



Illinois Tollway 2020 Budget

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GOVERNMENT FINANCE OFFICERS ASSOCIATION

*Distinguished
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Illinois State Toll Highway Authority
Illinois

For the Fiscal Year Beginning

January 1, 2018

Christopher P. Morrill

Executive Director

The Government Finance Officers Association of the United States and Canada (GFOA) presented a Distinguished Budget Presentation Award to the Illinois State Toll Highway Authority for the Annual Budget beginning January 2019. In order to receive this award, a governmental unit must publish a budget document that meets program criteria as a policy document, operations guide, financial plan and communications device.

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Executive Letter





The Illinois Tollway
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To the Honorable Board Chair and Directors:

As Executive Director of the Illinois Tollway, I am pleased to deliver a balanced spending plan for fiscal year 2020 that demonstrates the Tollway's commitment to serving the transportation needs of Northern Illinois across the five roads that make up our 294-mile Tollway system.

The following 2020 Budget provides the roadmap that will guide us as we continue to reinvest the tolls we collect into infrastructure and technology necessary to support safe and convenient service for commuters and communities.

In 2020, we will reinvest more than 75 percent of the \$1.5 billion in revenue we collect in support of the roads, bridges and infrastructure that serve our 1.6 million daily drivers.

In addition, the 2020 Budget also provides for the investment of \$1.46 billion in capital spending funded from toll revenues and bond proceeds. This commitment will provide jobs and create opportunities for economic development as we do our part to maintain and improve our region's transportation network. By the end of 2020, the Illinois Tollway will have spent nearly 56 percent of its 15-year, \$14 billion *Move Illinois* capital program budget.

Funding for the ninth year of *Move Illinois* projects includes:

- Design and construction associated with the new I-490 Tollway and the new connection to O'Hare International Airport.
- Design and reconstruction of the Central Tri-State Tollway (I-294).
- Systemwide repairs on roadways, interchanges and bridges to keep our existing system in good repair.

To deliver the largest capital program in the agency's history and continue to enhance daily service to our customers, the Illinois Tollway remains dedicated to strong fiscal management of day-to-day operations. This 2020 Budget presents a responsible spending plan resulting from the agency's ongoing efforts to maximize efficiencies and to identify new ways to be good stewards of the public's money.

Thank you for your support and guidance as we work in cooperation with the greater transportation industry and a broad range of local interests to build better roads, integrate new technologies, support economic opportunities, further environmentally responsible initiatives and provide everyone access to benefit from our programs.

José Alvarez

A handwritten signature in black ink that reads "José R. Alvarez".

Executive Director

The Illinois Tollway is self-supported with revenue from tolls financing its annual maintenance and operations, capital improvements and debt service for the 294-mile Tollway system serving communities and drivers across 12 counties in Northern Illinois.

The 2020 Budget presented in this book outlines a balanced spending plan anticipating \$1.535 billion in revenues to fund the agency's Maintenance and Operations Budget and Capital Program needs for the fiscal year with the collective goal of enhancing the customer driving experience.

The 2020 Budget is consistent with the Tollway's long-term financial plan, accommodating an increase of 4.1 percent over the 2019 Budget for maintenance and operations to support growth in traffic and customer service activities. The 2020 Budget also provides for the investment of \$1.46 billion in capital spending funded from toll revenues and bond proceeds. Capital funds are allocated to fund the agency's 15-year capital program, *Move Illinois: The Illinois Tollway Driving the Future*.

At the completion of 2020, the Illinois Tollway will have about 56 percent of the \$14 billion *Move Illinois* Program budget, investing in projects that are addressing the needs of the existing Tollway system including rebuilding and widening the Jane Addams Memorial Tollway (I-90) as a state-of-the-art 21st century corridor and delivering the new Illinois Route 390 Tollway. Ongoing work includes reconstructing and delivering congestion relief to the Central Tri-State Tollway (I-294); completing the new interchange connecting the Tri-State Tollway (I-294) and I-57; building the new, all-electronic I-490 Tollway.

The 2020 Budget presents a responsible spending plan resulting from the agency's strong fiscal management of its day-to-day operations, as well as the implementation of the largest capital program in the agency's history.

In addition to investing toll dollars to maintain and improve infrastructure throughout the five roadways that make up the Tollway system, the Illinois Tollway is committed to investing in people and opportunities, as well as increasing diversity, to inspire creativity and drive innovation to ensure the Illinois Tollway's viability and effectiveness.

Building top-quality infrastructure, supporting transit and integrating technological advancements can only be accomplished with great people at the Tollway and the firms that support the agency.

In 2020, the Tollway will support a total budgeted headcount of 1,462 with payroll increase of 4.3 percent that includes wages, salaries, retirement contributions and cost of collective bargaining agreements. The Maintenance and Operations budget includes \$109.2 million for wages and salaries in 2020 and \$66.4 million for statutorily required retirement and Social Security contributions.



2020 BUDGET OVERVIEW

The Illinois Tollway's maintenance and operations are funded primarily by revenues from toll collection and evasion recovery, while toll revenues and proceeds from the issuance of revenue bonds are used to fund the expansion, reconstruction and improvement of the Tollway system.

The 2020 Budget is a balanced budget in which revenues provide sufficient resources for operating and maintenance expenses and commits more than 75 percent of revenues allocated to support infrastructure through debt service and deposits to the Renewal and Replacement and Improvement Accounts as provided in the Trust Indenture.

Revenues

In 2020 revenues are projected to total \$1.535 billion, an increase of 2.7 percent over the current 2019 estimate:

- \$1.5 billion of toll revenues and evasion recovery.
- \$10 million of concessions and miscellaneous revenues.
- \$30 million of investment income.

The 2020 Budget allocates \$1.535 billion of revenues as follows:

- \$380 million to fund maintenance and operations.
- \$450 million for debt service transfers.
- \$705 million for the 2020 Capital Program and capital investments (deposits to Renewal and Replacement and Improvement accounts).

Maintenance and Operations

Overall, the 2020 Budget includes \$380 million for maintenance and operations activities and services that focus on the Illinois Tollway's customers. This includes \$98.8 million in Business Systems to support and tolling and customer service, \$34.8 million in State Police for safety services, \$78.5 million in Engineering to support roadway maintenance and traffic operations, as well as \$24.1 million in Information Technology.

Capital Program

The Illinois Tollway will invest \$1.46 billion in 2020 for projects to build and repair roadways, bridges and interchanges and other capital investments across the 294-mile system, to fund the ninth year of the *Move Illinois* Program.

Budgeting for Results

The Illinois Tollway is committed to serving the transportation needs of Northern Illinois and its 1.6 million daily drivers. The Tollway's budget includes desired outcomes outlined in the Governor's Office of Management and Budget, Budgeting for Results. Desired outcomes include (i) increase employment and attract, retain and grow businesses, (ii) improve infrastructure and create safer communities, (iii) support basic functions of government and (iv) strengthen cultural and environmental vitality.

Increase Employment and Attract, Retain and Grow Businesses

The greatest value that the Illinois Tollway provides the communities it serves is access. Mobility is the lifeblood of new economic activity for communities fueling development, transport of goods and services and job growth. The Tollway is committed to investing in roadway infrastructure, technical assistance and workforce development that supports communities, businesses and workers by creating jobs and stimulating the local and state economies. The 2020 Budget includes:

- \$559.6 million to continue design and advance work for construction of the new I-490 Tollway

connecting with the Jane Addams Memorial Tollway (I-90) and the Central Tri-State Tollway (I-294) and for construction of the new I-490 Interchange providing western access to O'Hare International Airport.

- \$413.2 million of capital expenditures to continue with construction, design, utility and right-of-way activities to support planned reconstruction and congestion relief for the Central Tri-State Tollway (I-294).
- \$71.6 million of capital expenditures to advance continue roadway and ramp construction to complete the Tri-State Tollway (I-294)/I-57 Interchange.
- \$4.6 million in operating expenditures to support the Tollway's ConstructionWorks workforce development services and Technical Assistance Program to strengthen the capacity for underemployed workers and certified disadvantaged, minority- and women-owned business enterprise (D/M/WBE) firms, and small and veteran-owned businesses interested in competing for contracts with the Tollway.

Improve Infrastructure and Create Safer Communities

The Illinois Tollway is dedicated to providing and promoting a safe and efficient system of highways while ensuring the highest possible level of service to customers. The Tollway is investing in infrastructure, technology and services that help improve quality of life by saving drivers time and money and promoting safe travel. Examples of new enhancements for 2020 include:

- \$98.7 million in capital expenditures for ongoing bridge, pavement and facility maintenance along with infrastructure and safety improvements on the existing Tollway system.
- \$34.8 million in operating expenditures to fund the operations of the Illinois State Police District 15 assigned to patrol the Illinois Tollway System across 12 counties in Northern Illinois and provide comprehensive law enforcement services.
- \$4.5 million in capital expenditures for testing new technologies and services including connected vehicle equipment, weigh-in-motion systems, wrong-way driver and ramp queue detection systems to enhance mobility on the corridor and the Traffic and Incident Management System.

Support Basic Functions of Government

The Illinois Tollway continues to work to find new ways to increase transparency and accountability to its customers and the communities it serves. Operating more like a business than a government agency, the Tollway relies on toll revenue to fund operations, so the agency has adopted a customer-driven approach and is committed to understanding customers' needs and expectations. The 2020 Budget will provide:

- \$21.3 million in operating expenditures on toll collection systems to maintain and enhance tolling systems to operate efficiently for toll payers.
- \$34.2 million in capital investment to support customer service and tolling enhancements. Major areas of investments are;
 - \$10 million on hardware and software services to implement integrated technologies, including automatic vehicle identification, violation enforcement systems and remote monitoring of lane technology.
 - \$8 million to enable ongoing technology to meet evolving security demands, compliance and revenue enhancements.
 - \$3.5 million to upgrade security and performance on legacy software and hardware.
- \$455,000 to develop training and efficiencies to promote job growth and having an effective and efficient operations.

Strengthen Cultural and Environmental Vitality

The 2020 Budget makes investments to strengthen and preserve our natural, historic, and cultural resources to make Illinois a more attractive place for people to visit, live and work.

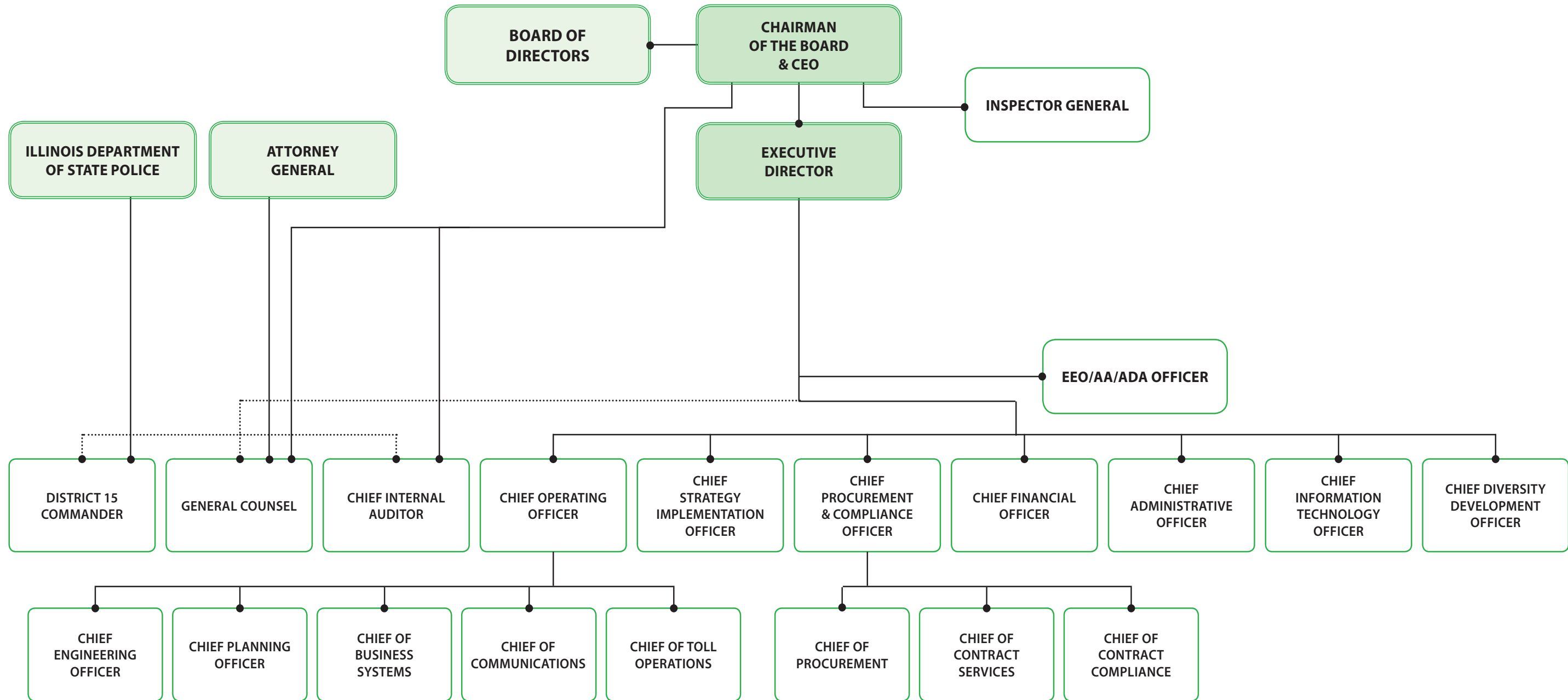
- \$85.5 million in capital expenditures to continue improvements to Tollway facilities systemwide in compliance with Leadership in Energy and Environmental Design (LEED) certified building standards, including construction of a new M-8 maintenance site on the Reagan Memorial Tollway, improvements at the Hillside (M-2) maintenance site on the Tri-State Tollway (I-294) and construction of central warehouse.
- \$9.2 million to support the planting trees, shrubs and other native plants as part of the Tollway's Landscape Master Plan and goal to plant 58,000 trees and shrubs systemwide.
- \$1.0 million to support university partnerships for materials and environmental research to improve Tollway construction and maintenance.

Conclusion

The Illinois Tollway's Budget for 2020 maintains the commitment to investments in people to enhance customer service and driver safety and the initiation of workforce development centers and technical assistance programs to ensure opportunities for minorities, women and veterans. With a balanced budget that includes \$380 million for maintenance and operations and \$1.46 billion for the capital program, the Tollway will have resources essential to continue implementation of the *Move Illinois* Program providing congestion relief and improved regional mobility critical to economic growth throughout the region.



ILLINOIS TOLLWAY TABLE OF ORGANIZATION



THE ILLINOIS TOLLWAY

The Illinois State Toll Highway Commission was created in 1953 under the Toll Highway Act (“Act”) as an instrumentality and administrative agency of the state of Illinois to provide for the construction, operation, regulation and maintenance of a system of toll highways within the state of Illinois. Under the Act, on April 1, 1968, the Tollway assumed all the obligations, powers, duties, functions and assets as the Illinois State Toll Highway Authority. The Act authorizes the issuance of revenue bonds for the purposes, among others, of financing expansions of the Tollway system and reconstruction of and improvements to the Tollway system and authorizes the issuance of refunding bonds for the purpose of refunding any bonds of the agency then outstanding at maturity or on any redemption date.

The Tollway is empowered to enter into contracts to: acquire, own, use, lease, operate and dispose of personal and real property, including rights-of-way, franchises and easements; establish and amend resolutions, by-laws, rules, regulations and to fix and revise tolls; acquire, construct, relocate, operate, regulate and maintain the Tollway system; exercise the power of eminent domain; and contract for services and supplies, including services and supplies for the various customer service areas on the Tollway system.

