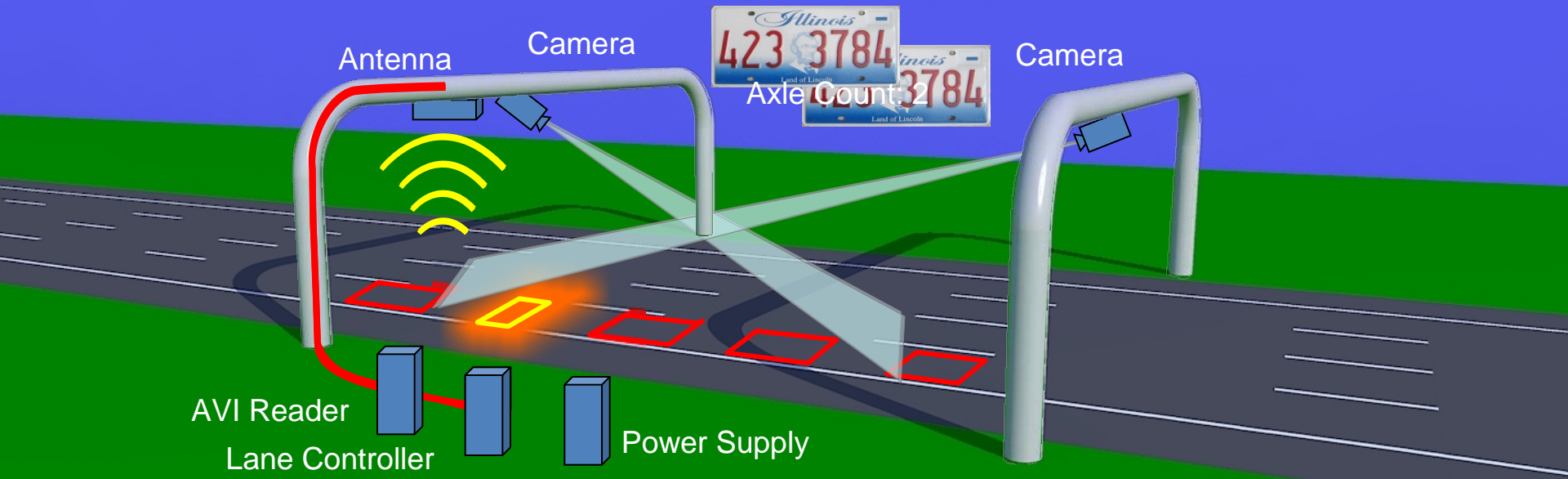


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**Toll Revenue Management and  
Maintenance Program (TRMMP)**