BOARD OF DIRECTORS

The Tollway is governed by an 11-member Board of Directors that includes the Governor of Illinois, *ex officio*, and the Secretary of the Illinois Department of Transportation, *ex officio*. Nine directors are appointed by the Governor, with the advice and consent of the Illinois Senate, from the State at large with a goal of maximizing representation from the areas served by the Tollway system. No more than five directors may be from the same political party. Of the directors appointed by the Governor, one is appointed by the Governor as Chairman of the Tollway Board of Directors. The current Chairman, Willard S. Evans, Jr., was initially appointed by Governor JB Pritzker as a Director and Chairman of the Tollway on February 28, 2019.

Name	Initial Appointment	Expiration of Current Term
Governor JB Pritzker, <i>ex officio</i>	N/A	N/A
Secretary of Transportation Omer Osman, <i>ex officio</i>	N/A	N/A
Willard S. Evans, Jr., Chairman	February 28, 2019	March 1, 2021
James Connolly	February 28, 2019	March 1, 2023
Stephen L. Davis	February 28, 2019	March 1, 2023
Alice Gallagher	February 28, 2019	March 1, 2021
Karen McConnaughay	February 28, 2019	March 1, 2021
Scott Paddock	February 28, 2019	March 1, 2021
Gary Perinar	February 28, 2019	March 1, 2021
James Sweeney	February 28, 2019	March 1, 2023
Vacant		

EXHIBIT 2

ORGANIZATIONAL STRUCTURE

The Tollway's organizational structure consists of 15 departments: Administration, Business Systems, Communications, Diversity and Strategic Development, Engineering, Executive Office and Directors, Finance, Information Technology, Office of the Inspector General, Internal Audit, Legal, Planning, Procurement, Illinois State Police District 15 and Toll Operations. The Chairman of the Board is the Chief Executive Officer and exercises general supervision over all powers, duties, obligations and functions of the Authority. The Executive Director manages the day-to-day operations of the Tollway. The commander of Illinois State Police District 15 also reports to the superintendent of the State Police, and the general counsel to the Tollway also reports to the Attorney General of the state of Illinois.

The **Administration** Department is responsible for the development and implementation of administrative policies and procedures and employee compliance.

The Department of **Business Systems** is responsible for overseeing the electronic tolling system, collecting toll revenue and assessing and collecting fines and penalties from toll violators. The department's responsibilities also include customer service functions associated electronic toll collection and evasion recovery.

The **Communications** Department is responsible for external and internal communications between the Tollway and its constituents, including customers, news media, elected and appointed officials, the general public and employees.

The **Diversity and Strategic Development** Department is responsible for promoting, developing and implementing a comprehensive diversity program on behalf of the Tollway to ensure inclusion and equal opportunity for small and veteran-owned businesses and disadvantaged, minority- and women-owned business enterprise (D/M/WBE) firms in construction and engineering contracts and the supply of other goods and services.

The **Engineering** Department is responsible for the design, construction and maintenance of the Tollway System. It also coordinates with community groups, government agencies and planning organizations on transportation and land-use policies.

The **Executive Office and Directors** manage Tollway affairs consistent with the Act.

The **Finance** Department is responsible for general accounting, budgeting, treasury functions, financial reporting, accounts payable, toll revenue audit, payroll, risk management and debt management.

The **Information Technology** Department is responsible for planning, directing and controlling information technologies and telecommunications throughout the Tollway.

The **Office of the Inspector General** is responsible for investigating allegations of waste, fraud, abuse, corruption, misconduct and mismanagement in the day-to-day operations of the Tollway.

The **Internal Audit** Department recommends policies and procedures to ensure that Tollway Board members, employees, and contractors and/or vendors adhere to state and federal laws and internal rules and regulations.

The **Legal** Department is a bureau of the Office of the Attorney General of the State of Illinois and is, by law, the legal advisor and attorney for the Tollway.

The **Planning** Department is responsible for strategic programming and planning, intergovernmental agreements, environmental and landscaping, legislation and policy, community relations, property management, geographic information system (GIS) and geometrics.

The **Procurement** Department is responsible for agency-wide procurement for all goods, services, construction, and all professional services including engineering and design. In addition, the procurement department will ensure all contracts are in compliance with stated goals, deliverables and obligations.

Illinois State Police District 15 is one of 21 districts of the Illinois State Police and is responsible for providing comprehensive law enforcement services. District 15 serves the entire Tollway system. Officers assigned to District 15 patrol the Tollway System to enforce speed limits and traffic laws, assist disabled motorists and provide special details for operations, such as overweight vehicle enforcement.

The **Toll Operations** Department is responsible for providing the necessary resources and services to maintain the Tollway's toll operations, as well as managing the collection and counting of tolls. Toll Operations oversees the day-to-day maintenance and upkeep of the Tollway's facilities systemwide.

CHANGES TO ORGANIZATIONAL STRUCTURE

Tollway's organizational structure is currently being evaluated to better align personnel with functions and these changes will be implemented in 2020. The departments are expected to stay as listed above but personnel will be transferred between departments that are shown on page 7. The overall M&O budget will stay the same but department totals will change.

THE TOLLWAY SYSTEM

The Tollway system presently consists of approximately 294 miles of limited-access highway in 12 counties in Northern Illinois and is an integral part of the expressway system in Northern Illinois and the U.S. Interstate Highway System.

Since beginning operations in 1958, the Tollway system has served an important role in the development of the Northern Illinois economy. During its initial operation, the Tollway system permitted rapid interstate travel between Northern Illinois, Indiana and Wisconsin. As the suburban areas surrounding Chicago expanded throughout the 1960s and 1970s, the Tollway system evolved into primarily a commuter travel system, serving suburban Chicago and O'Hare International Airport. At the present time, the five roadways that compose the Tollway system (see "Routes") serve, among other areas, suburban Cook County and the Chicago-area collar counties, which together represent one of the fastest-growing areas in Illinois in terms of population and employment.

ROUTES

The Tollway system is currently made up of five tollways: the Jane Addams Memorial (I-90), the Tri-State (I-94/I-294/I-80), the Veterans Memorial (I-355), the Reagan Memorial (I-88) and the Illinois Route 390 Tollways.

The Jane Addams Memorial Tollway (I-90), constituting a portion of Interstate 90, is a 76-mile roadway. The Jane Addams Memorial Tollway begins east of the intersection of the Kennedy Expressway from downtown Chicago and the Tri-State Tollway in the vicinity of O'Hare International Airport and extends to the west, crossing the Fox River just north of Elgin, Illinois. From there, it runs northwesterly to Rockford, Illinois, and then northerly to a point near the Illinois-Wisconsin border, where it feeds into the Wisconsin portion of I-90 leading to Madison, Wisconsin.

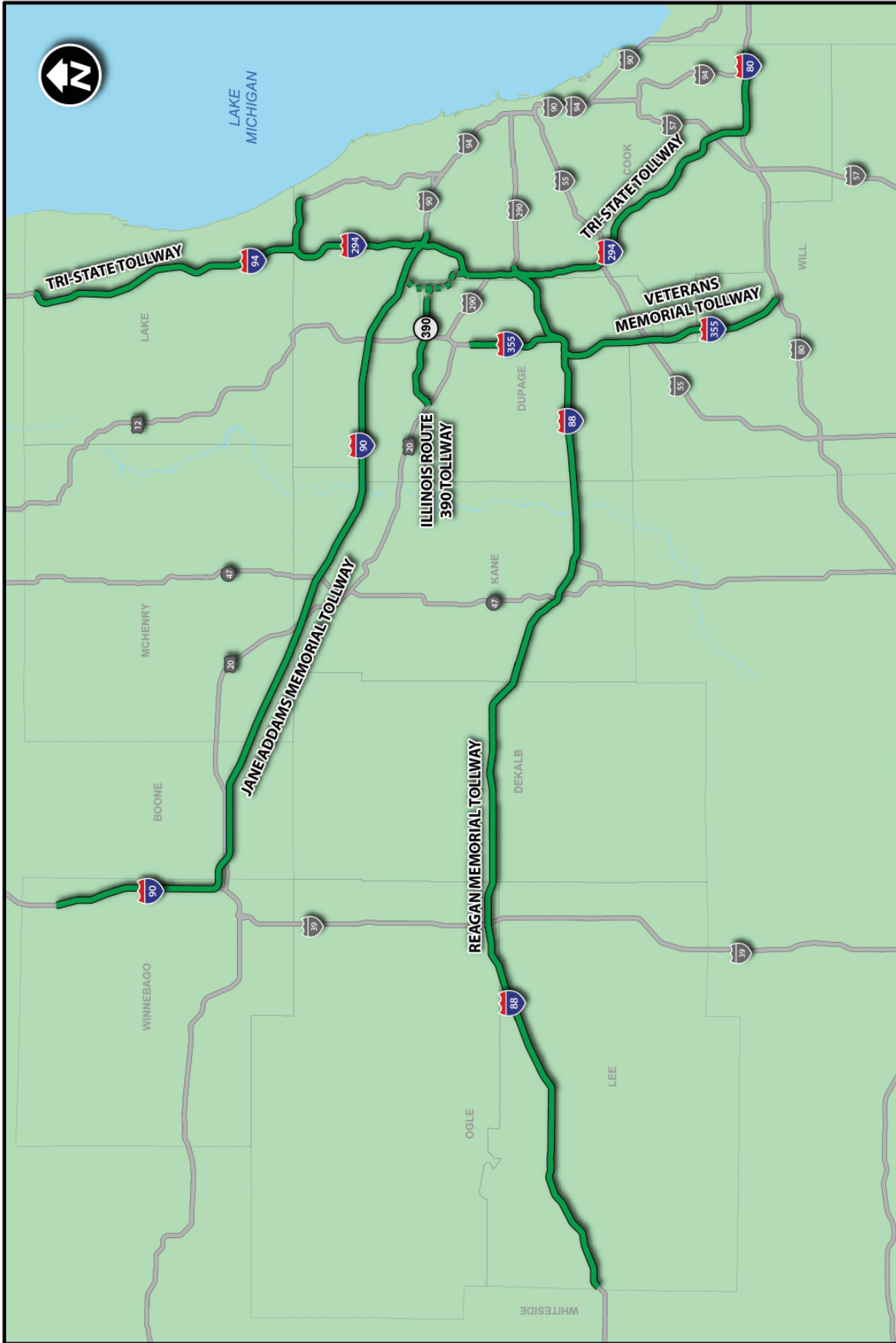
The Tri-State Tollway (I-94/I-294/I-80), constituting portions of Interstates 94, 294 and 80 and including the 5-mile Edens Spur, is an 84-mile beltway around the Chicago metropolitan area. It extends from

a point near the Indiana state line where it intersects with the Bishop Ford Freeway and the Kingery Expressway to a point near the Illinois-Wisconsin border, where it connects with U.S. Route 41 and I-94 from Milwaukee. The Tri-State also connects with the Reagan Memorial Tollway (I-88), the Eisenhower Expressway, the Jane Addams Memorial Tollway (I-90), the Kennedy Expressway (I-90/I-94) and the Stevenson Expressway (I-55). From its southern terminus, the Tri-State Tollway has a direct connection to the Indiana Toll Road via the Kingery Expressway and I-80. The Tri-State Tollway is the most traveled Tollway in the system, accounting for approximately 44 percent of the Tollway system's volume.

The Veterans Memorial Tollway (I-355) is a 30-mile highway generally paralleling Illinois Route 53 in DuPage and Will counties between approximately the intersection of Army Trail Road and I-290 in Addison on the north and I-80 near Joliet on the south. The Veterans Memorial Tollway opened in December 1989. On November 12, 2007, a 12.5-mile south extension of the Veterans Memorial Tollway through Will County from I-55 to I-80 opened, increasing the length of the Veterans Memorial Tollway to 30 miles.

The Reagan Memorial Tollway (I-88), constituting a portion of Interstate covers 96.5 miles and begins east of the junction of the Tri-State Tollway (I-294) and the Eisenhower Expressway and runs west, ending at U.S. Route 30 in the Sterling/Rock Falls area. From U.S. Route 30, I-88 is a toll-free facility connecting to I-80 and the Quad Cities.

The Illinois Route 390 Tollway, tolling of the initial 6.5 mile segment of Illinois Route 390 from U.S. Route 20 (Lake Street) to I-290 began in July 2016, and tolling on the 3.5-mile segment from I-290 to Illinois Route 83 began on November 1, 2017. Remaining construction includes the interchange that will connect the Illinois Route 390 Tollway to a new I-490 Tollway to be constructed around the western border of O'Hare International Airport linking the Jane Addams Memorial Tollway (I-90) and the Tri-State Tollway (I-294).



Illinois Tollway System



REVENUE SOURCES AND UNDERLYING ASSUMPTIONS

The Illinois Tollway is a non-appropriated agency of the state of Illinois. The Tollway is self-supporting, depending on the revenues derived from operations and proceeds from the issuance of revenue bonds. These funds are used to support maintenance and operations, debt service and reconstruction of and improvements to the Tollway system.

REVENUES

For budgetary purposes, the Tollway classifies revenues into three categories: toll revenues and evasion recovery, investment income and concessions and miscellaneous. The revenues generated from toll collection and evasion recovery include tolls, fines and fees collected through the violation enforcement system.

On November 20, 2008, the Illinois Tollway Board of Directors approved a toll adjustment to commercial vehicle toll rates by phasing in a 60 percent increase (including tiers for small, medium and large trucks) beginning January 2015. The scheduled increase became effective as follows:

- January 1, 2015 - commercial rates increased to 40 percent above the 2014 rates
- January 1, 2016 - commercial rates increased to 50 percent above the 2014 rates
- January 1, 2017 - commercial rates increased to 60 percent above the 2014 rates
- January 1, 2018 and beyond - commercial rates also include an annual cost of living inflator

Total revenues for 2020 are projected to total \$1,535 million, an increase of \$40 million, or 2.7 percent above the current estimate for 2019.

Toll revenues and evasion recovery are estimated to total \$1,450 million in 2019 and are projected to total \$1,495 million in 2020. Of the Tollway's total revenues, toll evasion recovery revenues are expected to generate approximately \$83 million in 2019 and \$75 million in 2020. Projection for investment income is \$35 million for 2019 and \$30 million for 2020. In addition, concessions and miscellaneous revenues are expected to generate \$10 million in 2019 and \$10 million in 2020.

SOURCES OF REVENUES (\$ MILLIONS)

	FY 2016 Actual	FY 2017 Actual	FY 2018 Actual	FY 2019 Budget	FY 2019 Estimates	FY 2020 Projections
Toll Revenues and Evasion Recovery	\$1,281	\$1,375	\$1,412	\$1,470	\$1,450	\$1,495
Investment Income	7	14	34	30	35	30
Concessions and Miscellaneous Revenues	11	13	12	10	10	10
Revenues Total	\$1,299	\$1,402	\$1,458	\$1,510	\$1,495	\$1,535

Totals may not add due to rounding.

EXHIBIT 4

TOLL REVENUE ESTIMATES

Revenues are defined per the Amended and Restated Trust Indenture as (i) all tolls, fees, charges, rents and other income and receipts derived from the operation of the Tollway system, (ii) proceeds of any use and occupancy insurance relating to the Tollway system and of any other insurance that insures against loss of revenues, (iii) investment income from any moneys or securities held in funds, accounts or sub-accounts established under the Indenture other than the Construction Fund and (iv) amounts transferred from the Construction Fund to the Revenue Fund and transfers to the Trustee by the Tollway from the System Reserve Account. Revenues exclude state and federal grants and appropriations, loan proceeds, gifts or donations of any kind, transfers, if any, to the Tollway as permitted under any Escrow Agreement and receipts not related to the Tollway's performance of its obligations under the Indenture or to the operations of the Tollway system. The 2018 revenue and 2019 budget estimates include a video tolling fee approved by the Board in 2017 and effective on February 1, 2018.

In October of each year, the Illinois Tollway's independent traffic engineer, CDM Smith, provides expected toll revenue estimates for the budget process. An estimate is provided for the current year by using actual data for the first eight months and estimates for the last four months of the year. A month-by-month estimate of toll revenues for the following year is also provided.