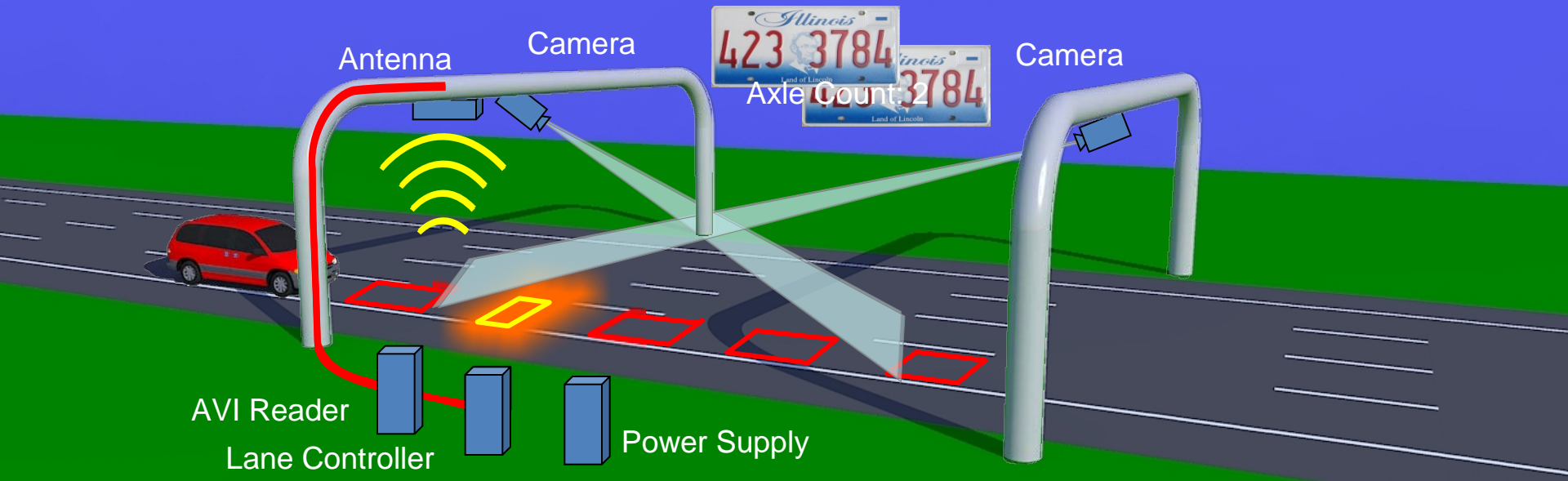
October 22, 2015

# I-PASS Lane Technology In Action



1. Vehicle enters first main road loop, activating camera to photograph front license plate. Transponder tag (AVI) is detected by antenna and sent to AVI reader, then to lane controller.
2. Road Axle loops (IDRIS) detects vehicle and counts axles.
3. 2nd and 3rd main road loops track vehicle passage through the zone.
4. 4th main road loop triggers rear camera, which photographs rear license plate and indicates vehicle exit. Indicates to the system to package data as a transaction.