Short-term forecasts are based on several key variables. Initially, CDM Smith reviews recent trends in the context of historical averages. This includes a review of actual transaction trends by plaza, direction, month, vehicle classification and payment type. Any variation from the prevailing trends is noted and, where possible, attributed to a particular event or ongoing condition. This includes analysis of factors such as construction both on and off of the Tollway system, weather-related events, land-use developments and any other externality that may have impacted recent performance. By understanding when and where these variances occur, CDM Smith can better estimate how similar events may have an impact on Tollway performance in the future.

Following a thorough review of recent performance, factors that will affect transactions in the coming months and following year are considered. Information addressing scheduled construction, both on and off the system; system improvements, including added capacity or new interchanges; planned developments; and near-term economic trends are analyzed for potential impacts on transactions and toll revenues. A combination of observed historical transaction trends and factors that will affect future transactions are used to make monthly transaction estimates by plaza, direction, month, vehicle classification and payment type.

Once the monthly transaction estimates are finalized, they are converted into expected toll revenue estimates at each plaza by applying the corresponding toll rate to the number of transactions in each transaction category. The revenue estimates for the year are the sum of all the monthly revenues by plaza. CDM Smith has estimated \$1,457.1 million total toll revenues in 2019 and \$1,515.8 million for 2020. Estimates are expected revenues and do not include the effects of overpayments, underpayments or toll evasion. Please refer to CDM Smith's Toll Revenue Certificate in the appendix for more information.

ADJUSTMENTS TO TOLL REVENUE ESTIMATES

The expected revenues provided by the Tollway's independent traffic engineer represent the revenues that would be collected if every vehicle paid the published toll based on vehicle class, time of day and payment type. The expected revenues do not account for overpayments, underpayments, exemptions or revenues lost due to toll avoidance.

EVASION RECOVERY

Expected revenues provided by the traffic engineer do not account for the fines collected from violations through the toll violation enforcement process. Amounts of revenues reported in the Tollway's annual budget, quarterly statements and annual financial reports include proceeds from toll violation enforcement.

Public Act 94-0636 allows the Tollway to implement a toll violation enforcement system (VES) to collect violations. Using VES, the Tollway captures images of the license plates of vehicles that pass through lanes without paying the full toll either by I-PASS or cash. This system takes multiple images of vehicles' license plates when violations occur. Customers without I-PASS accounts are provided seven days to pay missed tolls. First notices for violators include a \$20 fine and the cash toll for each unpaid toll. The fines increase by \$50 per violation if notices are ignored and can lead to suspension of license plates and drivers licenses. Lower fines of \$10 for the first notice and \$25 for the second are issued to violators on Illinois Route 390 Tollway. Fines are dismissed within appropriate time frames for I-PASS customers who have valid accounts, when such customers have received notices due to incorrect account information, transponder problems or other similar issues with the collection and application of the electronic toll.

OTHER INCOME:

Investment Income

Investment income represents gains and losses on sales of investments, as well as interest income on Tollway funds, I-PASS cash escrow accounts and accounts held by the Bond Trustee.

Concessions and Miscellaneous Revenues

Concessions revenues are generated from Tollway oases, where third-party vendors provide fuel, food and other conveniences to Tollway customers. Miscellaneous income includes revenues from Highway Emergency Lane Patrol (H.E.L.P.) truck sponsorship, overweight truck fines, rental and easement income, tower co-location fees, rental income, fiber-optic lines, transponder fees, insufficient I-PASS fees, finance charges, scrap material sales and other miscellaneous receipts.

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FUND AND ACCOUNT DESCRIPTIONS

The Amended and Restated Trust Indenture effective March 31, 1999, (the “Indenture”) is an agreement between the Tollway and Trustee (as fiduciary for bondholders) that pledges the Tollway’s Net Revenues and amounts on deposit in certain funds and accounts to secure payment on senior bonds issued by the Tollway. The Indenture establishes two funds, the Revenue Fund and Construction Fund. Revenues are deposited to the Revenue Fund, and net bond proceeds (other than proceeds of bonds issued for refinancing purposes) and any investment earnings thereon are deposited to the Construction Fund.

REVENUE FUND

Within the Revenue Fund, the Indenture establishes the following accounts: Maintenance and Operations, Debt Service, Debt Reserve, Junior Bond (none currently), Termination Payment, Renewal and Replacement, Improvement, and System Reserve. There are sub-accounts within each of the Maintenance and Operations Account and Debt Service Account.

In accordance with the Indenture, the Tollway delivers all revenues (other than investment income) within five business days to the Treasurer of the state of Illinois (the “Treasurer”) for deposit in the Revenue Fund with one or more depositories selected by the Treasurer. On or before the 20th day of each month, the Treasurer, at the direction of the Tollway, transfers or applies the balance in the Revenue Fund not previously transferred or applied in the following order of priority:

- First, to the Operating Sub-Account of the Maintenance and Operations Account;
- Second, to the Operating Reserve Sub-Account of the Maintenance and Operations Account;
- Third, to the Interest Sub-Account, Principal Sub-Account, and Redemption Sub-Account Payment, in that order of priority, of the Debt Service Account;
- Fourth, to the Provider Payment Sub-Account of the Debt Service Account;
- Fifth, to the Debt Reserve Account;
- Sixth, to any Junior Bond Accounts (if any);
- Seventh, to the Termination Payment Account;
- Eighth, to the Renewal and Replacement Account;
- Ninth, to the Improvement Account; and
- Tenth, to the System Reserve Account.

Overview of Flow of Funds

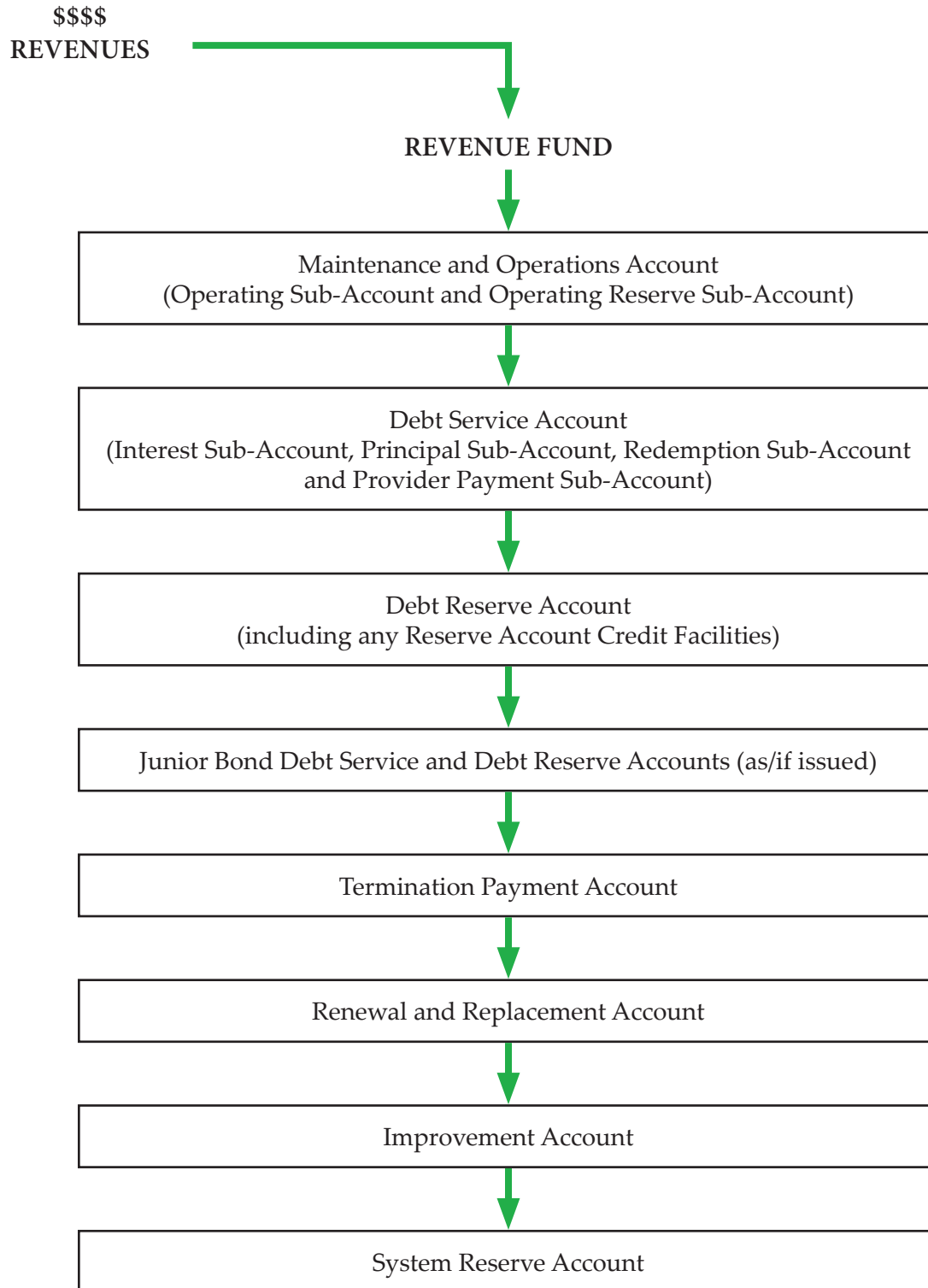


EXHIBIT 5

MAINTENANCE AND OPERATIONS ACCOUNT

The Maintenance and Operations Account consists of the Operating Sub-Account and the Operating Reserve Sub-Account.

Revenues are allocated to the Operating Sub-Account to cover operating expenses budgeted for the current fiscal year. One-twelfth of budgeted operating expenses are allocated to the Operating Sub-Account each month, to be applied to operating expenses at the direction of the Tollway.

Revenues are next allocated to the Operating Reserve Sub-Account in an amount, if any, specified by the Tollway, provided that this account's balance may not exceed 30 percent of the current fiscal year's budget for operating expenses. Monies allocated to the Operating Reserve Sub-Account provide a reserve to be withdrawn if monies allocated to the Operating Sub-Account are insufficient to pay operating expenses. If the Tollway determines that the amount in the Operating Reserve Sub-Account exceeds the amount deemed necessary, the excess will be applied as revenues.

DEBT SERVICE ACCOUNT, DEBT RESERVE ACCOUNT AND TERMINATION PAYMENT ACCOUNT

The Debt Service Account, established for the Tollway's senior bonds and required to be held by the Trustee, consists of the Interest Sub-Account, the Principal Sub-Account, the Redemption Sub-Account and the Provider Payment Sub-Account. After each month's allocation of revenues to the Operating Sub-Account and, if applicable, the Operating Reserve Sub-Account, revenues are next deposited to the Debt Service Account to cover senior bonds' interest, principal, sinking fund installments and costs/reimbursements, except for termination costs, of credit enhancements or qualified hedge agreements for senior bonds.

Revenues are next deposited to the Debt Reserve Account as/if necessary to meet the debt reserve requirement (maximum annual debt service) and to make any required reimbursements to providers of Reserve Account Credit Facilities.

Revenues are next deposited, as/if applicable, to any debt service or debt reserve requirements of junior bonds. To date the Tollway has never issued junior bonds.

Revenues are next deposited to the Termination Payment Account, established in the seventh supplemental Indenture dated as of June 1, 2005, as/if necessary to pay costs of terminating credit enhancement or qualified hedge agreements.

RENEWAL AND REPLACEMENT ACCOUNT

Revenues are next allocated to the Renewal and Replacement Account in an amount as set forth in the annual budget and based on the recommendation of the Consulting Engineer.

IMPROVEMENT ACCOUNT

At the direction of the Tollway, amounts are then applied to the Improvement Account for allocation to Improvement projects until the balance in the Account is equal to the Improvement Requirement.

SYSTEM RESERVE ACCOUNT

The balance in the Revenue Fund is deposited to the credit of the System Reserve Account to provide for deficiencies in any other account or sub-account. If all accounts have sufficient funds, System Reserve Account funds can be used to pay off debt, fund construction projects, make improvements or for any other lawful Tollway purpose.

CONSTRUCTION FUND

The Construction Fund is held as a separate segregated fund. The Construction Fund receives funds from the sale of bonds and the investment of bond proceeds. No toll revenues are deposited in this fund unless via transfer from the System Reserve Account. The treasurer may deposit any such separate, segregated accounts within the Construction Fund with the bond trustee, pursuant to the provisions of a Supplemental Indenture.

Fiscal Year 2018-2020
Statement of Revenues/Expenditures/Transfers and
Changes in Accounts and Fund Balances
(\$ millions)

ACCOUNTS/ FUNDS	2018 Actual	2019 Estimate	2020 Budget	2019 to 2020 % Change
<u>Maintenance and Operations Account (1)</u>				
Beginning Balance	\$44.2	\$43.8	\$27.4	
Transfer from Revenue Fund to Operating Sub-Account	336.0	349.0	380.2	
Expenditures	(336.4)	(365.4)	(380.2)	
Ending Balance (1)	\$43.8	\$27.4	\$27.4	0.0%
<u>Debt Service Account</u>				
Beginning Balance	\$45.3	\$63.6	\$61.9	
Transfer from Revenue Fund (2)	420.2	409.5	449.6	
Federal Subsidy for Build America Bonds	15.2	13.6	13.5	
Bonds Retired	(113.2)	(118.8)	(132.5)	
Interest Expense	(298.7)	(303.1)	(323.5)	
Other Financing Costs (3)	(5.2)	(2.9)	(3.0)	
Ending Balance	\$63.6	\$61.9	\$66.1	6.7%
<u>Renewal and Replacement Account</u>				
Beginning Balance	\$415.2	\$262.5	\$268.8	
Transfer from Revenue Fund (2)	425.9	420.0	240.0	
Transfer from Construction Fund	0.0	150.6	0.0	
Expenditures (4)	(578.7)	(564.3)	(327.4)	
Ending Balance	\$262.5	\$268.8	\$181.4	(32.5%)
<u>Improvement Account</u>				
Beginning Balance	\$549.6	\$483.4	\$468.3	
Transfer from Revenue Fund (2)	284.9	312.3	465.2	
Transfer from Construction Fund	0.1	187.0	513.1	
Expenditures (4)	(346.2)	(514.4)	(1,134.1)	
Adjustment of prior year allocations (6)	(5.0)	-	-	
Ending Balance	\$483.4	\$468.3	\$312.5	(33.3%)
<u>Construction Fund</u>				
Beginning Balance	\$0.1	\$0.0	\$0.0	
Bond Proceeds (5)	0.0	336.2	513.1	
Investment Income	0.0	1.4	0.0	
Transfers to Renewal/Replacement and Improvement Account	(0.1)	(337.6)	(513.1)	
Ending Balance	\$0.0	\$0.0	\$0.0	0.0%

(1) The balance in the Maintenance and Operations Account includes \$27.4 million in operating reserves.

(2) Transfers in 2018 / 2019 include allocations of investment income. 2018 transfers to the Debt Service Account include \$7.1 million from excess funds in the Debt Reserve Account.

(3) Other Financing Costs include bond-related costs other than debt service, costs related to refundings and accounting adjustments.

(4) 2018 expenditures and 2019 estimated expenditures reflect cost recoveries of (\$7.3) million and (\$0.7) million, respectively, pursuant to intergovernmental agreements (IGA).

(5) Bond Proceeds are net of issuance costs and Debt Reserve Account deposits.

(6) This adjustment reallocated \$5.0 million from the Improvement Account to the unallocated portion of the Revenue Fund.

Totals may not add due to rounding.

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BUDGET SUMMARIES

FISCAL YEAR 2020 BUDGETED REVENUES AND EXPENDITURES

The Illinois Tollway is a self-supporting entity depending on revenue derived from Tollway operations for its support. Unlike other state of Illinois agencies whose budgets are appropriated and approved by the state legislature, the Tollway receives no appropriations from the state of Illinois and the annual budget is approved by the Tollway Board of Directors.

Capital program costs are funded through allocations of current revenue, monies on deposit in the Renewal and Replacement Account and the Improvement Account and proceeds from the sale of bonds.