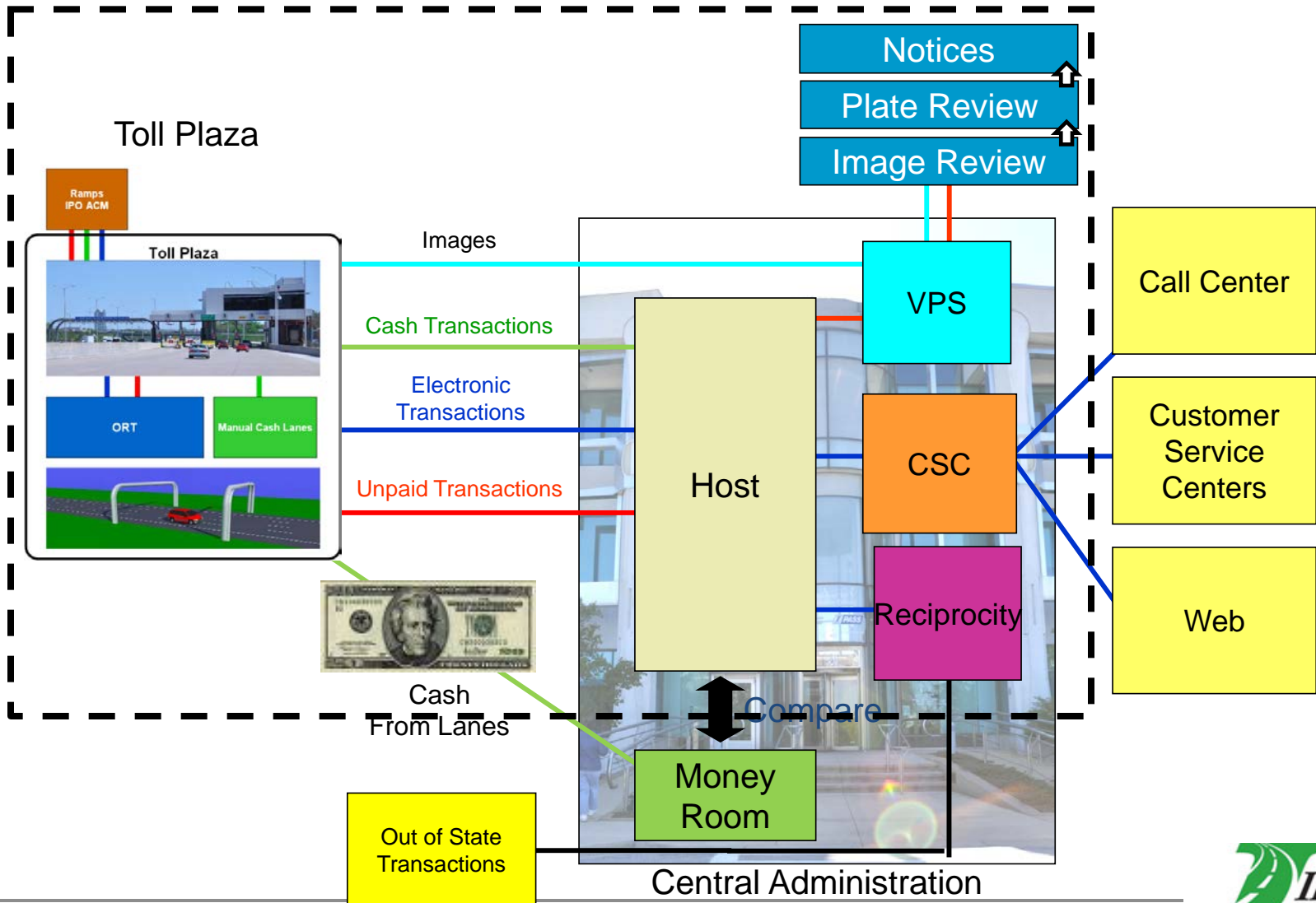
# I-PASS Lane Technology In Action



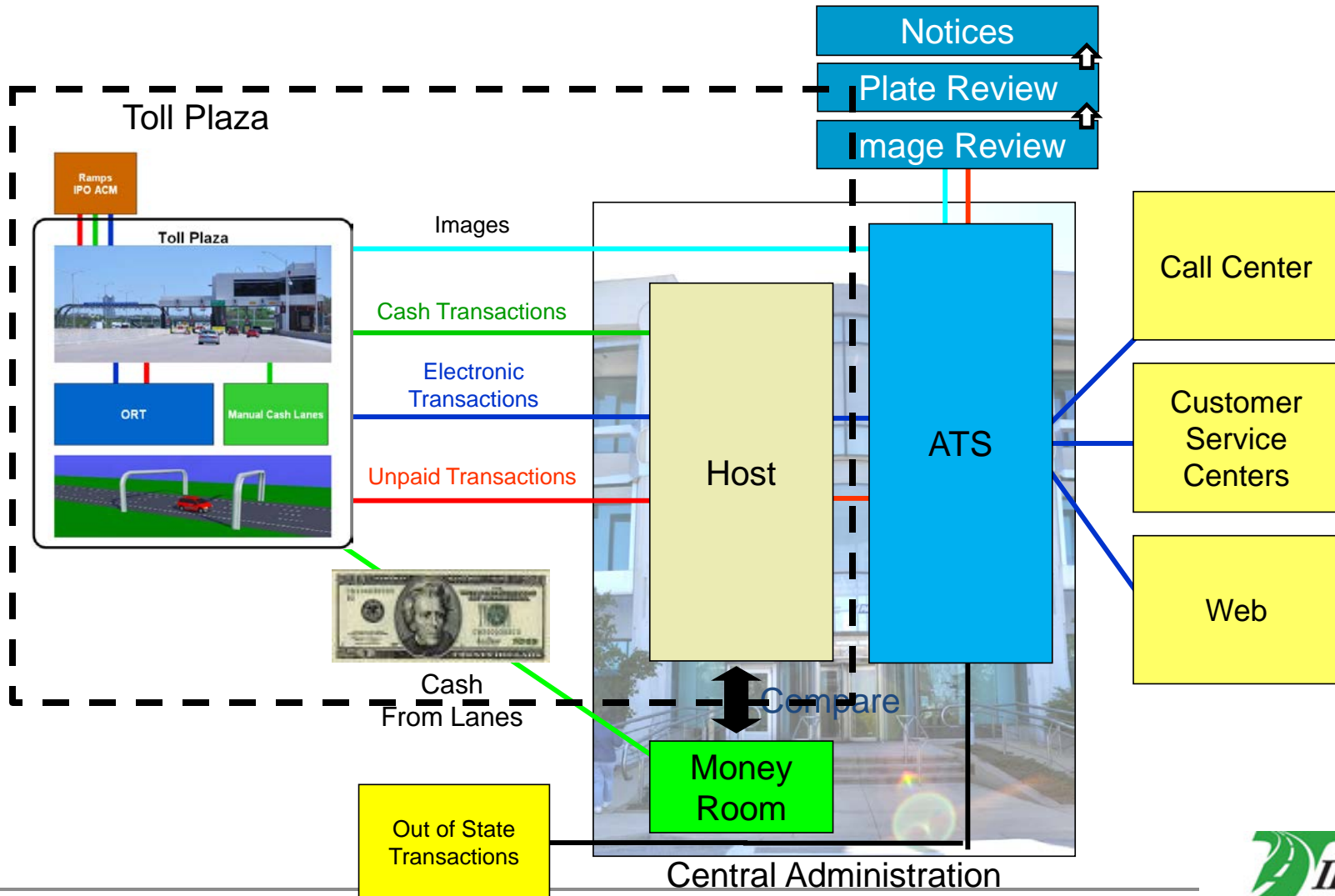
- Statistics for a single plaza (Meyers Road Toll Plaza 52 – 2014)
- Average weekday peak-hour open road tolling transactions: 6,745
- Average weekday open road tolling transactions: 82,865
- Total annual open road tolling transactions: 27,683,922
- Total annual transactions: 29,958,704