Revenues

Toll Revenue and Evasion Recovery	\$1,495 million	Collections via cash, I-PASS or recovery of violation payments
Investment Income	\$30 million	Interest income on Tollway funds and I-PASS cash escrow accounts
Concessions and Miscellaneous	\$10 million	Revenue from overweight trucks, fines, rental of assets for fiber optics, license fees, oases, fuel, food and retail sales
Total Revenues	\$1,535 million	

Operating Expenses and Debt Service

Maintenance and Operations	\$380 million	Related to toll collections, roadway maintenance, traffic control, safety, insurance and administration
Debt Service	\$450 million	Principal and interest payments and other financing costs
Total Operating and Debt Service Expenditures	\$830 million	

Capital Program Expenditures	\$1,462 million	Capital expenditures for systemwide maintenance, reconstruction and expansion
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EXHIBIT 7



**Sources of Revenue
FY 2019 – FY 2020
(\$ millions)**

	FY 2019 Budget	FY 2019 Estimates	FY 2020 Projections
Toll Revenues and Evasion Recovery	\$1,470	\$1,450	\$1,495
Investment Income	30	35	30
Concessions and Miscellaneous Revenues	10	10	10
Revenues Total	\$1,510	\$1,495	\$1,535

Totals may not add due to rounding.

EXHIBIT 8

**Projected Sources of Revenues
Fiscal Year 2020
\$1,535 Million**

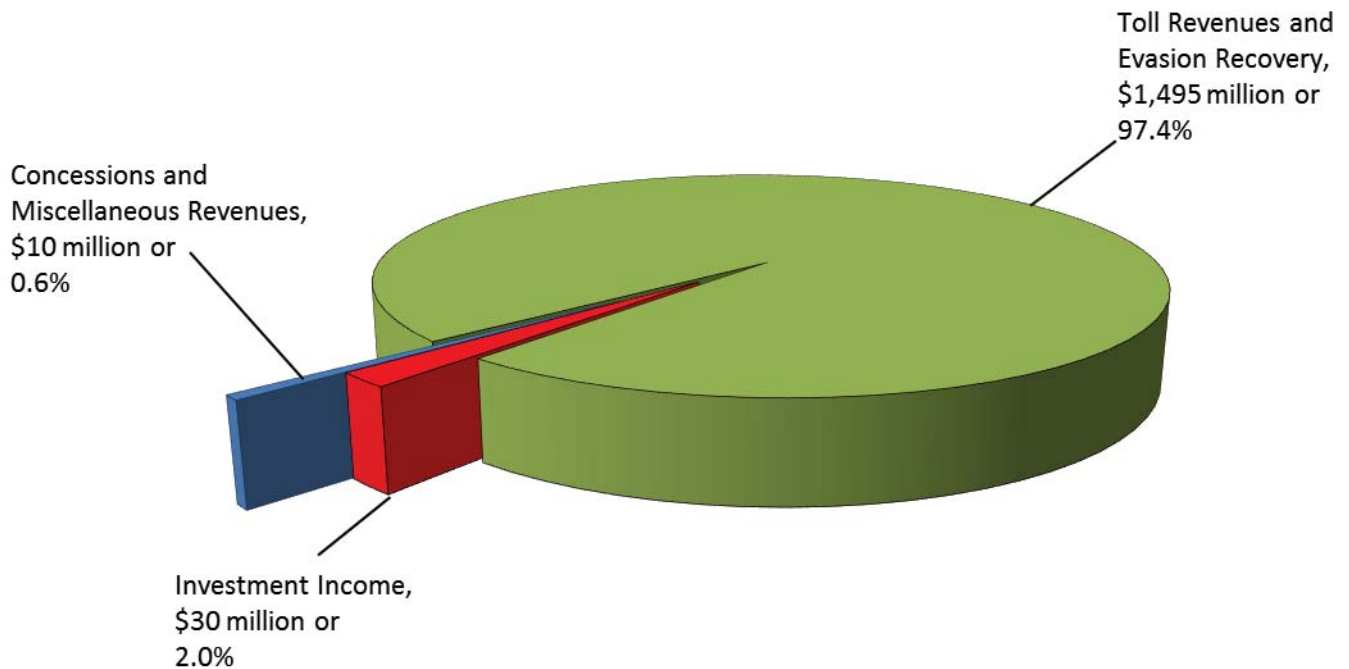


EXHIBIT 9

**Allocations of Revenue
FY 2019 – FY 2020
(\$ millions)**

	FY 2019 Budget	FY 2019 Estimates	FY 2020 Projections
Maintenance and Operations	\$365	\$349	\$380
Debt Service and Reserve	441	414	450
Deposits to Renewal and Replacement and Improvement	704	732	705
Allocations Total	\$1,510	\$1,495	\$1,535

Totals may not add due to rounding.

Renewal and Replacement and Improvement are Capital Accounts used for preservation, rehabilitation, construction, reconstruction or extension of the system and investment in equipment.

EXHIBIT 10

**Projected Allocations of Revenue
Fiscal Year 2020
\$1,535 Million**

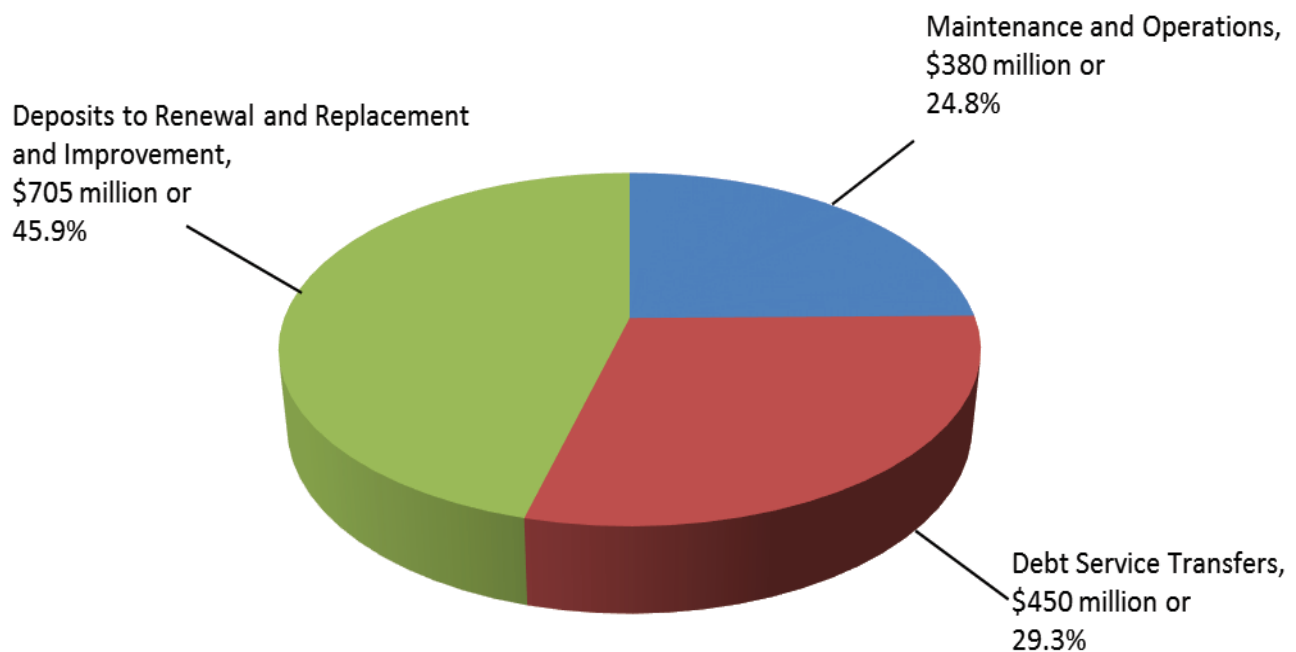


EXHIBIT 11

**Projected Capital Program Expenditures
Fiscal Year 2020
\$1,462 Million**

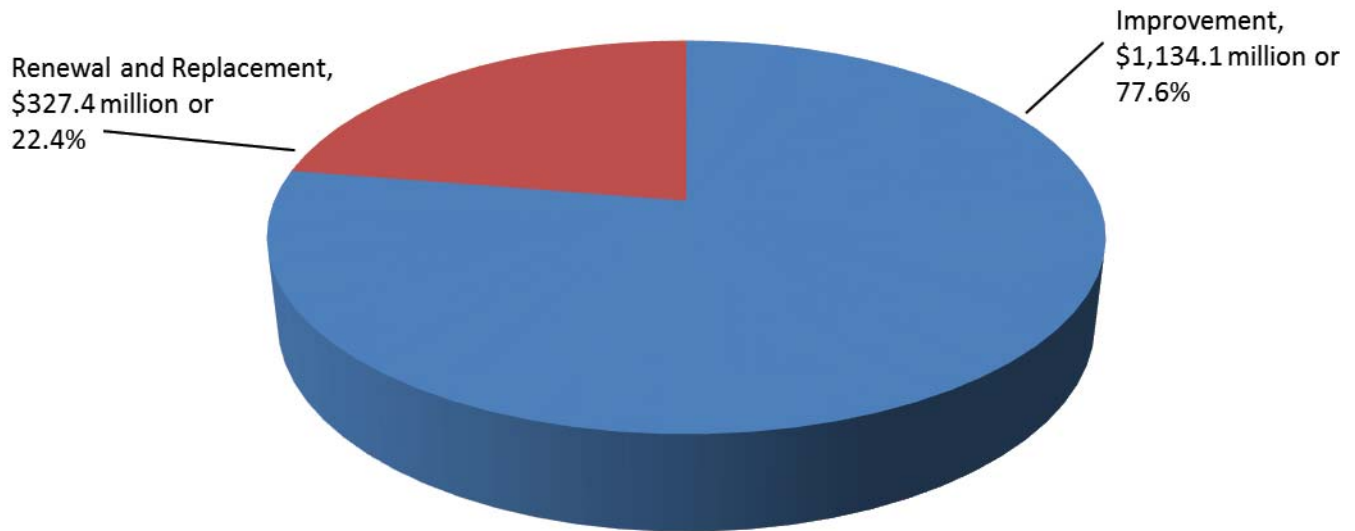


EXHIBIT 12

Capital Program costs are funded through allocations of current revenue, monies on deposit in the Renewal and Replacement account and the Improvement Account and proceeds from the sale of the bonds.

FY 2020 Requested Headcount

Department	2017 Budget	2018 Budget	2019 Budget	2020 Request	Change From 2019 Budget
Administration	38	33	31	31	-
Business Systems	61	61	61	73	12
Communications	12	11	11	11	-
Diversity and Strategic Development	8	8	8	8	-
Engineering	589	586	604	604	-
Executive Office and Directors	8	11	11	11	-
Finance	56	56	62	65	3
Illinois State Police	18	16	16	16	-
Information Technology	55	47	46	48	2
Internal Audit	8	5	5	6	1
Legal	12	11	11	11	-
Office of the Inspector General	6	6	8	8	-
Planning	26	26	26	26	-
Procurement	58	58	63	66	3
Toll Operations	598	563	505	478	(27)
Total Headcount	1,553	1,498	1,468	1,462	(6)

EXHIBIT 13

HEADCOUNT SUMMARY

In order to support the Tollway's goal to service customers, businesses and communities, as well as, operate an efficient system of roadways, the Tollway continues to review headcount, positions, titles and functions for each department. For the 2020 Budget, the Tollway added a total of 21 positions in the following departments; Business Systems, Finance, Information Technology, Internal Audit, and Procurement. The Tollway was able to identify vacant positions to eliminate while continuing to maintain efficiencies in operations. In Toll Operations, a total of 27 positions were eliminated. The headcount for the 2020 Budget will have a net decrease of 6 positions.

**FY 2020 Maintenance and Operations Budget
By Category
(\$ thousands)**

Category	2018 Actual Expenditures	2019 Budget	2020 Budget Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$105,507	\$105,718	\$109,182	\$3,464	
FICA and Retirement	58,946	62,570	66,377	3,807	
Group Insurance	36,496	39,416	35,800	(3,616)	
All Other Insurance	7,313	11,626	11,587	(39)	
Credit Card Fees and Bank Charges	27,525	30,335	33,050	2,715	
All Other Contractual Services	56,116	66,734	68,156	1,422	
Equipment/ Office Rental/ Maintenance	24,746	27,215	31,172	3,956	
Parts and Fuels	7,206	6,789	6,669	(120)	
Utilities	7,927	8,528	8,658	131	
Operational Materials and Supplies	6,205	7,621	10,168	2,547	
Other Miscellaneous Expenses	847	1,071	1,734	662	
Recovery of Expenses	(2,474)	(2,251)	(2,305)	(55)	
Total M and O Expenditures	\$336,361	\$365,374	\$380,248	\$14,874	4.1%

Totals may not add due to rounding.

EXHIBIT 14

**FY 2020 Maintenance and Operations Budget
By Major Account**

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Budget Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$105,507,347	\$105,718,264	\$109,182,338	\$3,464,075	
FICA and Retirement	58,945,666	62,570,459	\$66,377,019	3,806,559	
Payroll Sub-Total	\$164,453,013	\$168,288,723	\$175,559,357	\$7,270,634	4.3%
Outside Services	42,537,132	47,096,506	44,691,441	(2,405,065)	
Employee Group Insurance	36,496,173	39,416,468	35,800,000	(3,616,468)	
Bank Charges	27,525,252	30,335,000	33,050,000	2,715,000	
Office Equipment-Maintenance	24,346,854	26,785,589	30,742,136	3,956,547	
Consulting Services	7,891,236	12,979,706	15,880,332	2,900,626	
Worker's Compensation Insurance	4,970,862	8,025,985	7,979,000	(46,985)	
Materials - Operational	4,736,442	5,104,354	7,208,394	2,104,040	
Contracted Maintenance Service	5,306,327	6,201,600	7,107,600	906,000	
Utilities	4,839,653	5,100,500	5,100,500	-	
Property Insurance	2,342,554	3,600,000	3,607,790	7,790	
Telephone	3,087,348	3,427,254	3,557,977	130,723	
Fuels and Oils	3,981,845	3,500,900	3,300,900	(200,000)	
Replacement Parts	3,137,691	3,110,269	3,191,151	80,882	
Supplies - Operational	893,480	1,345,950	1,444,175	98,225	
Supplies - Office	333,577	578,050	632,550	54,500	
Uniforms and Accessories	294,281	440,360	533,760	93,400	
Dues, Books and Subscriptions	265,400	320,944	521,075	200,131	
Employee Training	124,585	181,866	454,860	272,994	
Office/Equipment Rentals	398,810	429,864	429,364	(500)	
Police Capital Equipment	35,421	175,000	400,000	225,000	
Travel	162,796	127,980	223,925	95,945	
Armored Truck Service	186,624	200,000	200,000	-	
Tools and Equipment	86,543	177,442	176,742	(700)	
Postage and Express	103,887	85,375	128,600	43,225	
Other Capital Equipment	-	12,500	96,000	83,500	
Building Equipment	12,442	86,282	87,282	1,000	
Advertising and Promotion	45,072	83,028	84,028	1,000	
Employment Medical Expense	74,288	55,000	75,000	20,000	
Printing and Publications	37,288	67,825	67,425	(400)	
Roadway Equipment	14,622	54,269	54,267	(2)	
Office Equipment	26,156	124,100	53,400	(70,700)	
Other Expenses	45,210	50,350	53,000	2,650	
Bond Trustee	38,436	50,000	50,000	-	

**FY 2020 Maintenance and Operations Budget
By Major Account (continued)**

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Budget Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Diversity Programs and Outreach	4,033	5,000	10,500	5,500	
Other Operating Sub-Total	\$174,382,322	\$199,335,316	\$206,993,175	\$7,657,859	3.8%
Recovery of Expenses	(2,474,004)	(2,250,500)	(2,305,000)	(54,500)	
AUTHORITY TOTAL	\$336,361,331	\$365,373,539	\$380,247,532	\$14,873,993	4.1%

EXHIBIT 15

MAINTENANCE AND OPERATIONS ACCOUNTS

For fiscal year 2020, Salaries and Wages increased by \$3.5 million, the increase is due to additional staffed positions and salary and wage adjustments, offset by phasing of departmental vacancies.

Retirement increased by \$3.8 million due to an increase in the State Employees Retirement System (SERS) pension contribution rate. SERS has approved an upward adjustment to the employer contribution which would increase required contributions if approved by the State Actuary.

Employee Group decreased by \$3.6 million based on projected employee enrollment and insurance premiums. This account includes group medical, dental, optical and life, as well as retiree health and life insurance.

Outside Services decreased by \$2.4 million, this decrease was due to lower than anticipated violations in 2019 as a sustainable trend. This includes funding for the Customer Service Call Center to cover call rates, call minutes and image review. This was offset by an increase for NAPA auto parts support, as well as a new Job Order Contracting (JOC) Program contract for build site maintenance.

Credit Card Fees and Bank Charges increased by \$2.7 million to accommodate merchant card fees associated with increased revenue and electronic toll payments from commercial vehicles.

Office/Equipment-Maintenance increased by \$4 million mainly due to increased costs for Automatic Toll Payment Machine (ATPM) maintenance services in the areas of toll collection equipment and new back-office software.

Workers' Compensation Insurance stayed flat, this was adjusted for trends identified in the latest actuarial study.

Consulting Services increased by \$2.9 million, system support will be performed by System Development Integration (SDI) consultant, for Unisys, Kronos and RSM improvements.

Operational Materials and Fuels and Oils increased by \$1.9 million due to increased need for salt and fuel with higher than anticipated pricing.

Contracted Maintenance Service increased by \$0.9 million. This increase will cover new and original building maintenance contracts, maintenance for ITS devices, RWIS and preventative maintenance on aging network, as well as PCI audits and disaster recovery evaluations.

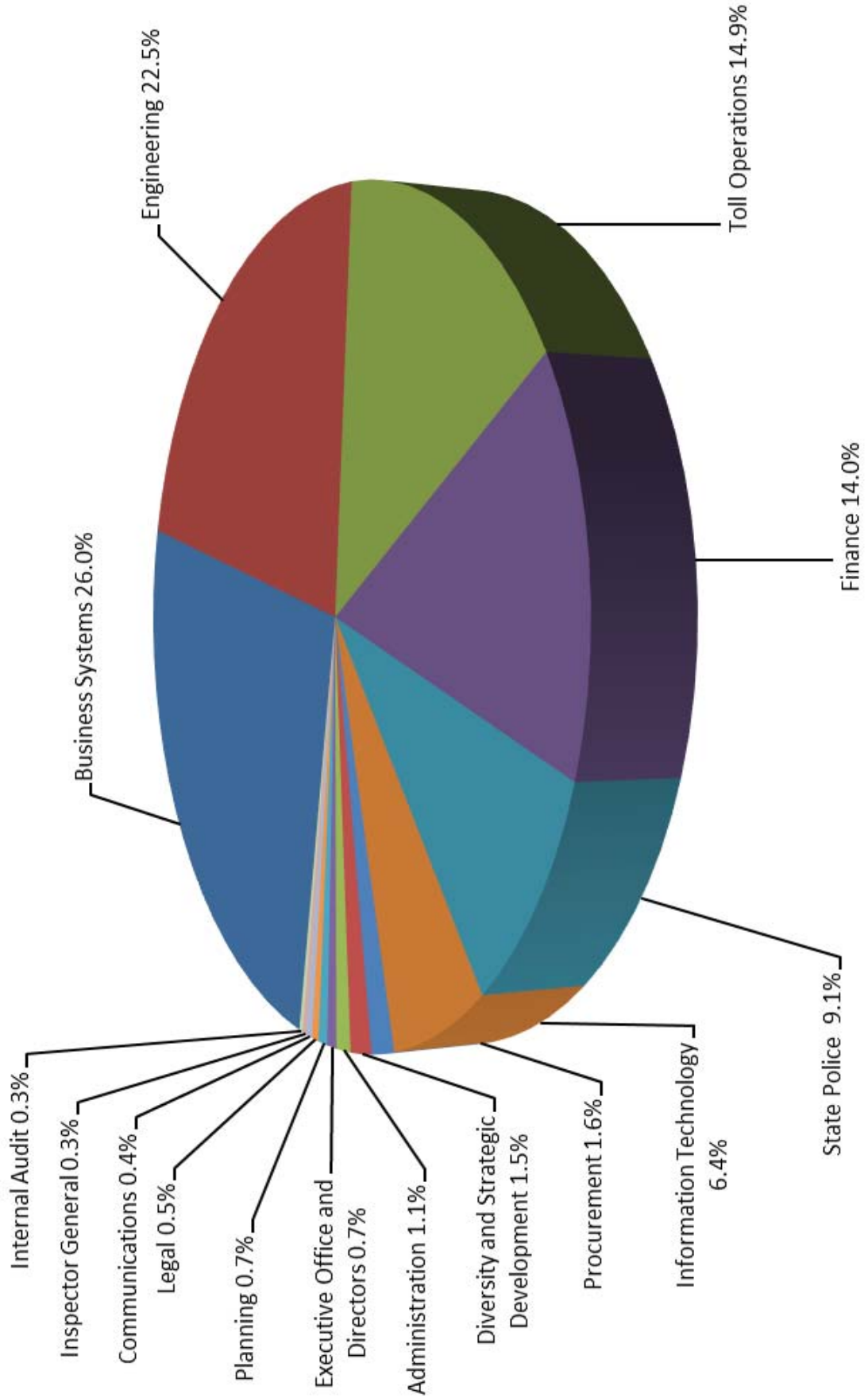
**FY 2020 Maintenance and Operations Budget
By Department
(\$ thousands)**

Department	2018 Actual Expenditures	2019 Budget	2020 Budget Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Administration	4,079	4,229	4,029	(201)	(4.7%)
Business Systems	86,634	93,862	98,784	4,923	5.2%
Communications	1,674	1,583	1,627	44	2.8%
Diversity and Strategic Development	4,527	5,766	5,825	59	1.0%
Engineering	76,951	77,990	85,430	7,440	9.5%
Executive Office and Directors	2,145	2,465	2,634	169	6.8%
Finance	46,036	56,685	53,393	(3,292)	(5.8%)
Illinois State Police	33,746	34,790	34,790	0	0.0%
Information Technology	14,896	20,602	24,148	3,546	17.2%
Internal Audit	667	948	1,048	100	10.5%
Legal	1,443	1,926	1,926	0	0.0%
Office of the Inspector General	929	1,156	1,156	0	0.0%
Planning	2,205	2,579	2,505	(74)	(2.9%)
Procurement	5,345	4,847	6,112	1,266	26.1%
Toll Operations	55,083	55,946	56,841	896	1.6%
Authority Total	\$336,361	\$365,374	\$380,248	\$14,874	4.1%

Totals may not add due to rounding.

EXHIBIT 16

**FY 2020 Maintenance and Operations Budget
Percentage of Total Budget by Department**



OVERVIEW OF TOLLWAY STRATEGIC PLAN

MISSION STATEMENT

The Illinois Tollway is dedicated to providing and promoting a safe and efficient system of highways while ensuring the highest possible level of customer service.

STRATEGIC OUTCOMES

With this mission statement in mind, the Illinois Tollway is guided by the “Budgeting for Results” strategic outcomes that are outlined by the Governor’s Office of Management and Budget:

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

These strategic outcomes represent the Tollway’s long-range goals and objectives which have been clearly defined and given high priority by management. These strategic outcomes are generally considered multi-year programs.

PERFORMANCE METRICS

The strategic outcomes are in turn, aligned with the following performance metrics:

1. I-PASS rush-hour transactions percentage
2. I-PASS all-hours transactions percentage
3. Travel-time index congestion measure
4. Incident response time
5. Incident clearance time
6. Construction Program budget to committed contract variance
7. Pavement rating
8. Frontline staff percentage
9. Total transactions per full-time employee
10. I-PASS Call Center responsiveness

These performance metrics are reported to Tollway management, as well as the Governor’s Office to ensure that the Tollway’s mission statement and corresponding strategic outcomes are kept on track at all times throughout the organization.

INTERNAL TOLLWAY TARGETS

Internal targets are established by Tollway personnel involved in the strategic planning process. In some cases, the bar is raised when actual measurements approach a pre-determined target.

EXTERNAL BENCHMARKS

External benchmarks are established by consultants who match the Tollway’s performance metrics with those of similar roadway systems throughout the U.S.



DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND OBJECTIVES

Included in the Departmental Budgets and Narratives section are the 2019 Accomplishments as well as the 2020 Goals and Objectives for each department. These are aligned to the Tollway's strategic outcomes which are generally long-term in nature, while others pertain to internal departmental goals and objectives which are generally short-term in nature and sometimes not quantifiable. Regarding internal departmental goals and objectives, accountability enters into play when one sees how many goals and objectives were actually accomplished from one year to the next.

Overview of Tollway Operating Metrics

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 customer service.

Strategic Priorities:

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

Performance Metric #	Aligned with Strategic Priority #	Performance Metric	Performance Metric Purpose	2019 YTD (Jan-Sept)	Internal Tollway Target	External Benchmark
1	2, 4	I-PASS Rush Hour Transactions Percentage	Measures the number of drivers who use electronic toll collection (i.e., I-PASS) during the Rush Hour period. The use of I-PASS reduces traffic congestion at the toll plazas.	92.9%	92.0%	85.5% - Florida Turnpike Mainline Southern Facilities FY 2014*
2	2, 4	I-PASS All Hours Transactions Percentage	Measures the number of drivers who use electronic toll collection (i.e., I-PASS) during all hours of the day. The use of I-PASS reduces traffic congestion at the toll plazas.	90.6%	90.0%	81.4% - Florida Turnpike FY 2014**
3	2, 3, 4	Travel Time Index Congestion Measure	Measures the amount of systemwide traffic congestion. It is the ratio between the Average Travel Time and the Free Flow Travel Time (60 mph). Values greater than 1.00 reflect congestion.	AM Peak = 1.01 PM Peak = 1.07 Total Day = 0.98	AM = 1.00 PM = 1.00 TD = 1.00	AM = 1.25 Atlanta PM = 1.35 Atlanta TD = Not Available***
4	2	Incident Response Time	Measures the Tollway's ability to identify congestion creating traffic incidents and ensure units arrive promptly to the scene.	Personal Injury Response Time = 06:45 min Fatality Response Time = 02:27 min Property Damage Response Time = 11:12 min	PIR = 5:00 min FR = 5:00 min PDR = 9:00 min	PIR = Not Available FR = 28:00 min PDR = Not Available Washington State

Sources:

* Estimated from http://www.floridasturnpike.com/downloads/TEAR/2014/06_SunPass_2014.pdf (p. 37)

** http://www.floridasturnpike.com/downloads/TEAR/2014/06_SunPass_2014.pdf (p. 1)

*** 2011 Transportation Metropolitan Atlanta Report - Georgia Regional Transportation Authority http://www.grta.org/ip/2011_Transportation_MAP_Report.pdf

Overview of Tollway Operating Metrics (continued)

Mission Statement:

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Performance Metric #	Aligned with Strategic Priority #	Performance Metric	Performance Metric Purpose	2019 YTD (Jan-Sep)	Internal Tollway Target	External Benchmark
5	2	Incident Clearance Time	Measures the Tollway's ability to remedy congestion creating traffic incidents.	Personal Injury Clearance Time = 34:49 min Fatality Clearance Time = 57:54 min Property Damage Clearance Time = 19:51 min	PIC = 28:00 min FC = 2:45:00 hrs PDC = 12:00 min	PIC = 2:50 hr FC = 4:06 hr PDC = Not Available Washington State
6	1, 2, 3	Const. Program Budget to Committed Contract Variance	Measures the Tollway's ability to manage its construction program to budget.	-7.7%	0%	Not Available
7	2	Pavement Rating*	Measures the condition of the Tollway's roads.	Excellent = 71% Good = 16% Transitional = 6% Fair = 2% Poor = 0% Not Avail. (under const) = 5%*	Excellent=70% Good=25% Transitional=5% Fair=0% Poor=0% NA=0%	Excellent=25% Good=59% Transitional=0% Fair=10% Poor=6% NA=0% Oregon DOT
8	1, 2, 3, 4	Frontline Staff Percentage	Measures the percentage of frontline employees to total employees.	75%	75%	Not Available
9	2, 3	Total Transactions per FTE	Measures the efficiency of service delivery.	2183	1902	598 - Oklahoma
10	2	I-PASS Call Center Responsiveness	Measures the responsiveness of the I-PASS Call Center to customer calls.	1) Average time to answer =1:04 min 2) Average talk Time = 8:39 min	1) Average time to answer =1.30 min 2) Average talk Time = N/A	Not Available

* Pavement Management System for the Illinois Tollway - 2019 System Update Report (ARA) - October 2019, DRAFT

Performance Measurements - Historical Trends

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 customer service.

Strategic Priorities:

1. Increase employment and attract, retain and grow businesses
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Performance Metric #	Aligned with Strategic Priority #	Performance Metric	2015	2016	2017	2018	2019 YTD (Jan-Sept) *
1	2, 4	EPASS Rush Hour Transactions Percentage	90.4%	90.5%	90.9%	93.0%	92.9%
2	2, 4	EPASS All Hours Transactions Percentage	86.6%	87.0%	87.8%	90.2%	90.6%
3	2, 3, 4	Travel Time Index Congestion Measure	AM Peak = 1.05 PM Peak = 1.19 Total Day = 1.02 Personal Injury Response Time PIR = 06:25 min Fatality Response Time FR = 04:47 min Property Damage Response Time PDR = 10:30 min	AM Peak = 1.03 PM Peak = 1.12 Total Day = 1.01 PIR = 06:27 min FR = 04:15 min PDR = 11:54 min	AM Peak = 0.99 PM Peak = 1.05 Total Day = 0.97 PIR = 06:51 min FR = 04:09 min PDR = 11:55 min	AM Peak = 1.02 PM Peak = 1.07 Total Day = 0.98 PIR = 07:53 min FR = 04:36 min PDR = 11:49 min	AM Peak = 1.01 PM Peak = 1.07 Total Day = 0.98 PIR = 06:45 min FR = 02:27 min PDR = 11:12 min
4	2	Incident Response Time	Personal Injury Clearance Time PIC = 31:05 min Fatality Clearance Time FC = 03:45:33 hrs Property Damage Clearance Time PDC = 15:10 min	Personal Injury Clearance Time PIC = 29:45 min Fatality Clearance Time FC = 02:43:12 hrs Property Damage Clearance Time PDC = 16:21 min	Personal Injury Clearance Time PIC = 36:19 min Fatality Clearance Time FC = 01:03:38 hrs Property Damage Clearance Time PDC = 19:19 min	Personal Injury Clearance Time PIC = 34:48 min Fatality Clearance Time FC = 01:16:18 hrs Property Damage Clearance Time PDC = 25:21 min	Personal Injury Clearance Time PIC = 34:49 min Fatality Clearance Time FC = 00:57:54 min Property Damage Clearance Time PDC = 19:51 min
5	2	Incident Clearance Time	Personal Injury Clearance Time PIC = 31:05 min Fatality Clearance Time FC = 03:45:33 hrs Property Damage Clearance Time PDC = 15:10 min	Personal Injury Clearance Time PIC = 29:45 min Fatality Clearance Time FC = 02:43:12 hrs Property Damage Clearance Time PDC = 16:21 min	Personal Injury Clearance Time PIC = 36:19 min Fatality Clearance Time FC = 01:03:38 hrs Property Damage Clearance Time PDC = 19:19 min	Personal Injury Clearance Time PIC = 34:48 min Fatality Clearance Time FC = 01:16:18 hrs Property Damage Clearance Time PDC = 25:21 min	Personal Injury Clearance Time PIC = 34:49 min Fatality Clearance Time FC = 00:57:54 min Property Damage Clearance Time PDC = 19:51 min

* Travel time indices for 2016, 2017, 2018 and 2019 were calculated using travel time data from INRIX. Previous years used EPASS transaction data.