# Today, Combined Lane and Back Office Projects



# In 2016, a New Back Office System



# TRMMP Overview – Back Office Components

## New Back-Office System - summer 2016

- **CSC** – Development, installation and maintenance of custom software and hardware that provide I-PASS account management and transaction posting
- **VPS** – Development, installation and maintenance of custom software and hardware that manage the pursuit of violators
- **Reciprocity** – Development, installation and maintenance of custom software and hardware that manage the exchange of toll transactions with other E-ZPass member agencies
- **Host** – Development, installation and maintenance of custom software and hardware that consolidate, filter and sort all cash and electronic toll transactions

Anticipated future restructure



# TRMMP Overview – Lane Components

- **Lane transaction capture** – Purchase, installation and maintenance of software and hardware configured in a proprietary manner to capture and filter cash and electronic tolls
- **Vehicle classification** – Purchase, installation and maintenance of loops and treadles to count axles for assigning toll rates to each cash and electronic toll transaction
- **Automatic coin machines (ACMs)** – Purchase, installation and maintenance of coin machines
- **Cameras** – Installation and maintenance of cameras to capture license plate images for video tolling and violation pursuit
- **Transponder reading** – Installation and maintenance of antennas and readers to capture transponder toll transactions

 Anticipated future restructure



# TRMMP – Context

**We are restructuring a plane in flight – and flying its fastest.**

- Bleeding-edge, niche technology and protocols
- Small marketplace that continues to rapidly shift and evolve
- Largest I-PASS penetration rate in the industry
- Largest volume of open road tolling transactions in the industry
- Unprecedented change in a very young industry
- Uncommonly high volume of lanes in industry
- Uncommonly challenging weather issues in industry
- Largest capital program in industry



# TRMMP Overview – History

## ■ Contract established June 29, 2005 – June 29, 2010

<input type="checkbox"/> Original dollar limit	\$69,500,000
<input type="checkbox"/> Change order 2009	\$12,340,080
<input type="checkbox"/> Change order 2012	\$462,000

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<input type="checkbox"/> <b>Total original contract value:</b>	<b>\$82,302.080</b>
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## ■ Renewals exercised

<input type="checkbox"/> Renewal 1 (2010)	\$11,000,000
<input type="checkbox"/> Renewal 2 (2011)	\$12,059,012
<input type="checkbox"/> Renewal 3 (2012)	\$12,000,000
<input type="checkbox"/> Renewal 4 (2013)	\$19,000,000
<input type="checkbox"/> Renewal 5 (2014)	\$11,977,895
<input type="checkbox"/> Sole Source – 6 Months	\$13,000,000

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<input type="checkbox"/> <b>TOTAL contract value to date:</b>	<b>\$161,338,987</b>
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# TRMMP Overview – Previous Renewals

Renewal	Capital	M&O	Total	Key Items
<b>1 – 2010</b>	\$102,000	\$10,898,000	\$11,000,000	<ul style="list-style-type: none"> <li>• Online image review</li> <li>• 90-day rule</li> </ul>
<b>2 – 2011</b>	\$3,420,000	\$8,639,012	\$12,059,012	<ul style="list-style-type: none"> <li>• Camera washing</li> <li>• New camera configuration</li> <li>• Construction detour</li> <li>• Credit card updater</li> </ul>
<b>3 – 2012</b>	\$925,856	\$11,074,144	\$12,000,000	<ul style="list-style-type: none"> <li>• Balmoral Avenue Ramp</li> <li>• Disaster recovery</li> </ul>
<b>4 – 2013</b>	\$7,750,000	\$11,250,000	\$19,000,000	<ul style="list-style-type: none"> <li>• Illinois Route 47 Interchange</li> <li>• New lane controllers</li> <li>• New data loggers</li> <li>• New environment</li> <li>• Additional storage</li> </ul>
<b>5 – 2014</b>	\$270,000	\$11,707,895	\$11,977,895	<ul style="list-style-type: none"> <li>• I-294/I-57 Interchange</li> <li>• Test plaza</li> <li>• New test environments</li> <li>• Complex interface</li> </ul>
<b>6-month</b>	\$7,000,000	\$6,000,000	\$13,000,000	<ul style="list-style-type: none"> <li>• Data migration and testing</li> <li>• New antennas and readers</li> <li>• I-90 construction</li> <li>• EOWA construction</li> </ul>



# TRMMP – Proposed One-Year Contract

Renewal	Capital	M&O	Total	Key Items
One-Year	\$13,000,000	\$12,000,000	\$25,000,000	<ul style="list-style-type: none"><li>• Data migration and testing</li><li>• I-90 construction</li><li>• EOWA construction</li><li>• New cameras</li></ul>



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# Questions?