Performance Measurements - Historical Trends (continued)

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 customer service.

Strategic Priorities:

1. Increase employment and attract, retain and grow businesses
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3. Support basic functions of government
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Performance Metric #	Aligned with Strategic Priority #	Performance Metric	2015	2016	2017	2018	2019 YTD (Jan-Sept)
6	1, 2, 3	Const. Program Budget to Committed Contract Variance	-9.9%	-19.1%	-10.9%	-10.2%	-7.7%
7	2	Pavement Rating*	Excellent = 44% Good = 30% Transitional = 5% Fair = 2% Poor = 0% Not Avail. (under const) = 20% *	Excellent = 52% Good = 25% Transitional = 7% Fair = 3% Poor = 0% Not Avail. (under const) = 13%	Excellent = 61% Good = 28% Transitional = 7% Fair = 2% Poor = 0% Not Avail. (under const) = 2%	Excellent = 56% Good = 19% Transitional = 7% Fair = 2% Poor = 0% Not Avail. (under const) = 16%	Excellent = 71% Good = 16% Transitional = 6% Fair = 2% Poor = 0% Not Avail. (under const) = 5%
8	1, 2, 3, 4	Frontline Staff Percentage	74%	74%	74%	73%	75%
9	2, 3	Total Transactions per FTE	1652	1766	1926	2027	2183
10	2	I-PASS Call Center Responsiveness	1) Average time to answer = 0.51 min 2) Average talk time = 6.67 min	1) Average time to answer = .59 min 2) Average talk time = 7.00 min	1) Average time to answer = 3.08 min 2) Average talk time = 9.05 min	1) Average time to answer = 1:14 min 2) Average talk time = 8:49 min	1) Average time to answer = 1:04 min 2) Average talk time = 8:39 min

* Pavement Management System for the Illinois Tollway - 2019 System Update Report (ARA) - October 2019, DRAFT

DEPARTMENT FUNCTIONS OVERVIEW

	2020 Budget Requested
ADMINISTRATION	\$4,028,545
Responsible for the development and implementation of administrative policies and procedures and employee compliance.	
BUSINESS SYSTEMS	\$98,784,296
Responsible for the operation and maintenance of the electronic tolling system hardware and software and collection of toll revenue from toll violators.	
COMMUNICATIONS	\$1,627,127
Responsible for all external and internal communications between the Tollway and its constituents.	
DIVERSITY AND STRATEGIC DEVELOPMENT	\$5,825,200
Responsible for promoting, developing and implementing a comprehensive diversity program.	
ENGINEERING	\$85,429,670
Responsible for the program management, construction, and maintenance of the roadways.	
EXECUTIVE OFFICE AND DIRECTORS	\$2,633,609
Sets policies for the organization and overall management of the Tollway.	
FINANCE	\$53,392,960
Responsible for financial reporting, accounting, budgeting, accounts payable, payroll, risk management, fiscal operations, revenue toll audit and bond issuances.	
ILLINOIS STATE POLICE DISTRICT 15	\$34,790,437
Responsible for providing comprehensive law enforcement services.	
INFORMATION TECHNOLOGY	\$24,147,706
Responsible for planning, directing, managing and controlling all information technologies and telecommunications throughout the Tollway.	
INTERNAL AUDIT	\$1,048,036
Responsible for recommending improvements and changes that increase the economy, efficiency and effectiveness of Tollway projects and processes.	



	2020 Budget Requested
LEGAL	\$1,925,584
Legal advisor and attorney for the Tollway.	
OFFICE OF INSPECTOR GENERAL	\$1,155,956
Responsible for investigating instances of waste, inefficiencies, fraud, corruption, misconduct and mismanagement of the day-to-day operations of the Tollway.	
PLANNING	\$2,504,725
Responsible for strategic programming and planning, intergovernmental agreements, environmental and landscaping, legislation and policy, community relations, property management, geographic information system (GIS) and geometrics.	
PROCUREMENT	\$6,112,373
Responsible for all purchasing and procurement issues and authorized to execute contracts and place orders for goods and services.	
TOLL OPERATIONS	\$56,841,310
Responsible for providing the necessary resources and services to maintain the Tollway's operations, as well as managing the collection and counting of tolls.	

EXHIBIT 20

ADMINISTRATION

SUMMARY

The Administration Department is responsible for the development and implementation of administrative policies and procedures and employee compliance. In addition, Administration is responsible for appropriating human resources to meet the operational needs of the Tollway. The department serves as the Tollway’s key contact for employee relations and employment issues. The Administration Department insures that departmental, as well as organizational issues, are addressed so the Tollway functions efficiently and effectively.

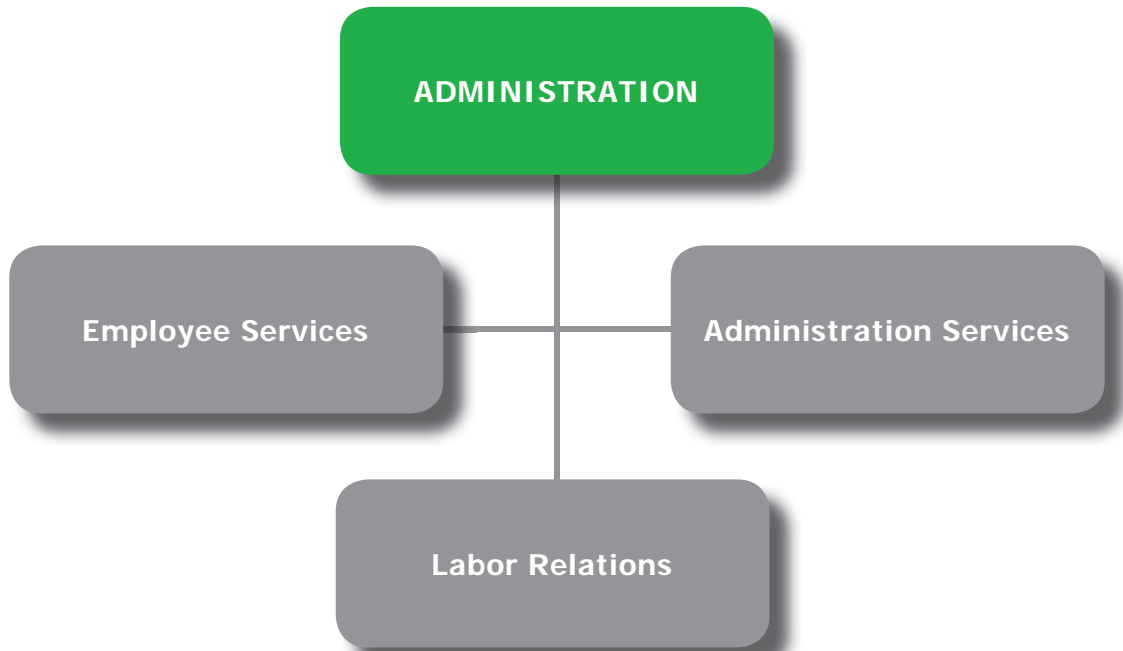


EXHIBIT 21



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$1,491,939	\$1,737,873	\$1,727,316	(\$10,557)	
FICA and Retirement	864,402	1,049,672	1,071,479	21,807	
Payroll Sub-Total	\$2,356,340	\$2,787,545	\$2,798,795	\$11,250	0.4%
Telephone	829,029	481,000	501,000	20,000	
Outside Services	576,988	620,000	450,000	(170,000)	
Employment Medical Expense	74,288	55,000	75,000	20,000	
Postage and Express	45,697	5,500	47,350	41,850	
Office Equipment-Maintenance	33,634	150,500	45,500	(105,000)	
Supplies - Office	80,010	65,000	35,250	(29,750)	
Employee Training	47,460	30,000	35,000	5,000	
Office/Equipment Rentals	21,399	15,000	15,000	-	
Other Expenses	6,580	10,000	10,000	-	
Diversity Programs and Outreach	-	-	5,500	5,500	
Dues, Books and Subscriptions	1,252	5,000	5,000	-	
Advertising and Promotion	3,500	1,000	2,000	1,000	
Travel	-	1,000	1,650	650	
Office Equipment	-	-	1,000	1,000	
Uniforms and Accessories	-	-	500	500	
Supplies - Operational	3,080	2,000	-	(2,000)	
Replacement Parts	-	500	-	(500)	
Building Equipment	683	-	-	-	
Other Operating Sub-Total	\$1,723,598	\$1,441,500	\$1,229,750	(\$211,750)	(14.7%)
Recovery of Expenses	(500)	-	-	-	
DEPARTMENT TOTAL	\$4,079,439	\$4,229,045	\$4,028,545	(\$200,500)	(4.7%)

EXHIBIT 22

The Fiscal Year 2020 Budget Request is \$4 million, a decrease of \$201 thousand or 4.7 percent below the Fiscal Year 2019 Budget amount. Total payroll is \$2.8 million and includes 31 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages decreased by \$11 thousand compared to the 2019 Budget. This decrease reflects the phasing of vacant positions.
- FICA and Retirement increased by \$22 thousand compared to the 2019 Budget due to an increase in the average SERS Pension Contribution Rate from 52.75 percent to 54.36 percent.
- All other expenses were reduced to align with historical spending.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Administration - 2019 Accomplishments
1,3	Fully implemented the e-recruiting system (NEOGOV Hiring Program), reducing hiring window from 10 month to 3 months. Emphasizing customer service excellence.
3	Successfully negotiated and ratified the American Federation of State, County and Municipal Employees (AFSCME) Council 31 contract, Teamsters Local 700 contract and the Service Employees International Union (SEIU) contract. Metropolitan Alliance of Police (MAP) negotiations completion expected prior to December 2019.
3	Designed and delivered agencywide and department-specific training sessions on employee relations and labor relation topics.
3	Enhanced wellness initiative for Tollway employees. Promoting a “culture of health” through the implementation of a Wellness Program that included on-site interactive training seminars and a wellness fair.
3	Health, wellness and training, including financial wellness fair, fitness and nutrition fair (June), flu shots/biometric screenings (October), stroke screenings (November), blood drive (May and November), EAP training seminars (April – October), SERS retirement seminar (September), to provide benefits information/resources and to promote wellness as it relates to overall well being.
3	Continued and enhanced on-site training for all departments on various topics including: customer service, FMLA, Tollway policies and procedures and manager/supervisor training.
1,3	Initiated the process to modify job descriptions and review accuracy to make certain that all job descriptions include up-to-date job duties, job requirements and physical testing standards.
3	Specific focus on IT and policies in the Administration Department. This has enhanced service, communication and productivity throughout the hiring process.
2,3	Generated agencywide cost savings through review and restructuring of vendor contracts and agreements.
3	Enhanced methods for measuring and managing union grievances.

EXHIBIT 23-1

2020 GOALS AND OUTCOMES

Outcomes	Administration - 2020 Goals/Objectives
1,3	Deliver new employee engagement and outreach with Communications Department. Administration in partnership with Communications will introduce a new email and web portal to distribute relevant news and events to employees. This provides announcements on critical matters such as benefits, training and development, wellness, compliance, outreach, employee relations and Tollway happenings. This streamlined communication is designed to be a one-stop that highlights employee recognition and achievements, new and familiar faces, a message board, and employee milestones and anniversaries.
1,3	Implement a new performance evaluation system to ensure the Tollway has a skilled and efficient workforce.
1,3	Continue to enhance the use of the e-recruiting system (NEOGOV) to process candidates in an efficient and timely manner.
1,3	Update record keeping within Administration and continue to maintain the department’s personnel filing system by ensuring all records are compliant with federal and state laws. Continue to ensure security of all confidential documents.
3	Continue to train and be trained on federal and state law changes, attend labor and benefit seminars and obtain/retain applicable certifications.
3	Provide opportunities for bargaining unit employees to enhance knowledge and skills to improve their ability to perform their jobs in a more effective and efficient manner. This program is a mechanism to meet employee career development needs and to improve the delivery of services to Tollway stakeholders.
3	Enhance wellness and work-life programs, services and activities that improve employee health and well-being and promote a healthy lifestyle and work environment.
1,3	Continue to design and implement succession planning initiatives to increase organizational capacity and workforce diversity and inclusion. Create, promote and foster an organizational environment that values development and growth opportunities for all employees.
1,3	Continue to support the Tollway’s commitment to creating a culture of employee engagement by providing information, resources and services to staff which promote collaboration, connection and commitment to their work, colleagues and the goals of the organization. The HR Department will support departments to encourage effective communication, employee personal and professional development and to demonstrate alignment between individual and organizational goals.
3	Create and add all new hire benefit documents to NeoGov to improve employee benefits onboarding by moving from manual processing to electronic onboarding process to reduce the amount of time required for new hire and employee changes.
3	Implement the FMLA One-Call procedure, update FMLA policies and procedures to reduce FMLA abuse.

Outcomes	Administration - 2020 Goals/Objectives
3	Work with risk management and senior management to procure new contracts with vendors for group health plans (medical, dental, vision and pharmaceutical). Current BCBS contract expires February 2020.
3	Work with Communications and IT to create a Crossroads page for employee benefits. It will contain information, forms and resources for all benefits available to Tollway employees. The forms will be fillable online (hoping to include electronic signature capability). There will also be a section for upcoming events.

EXHIBIT 23-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Administration Manager	1	1	1
Administration Secretary I	1	1	0
Administration Secretary III	0	0	1
Central Information Database Specialist	1	1	1
Chief of Administration	1	1	1
CIS Coordinator	1	1	1
Customer Relations Coordinator	1	1	1
Employee Benefits Clerk	1	1	1
Employee Benefits Manager	1	1	1
Employee Benefits Specialist	2	2	2
Employee Services Coordinator	4	4	3
Employee Services Manager	1	1	1
Employee Services Supervisor	1	1	1
ERM Senior Manager	0	0	1
Executive Secretary	1	1	1
Human Resources Placement Specialist	3	3	3
Instructional Trainer	0	0	1
Labor Relations Analyst	1	1	1
Labor Relations Manager	1	1	1
Leave Analyst	1	0	0
Mail and Duplication Clerk	2	2	2
Management Trainee	0	1	0
Safety and Training Manager	1	0	0
Safety Supervisor	1	0	0
Senior Manager of Employee Services	1	1	1
Senior Manager of Security	1	1	1
Switchboard Operator	4	4	4
TOTAL	33	31	31

EXHIBIT 24

BUSINESS SYSTEMS

SUMMARY

The Department of Business Systems is responsible for the operation and maintenance of electronic tolling, which includes the collecting of toll revenues, as well as the assessing of fines and the imposing of sanctions against toll violators. The department monitors the contracts and performance of the structure surrounding electronic tolling systems and services. The systems include the hardware and software for toll capture in the lanes, as well as the customer relationship management hardware and software that hold and manage accounts and violators. The services include the customer service centers, the call center, web-enabled self-service, the distribution of correspondence and transponders, and the management of transponder inventory.

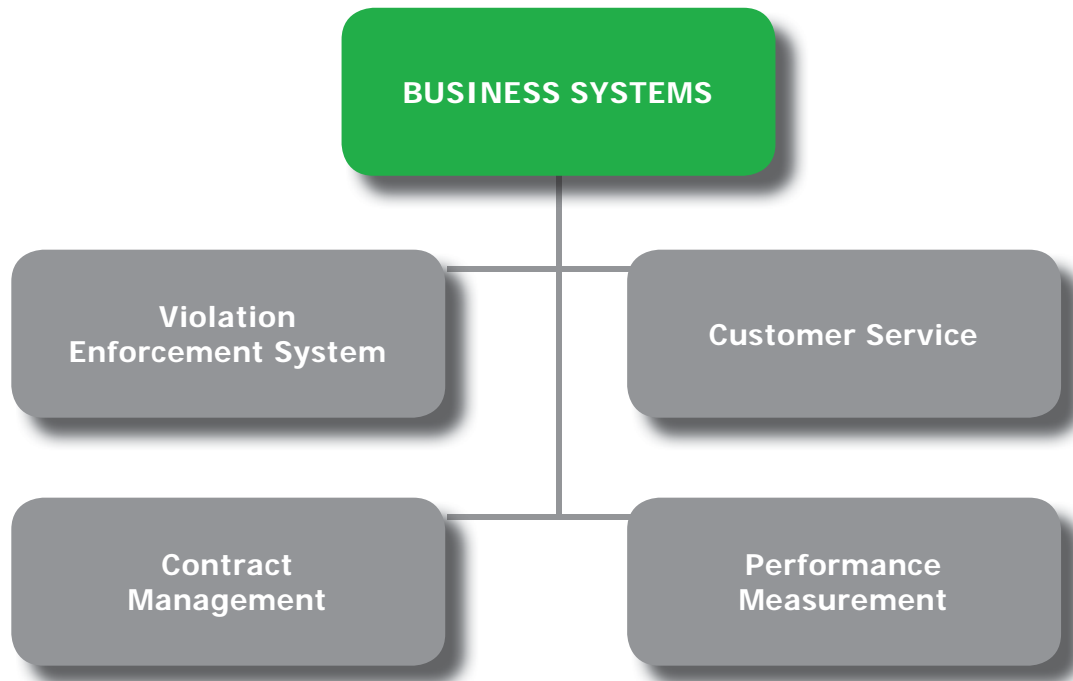


EXHIBIT 25



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$3,282,722	\$3,380,195	\$4,003,161	\$622,966	
FICA and Retirement	1,861,277	2,041,639	2,482,360	440,721	
Payroll Sub-Total	\$5,143,999	\$5,421,834	\$6,485,521	\$1,063,687	19.6%
Outside Services	34,666,709	38,056,243	35,235,823	(2,820,420)	
Bank Charges	27,388,925	30,200,000	32,900,000	2,700,000	
Office Equipment-Maintenance	17,612,966	17,787,739	21,324,710	3,536,971	
Telephone	1,803,278	2,300,904	2,411,577	110,673	
Office/Equipment Rentals	373,481	385,164	385,164	-	
Dues, Books and Subscriptions	79,474	125,000	325,000	200,000	
Contracted Maintenance Service	134,266	115,500	132,000	16,500	
Supplies - Office	59,028	102,000	102,000	-	
Employee Training	164	4,000	72,200	68,200	
Travel	28,449	8,000	56,000	48,000	
Printing and Publications	12,000	24,000	24,000	-	
Postage and Express	19,754	20,200	20,200	-	
Supplies - Operational	3,706	5,100	5,100	-	
Other Capital Equipment	-	2,000	2,000	-	
Other Expenses	751	1,000	1,000	-	
Office Equipment	-	1,000	1,000	-	
Materials - Operational	691	1,500	500	(1,000)	
Advertising and Promotion	-	500	500	-	
Other Operating Sub-Total	\$82,183,641	\$89,139,850	\$92,998,775	\$3,858,925	4.3%
Recovery of Expenses	(693,332)	(700,000)	(700,000)	-	
DEPARTMENT TOTAL	\$86,634,309	\$93,861,684	\$98,784,296	\$4,922,612	5.2%

EXHIBIT 26

The fiscal year 2020 Budget request is \$98.8 million, an increase of \$4.9 million, or 5.2 percent above the fiscal year 2019 Budget amount. Total payroll is \$6.5 million and includes 73 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salary and wages increased by \$623 thousand compared to the 2019 Budget. This increase reflects additional positions and the 2020 salary and wage adjustments.
- FICA and Retirement increased by \$441 thousand compared to the 2019 Budget due to 2019 salary and wage adjustments and an increase in the average SERS Pension Contribution Rate from 52.75 percent to 54.36 percent.
- Outside Services decreased by \$2.8 million this was due to a reduction in violations for IPASS users, and related costs such as reduced call volumes and image reviews.

- Credit Card Fees and Bank Charges increased by \$2.7 million due to higher toll transactions and credit card fees.
- Office Equipment – Maintenance costs increased by \$3.5 million for ATPM maintenance service and new ETC host.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Business Systems - 2019 Accomplishments
2,3	Continued to enhance revenues and customer service by introducing new functionality to the cutting-edge electronic tolling system. Key milestones in 2019 included expanded auto-matching to save image review costs, new bar code functionality to save postage costs, new text messaging to save violations costs, new credit card processor integration, and multiple other enhancements for security, processing ease, and customer service. The cutting-edge solution was recognized by IBTTA with a 2019 Toll Excellence Award for its game-changing scalability and flexibility in the still-young electronic tolling industry.
2,3	Delivered automatic toll payment machines (ATPMs) in all eligible ramp lanes (replacing coin baskets) and in designated manual lanes at all 24 mainline plazas (replacing designated toll booths). Also introduced change-giving capability in the ATPMs located in the manual lanes. This has led to a new payment option for cash payers, a higher collection rate for tolls in the ramp lanes, and the opportunity to improve staffing protocol in the manual lanes. This effort has enhanced net revenues.
1,2	Introduction of 16 new toll collection lanes.
2,3	Designed a new asset management system for electronic tolling assets in the lanes, with expected launch timeframe in 2020. Will use new asset management system to reduce reactive maintenance and to improve predictive maintenance, thus reducing the need for costly emergency maintenance needs during off hours.

EXHIBIT 27-1

2020 GOALS AND OUTCOMES

Outcomes	Business Systems - 2020 Goals/Objectives
2,3	Continue to enhance revenues and customer service by expanding interoperability to new tolling partners, as well as by commencing work with other tolling entities that seek to use us as their third-party toll operator.
2,3	Deliver new asset management system for electronic tolling assets in the lanes. Establish summary interface with Engineering’s other lane asset management systems. Will use new asset management system to reduce reactive maintenance and to improve predictive maintenance, thus reducing the need for costly emergency maintenance needs during off hours.
1,2	Introduce new toll collection points (14 anticipated).

EXHIBIT 27-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Budget Analyst	0	0	1
Chief of Business Systems	1	1	1
Customer Service Analyst	2	2	2
Customer Service Inventory Specialist	1	1	1
Customer Service Inventory Supervisor	0	0	1
Customer Service Manager	5	3	4
Customer Service Representative	36	36	41
Deputy Chief of Business Systems - Ops	1	1	2
Director Electronic Tolling Initiatives	1	1	1
Executive Secretary	1	1	1
General Manager of Contract Management	1	1	1
General Manager of Performance Measurement	1	1	1
I-PASS Coordinator	1	1	1
Operations Project Administrator	1	1	1
Performance Measurement Project Administrator	2	2	2
Project Administrator	2	2	5
Project Coordinator	1	1	1
Secretary III	1	1	1
Senior Manager of Customer Service	1	1	1
Senior Manager of Customer Service - Fleet	1	1	1
Special Projects Manager	1	1	1
Violation Administration Center Manager	0	2	2
TOTAL	61	61	73

EXHIBIT 28

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COMMUNICATIONS

SUMMARY

The Communications Department is responsible for external and internal communications between the Tollway and its constituents including customers, news media, elected and appointed officials, the general public and employees. The department’s focus is effective communication with all constituencies in order to enhance customer service and raise awareness of the Tollway as a safe and efficient travel option. The Communications Department oversees the following functions: customer/construction communications, external communications, message and outreach, internal communications, media relations and marketing.

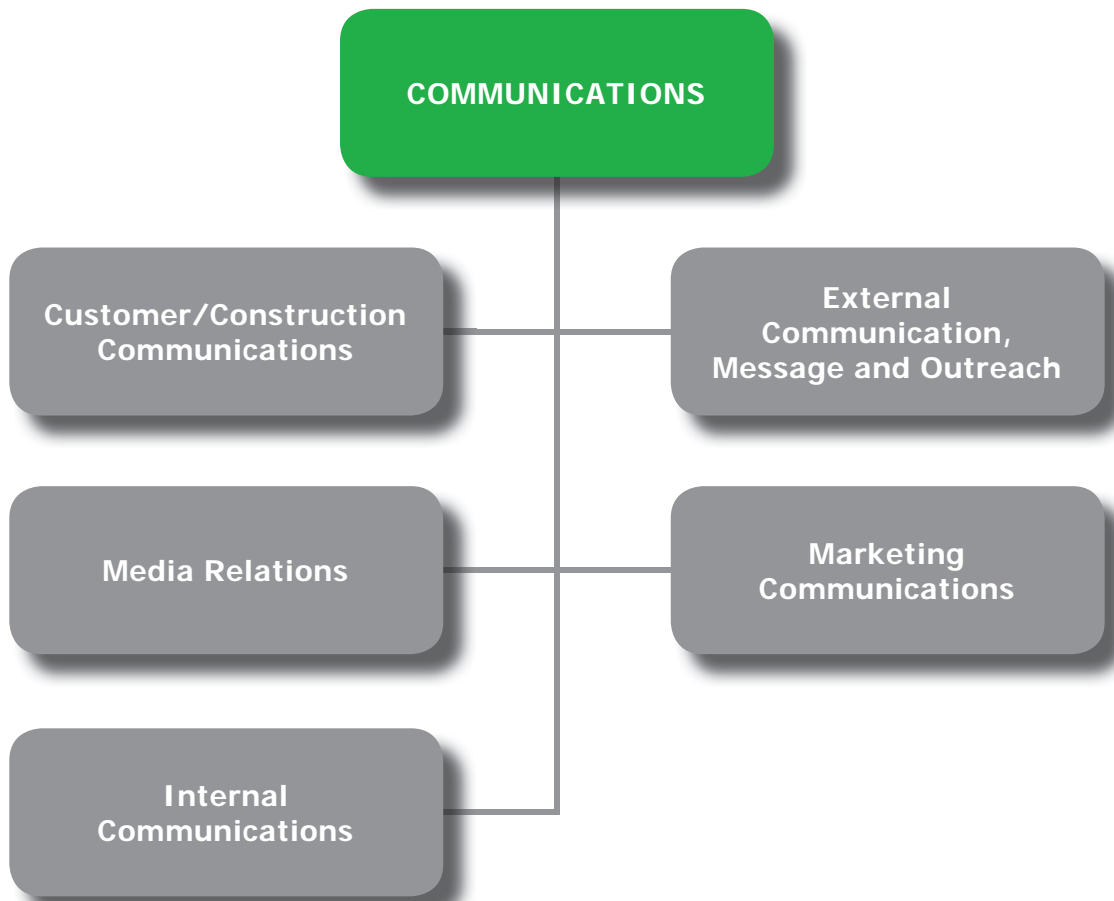


EXHIBIT 29



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$1,018,445	\$898,631	\$907,615	\$8,984	
FICA and Retirement	575,442	542,773	562,812	20,039	
Payroll Sub-Total	\$1,593,886	\$1,441,404	\$1,470,427	\$29,023	2.0%
Outside Services	266	43,800	58,000	14,200	
Printing and Publications	24,089	35,000	35,000	-	
Advertising and Promotion	15,315	25,000	25,000	-	
Supplies - Office	5,622	10,000	10,000	-	
Other Capital Equipment	-	6,000	5,000	(1,000)	
Postage and Express	2,157	5,000	5,000	-	
Office Equipment	-	5,000	5,000	-	
Employee Training	544	3,000	5,000	2,000	
Dues, Books and Subscriptions	1,050	2,300	3,000	700	
Supplies - Operational	3,317	2,000	2,000	-	
Telephone	1,273	1,200	1,200	-	
Travel	546	1,000	1,000	-	
Office Equipment-Maintenance	-	1,000	1,000	-	
Other Expenses	527	500	500	-	
Consulting Services	42,541	700	-	(700)	
Office/Equipment Rentals	-	500	-	(500)	
Contracted Maintenance Service	(16,864)	-	-	-	
Other Operating Sub-Total	\$80,382	\$142,000	\$156,700	\$14,700	10.4%
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$1,674,268	\$1,583,404	\$1,627,127	\$43,723	2.8%

EXHIBIT 30

The Fiscal Year 2020 Budget Request is \$1.6 million, an increase of \$44 thousand or 2.8 percent above the Fiscal Year 2019 Budget amount. Total payroll is \$1.5 million and includes 11 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages increased by \$9 thousand compared to the 2019 Budget. This increase reflects wages adjustments.
- FICA and Retirement increased by \$20 thousand compared to the 2019 Budget due to the average SERS Pension Contribution Rate increased from 52.75 percent to 54.36 percent.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Communications - 2019 Accomplishments
1,2,3,4	Provided agency-wide communication and public engagement support to employees, stakeholders and agency leadership through the ongoing delivery of editorial, design and media materials in furtherance of the Tollway’s mission to deliver a world-class road network.
1,2,3,4	Deliver and facilitate the ongoing stream of public information in print and online regarding every aspect he entirety of the Illinois Tollway operations and delivery of the <i>Move Illinois</i> capital program.
3	Enhanced Tollway messaging capabilities through web-development and projects enabling further internal and external messaging capabilities.
1,2,3,4	Supported extensive public safety, public education and roadway safety messaging delivering ongoing resources to effectively communicate the importance of safety to the public.
1,2,3,4	Expanded proactive stakeholder engagement opportunities to highlight the Tollway’s accomplishments, environmental commitments, diversity opportunities and overall agency successes.
2	Supported Operation Kid with Illinois State Police providing seat checks and kid’s identification cards.

EXHIBIT 31-1

2020 GOALS AND OUTCOMES

Outcomes	Communications - 2020 Goals/Objectives
1,2,3,4	Develop enhanced project tracking systems for communications to assist in the implementation of communications and marketing with the goal of advancing the vision of Tollway leadership and support agency operations with clear messaging and high-quality support materials.
1,2,3	Further enhance promotional and brand materials for the Tollway with applications for programs and services, presentations, signage, website, internal and external communications.
1,2,3	Expand communication and marketing opportunities and partnerships to educate and inform customers and stakeholders on the value and benefits of technologies, economic development and infrastructure.

Outcomes	Communications - 2020 Goals/Objectives
3	Identify opportunities to enhance internal communications throughout the agency.

EXHIBIT 31-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Assistant Multimedia Project Specialist	1	0	0
Assistant Press Secretary	1	1	1
Chief of Communications	1	1	1
Executive Secretary	1	1	1
Graphic Designer	1	1	1
Manager of Public Affairs	1	1	1
Marketing Communications Manager	1	1	1
Multimedia Projects Specialist	0	1	1
Press Secretary	1	1	1
Senior Manager of Communications	1	1	1
Senior Manager of Communications and Marketing	1	1	1
Senior Manager of Program Development	1	1	1
TOTAL	11	11	11

EXHIBIT 32

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DIVERSITY AND STRATEGIC DEVELOPMENT

SUMMARY

The Diversity and Strategic Development Department is responsible for developing and implementing a comprehensive diversity program on behalf of the Tollway to ensure inclusion and equal opportunity for all. The focus is on increasing access to economic opportunities for disadvantaged, minority- and women-owned enterprise (D/M/WBE) firms, veteran-owned businesses, as well as underemployed individuals. The Tollway remains focused on promoting, assisting and ensuring diverse participation in the *Move Illinois* Program and all aspects of its operations, including contracting, consulting and the supply of goods and services. The department coordinates community relations activities with respect to diversity matters and interaction with community groups, regional planning organizations, industry associations and others. The Diversity and Strategic Development Department seeks to promote a positive and inclusive climate by focusing on promoting, assisting and ensuring participation of a diverse population in all aspects of its operations, especially for construction and engineering contracts and the supply of other goods and services related to the maintenance and operation of the Tollway.



EXHIBIT 33



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$698,613	\$771,710	\$724,442	(\$47,268)	
FICA and Retirement	395,097	466,113	449,226	(16,887)	
Payroll Sub-Total	\$1,093,710	\$1,237,823	\$1,173,668	(\$64,155)	(5.2%)
Consulting Services	113,896	3,606,856	4,576,931	970,075	
Advertising and Promotion	19,989	50,000	50,000	-	
Travel	5,374	6,500	5,000	(1,500)	
Diversity Programs and Outreach	4,033	5,000	5,000	-	
Employee Training	1,480	5,000	5,000	-	
Supplies - Office	2,878	4,000	4,000	-	
Other Expenses	19,980	2,700	2,700	-	
Dues, Books and Subscriptions	25	2,929	1,500	(1,429)	
Telephone	982	800	800	-	
Supplies - Operational	7,511	300	300	-	
Postage and Express	77	300	300	-	
Outside Services	3,257,422	844,267	-	(844,267)	
Other Operating Sub-Total	\$3,433,646	\$4,528,652	\$4,651,531	\$122,879	2.7%
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$4,527,357	\$5,766,475	\$5,825,200	\$58,725	1.0%

EXHIBIT 34

The Fiscal Year 2020 Budget Request is \$5.8 million, an increase of \$59 thousand or 1.0 percent above the Fiscal Year 2019 Budget amount. The payroll is \$1.2 million and includes 8 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages decreased by \$47 thousand compared to the 2019 Budget. This decrease reflects phased vacancies.
- FICA and Retirement decreased by \$17 thousand compared to the 2019 Budget. Due to the phasing of vacant positions. Offset by an increase in the average SERS Pension Contribution Rate from 52.75 percent to 54.36 percent.
- Consulting Services increased by \$970 thousand and Outside Services decreased \$844 thousand due to reclassification of expenses.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Diversity - 2019 Accomplishments
1,3	Developed and advertised Request for Proposals (RFP) to provide Technical Assistance services across the Tollway system. Implemented Internal Audit Technical Assistance Program recommended improvements in the new RFP.
1,3	Implemented incentive programs for contractors hiring ConstructionWorks Program participants. Incentives offer contractors bid credits for hiring ConstructionWorks participants and provide added cash incentives to contractors hiring skill trade apprentices.
1,2,3	Increased the number of Partnering for Growth Construction Program mentoring agreement relationships from four to ten.
1,3	Hosted or attended more than 170 meetings, conferences and webinars in 2019 to raise awareness of current programs/initiatives and upcoming Tollway opportunities.
1,3	Placed more than 30 men and women in approved construction industry apprenticeships or training programs as part of the ConstructionWorks Program.

EXHIBIT 35-1

2020 GOALS AND OUTCOMES

Outcomes	Diversity - 2020 Goals/Objectives
1,3	Relaunch Tollway Technical Assistance Program.
1,3	Place at least 50 ConstructionWorks program participants in approved highway apprenticeship and training programs.
1,3	Develop Access to Capital Initiative for Tollway small businesses.
1,3	Develop program/initiative to encourage greater use of apprentices on construction contracts.
1,3	Expand recruitment to prime and subcontractors to participate in the Partnering for Growth Construction Program.
1,3	Develop new outreach strategies to attract more veteran-owned companies to do business with the Tollway.
1,2,3	Work with the Department of Engineering and Procurement to ensure additional prime and sub opportunities through the unbundling of larger contracts and small business set-asides.

Outcomes	Diversity - 2020 Goals/Objectives
1,3	Establish Workforce Development Technical Assistance Program oversight committee.
1,3	Expand certification acceptances from credible agencies for enhancing participation in overall procurement activities.

EXHIBIT 35-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Business Enterprise Program Manager	0	1	1
Chief of Diversity and Strategic Development	1	1	1
DBE Program Manager	2	1	1
Diversity Compliance Coordinator	1	1	1
Executive Manager of Diversity Program Development	1	1	1
Executive Secretary	1	1	1
General Manager of Diversity	1	1	1
Senior DBE Program Manager	0	1	1
Workforce Program Manager	1	0	0
TOTAL	8	8	8

EXHIBIT 36

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ENGINEERING

SUMMARY

The Engineering Department is responsible for the program management, construction and maintenance of the Tollway. Additionally, the Engineering Department coordinates with community groups, government agencies and planning organizations on transportation and land use policies. This department oversees annual inspections of the pavement, bridges and drainage systems, as well as the overall day-to-day maintenance of the Tollway’s fleet and roadway systems.

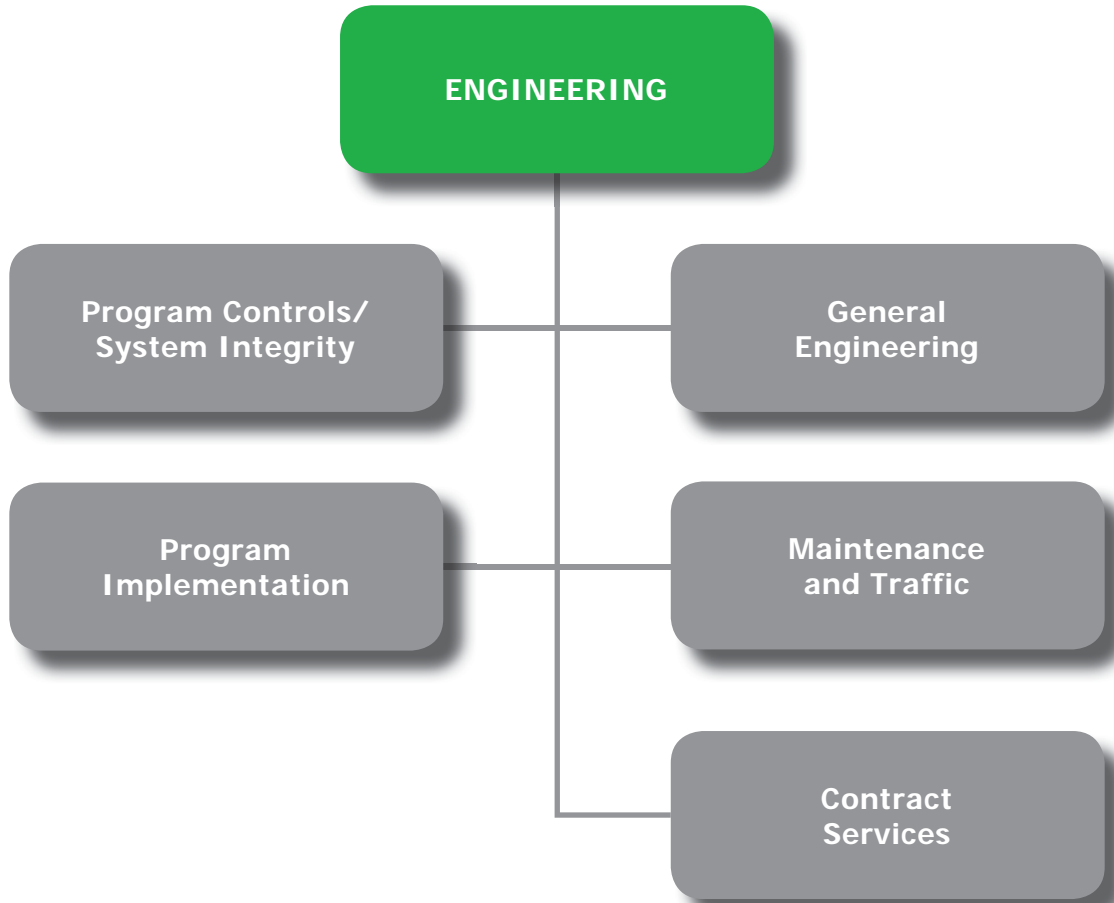


EXHIBIT 37



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$36,155,526	\$35,433,945	\$38,148,938	\$2,714,993	
FICA and Retirement	20,661,502	21,402,101	23,656,157	2,254,056	
Payroll Sub-Total	\$56,817,027	\$56,836,046	\$61,805,095	\$4,969,049	8.7%
Materials - Operational	4,084,770	4,789,454	6,833,744	2,044,290	
Contracted Maintenance Service	4,189,103	4,641,500	4,983,000	341,500	
Consulting Services	5,062,073	4,304,550	4,151,249	(153,301)	
Fuels and Oils	4,014,833	3,500,100	3,300,100	(200,000)	
Replacement Parts	2,759,423	2,723,369	2,799,176	75,807	
Outside Services	836,858	1,068,196	1,696,518	628,322	
Supplies - Operational	364,761	424,600	324,600	(100,000)	
Office Equipment-Maintenance	122,972	363,150	295,750	(67,400)	
Uniforms and Accessories	106,358	173,660	173,660	-	
Tools and Equipment	79,505	123,392	123,392	-	
Employee Training	18,642	58,866	78,760	19,894	
Building Equipment	7,213	78,282	78,282	-	
Supplies - Office	42,131	73,250	73,700	450	
Roadway Equipment	14,622	54,269	54,269	-	
Travel	38,195	32,580	48,125	15,545	
Office/Equipment Rentals	3,931	28,200	28,200	-	
Dues, Books and Subscriptions	41,649	24,440	20,375	(4,065)	
Office Equipment	-	86,700	18,000	(68,700)	
Telephone	16,744	16,000	16,000	-	
Postage and Express	3,419	7,050	7,500	450	
Printing and Publications	9,320	3,175	3,175	-	
Other Expenses	7,181	2,450	2,000	(450)	
Other Operating Sub-Total	\$21,823,704	\$22,577,233	\$25,109,575	\$2,532,342	11.2%
Recovery of Expenses	(1,690,121)	(1,423,500)	(1,485,000)	(61,500)	
DEPARTMENT TOTAL	\$76,950,610	\$77,989,779	\$85,429,670	\$7,439,891	9.5%

EXHIBIT 38

The Fiscal Year 2020 Budget Request is \$85.4 million, an increase of \$7.4 million or 9.5 percent above the Fiscal Year 2019 Budget amount. Total payroll is \$61.8 million and includes 604 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages increased by \$2.7 million compared to the 2019 Budget. This increase reflects 2020 salary and wage adjustments.
- FICA and Retirement increased by \$2.3 million compared to the 2019 Budget due to 2020 salary and wage adjustments and an increase in the average SERS Pension Contribution Rate from 52.75 percent to 54.36 percent.

- Materials – Operational increased by \$2 million mainly due to an increase in CMS salt contract pricing and additional winter supplies needed. This also includes other winter roadway materials, attenuator parts, cable barrier parts, delineators, light poles, electrical parts and painting materials needed in 2020.
- Contracted Maintenance Service increased by \$342 thousand based on increased maintenance spending for ITS devices, RWIS and preventative maintenance on aging network.
- Consulting Services decreased by \$153 thousand due to more systemwide pavement and design, inspection work, research and testing all to be capitalized in 2020.
- Fuels and Oils decreased by \$200 thousand based on historic fuel price trends and usage.
- Outside services increased by \$628 thousand based on increased support for NAPA management fees that have been reclassified from the Procurement department.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS – PROGRAM IMPLEMENTATION

Outcomes	Program Implementation - 2019 Accomplishments
1,2,3,4	<p>By the end of 2019, the Tollway anticipates advertising up to 46 construction contracts worth more than \$925.7 million and maintaining change orders and extra work orders at less than three percent above contract award amounts.</p> <p>Successfully delivered scheduled construction to advance improvements including the new I-490 Tollway, the Central Tri-State Tollway (I-294) Project, the Edens Spur Project, construction of new or expanded interchanges on the Reagan Memorial Tollway (I-88) and the Jane Addams Memorial Tollway (I-90), as well as other improvements throughout the Tollway system.</p>
1,2,3,4	<p>Through October 2019, the Tollway awarded 36 construction and professional engineering services contracts totaling more than \$652.6 million.</p> <p>Key contracts awarded include the Central Tri-State Tollway (I-294) Project, Phase 2 of the I-294/I-57 Interchange, the new I-490 Tollway, including interchanges at I-90 and I-294 and other improvements throughout the system such as ramp, bridge and retaining walls, signing and striping upgrades, drainage improvements and landscape improvements.</p>
1,2,3	<p>Continued unbundling larger construction bid packages and advertising Small Business Set-Aside Program (SBSA) contracts, providing additional prime- and subcontracting opportunities for small, diverse and veteran-owned businesses. The Tollway is on track to award up to 16 SBSA contracts by the end of 2019.</p>
1,3	<p>Created or sustained an estimated 74,710 jobs from January 2012 through October 2019 through capital program investments of more than \$7.0 billion.</p>

Outcomes	Program Implementation - 2019 Accomplishments
2,3,4	Issued two notices to proceed for short-term, high-impact applied research that leads to a change in the Tollway’s practices, designs, specifications, or materials. The goal is to improve safety, optimize roadway network operations, or positively impact costs, maintenance, performance or stability of Tollway infrastructure. Projects include harvesting invasive vegetation for improved storm water management and sustainable bioenergy and testing super absorbent polymers as an alternative to prewetted aggregate in the concrete curing process with the goal of extending the life of bridge decks.
2,3	Implemented new safety measures to protect the traveling public and construction field crews, including dedicating Illinois State Police troopers and operating “pace car” in key work zones to slow down drivers and operating Closed Circuit Television (CCTV) system for Central Tri-State Tollway (I-294) work zone.
2,3	Conducted training sessions for staff, consultants and contractors including asphalt best practices, concrete best practices and materials quality control database training.

EXHIBIT 39-1

2020 GOALS AND OUTCOMES – PROGRAM IMPLEMENTATION

Outcomes	Program Implementation - 2020 Goals/Objectives
1,2,3,4	Continue to successfully deliver construction projects on-time and within budget, including: the new I-490 Tollway, the Central Tri-State Tollway (I-294) Project, the Edens Spur Project, construction of new or expanded interchanges on the Reagan Memorial Tollway (I-88) and the Jane Addams Memorial Tollway (I-90), as well as other improvements throughout the Tollway system.
1,2,3,4	Continue or complete planning and design work for a variety of capital program projects, including: the Central Tri-State Tollway (I-294) Project, Phase 2 of the I-294/I-57 Interchange, the new I-490 Tollway, including interchanges at I-90 and I-294 and other improvements throughout the system.
1,2,3	Continue to unbundle larger construction bid packages and advertise Small Business Set-Aside (SBSA) contracts, providing additional prime and subcontracting opportunities for small, diverse and veteran-owned businesses.

EXHIBIT 39-2

2019 ACCOMPLISHMENTS – MAINTENANCE AND TRAFFIC OPERATIONS

Outcomes	Maintenance and Traffic Operations - 2019 Accomplishments
2,3,4	Continued Connected Vehicle Pilot Program, gathering data on vehicle speed, stopping, late changes and vehicle sizes, to test operability on the system.
1,2,3,4	<p>Continued to successfully implement installation of the Dispatch Center’s new 911 system, including design and purchase of 911 server and 911 telephone trunk lines. Once complete, the system will provide location information of drivers calling from their cell phones.</p> <p>The Dispatch Center plans to roll out the upgraded version of the computer-aided dispatch system from the original platform to a newer Structured Query Language (SQL). These CAD enhancements will increase system’s capabilities of the system, prolong, end of lifecycle, and enhance deployable modern technologies.</p>
2	Implemented safety measures to reduce crashes and fatalities due to wrong way driving, including piloting a Wrong Way Drivers System (WWDS) on the Reagan Memorial Tollway (I-88) to prevent wrong-way drivers from entering the highway from exit ramps. ITS is also currently working with Business Systems to utilize existing equipment at plazas to detect and warn against wrong way driving.
2	Enhanced customer experience by partnering with the Waze app, allowing customers to receive alerts on roadway incidents (including accidents, stalled vehicles, debris on the roadway) and transmitting information from customers to the Traffic Operations Center (TOC).
2,3	Continued Job Safety Analysis (JSA) development for all full-time positions with a test program at two of 12 garages. When complete, a comprehensive guide will contain guidance for employees on productivity and safety practices related to each job/assignment.
2,4	Continued implementation of truck permit website with the General Engineering Consultant (GEC). Once complete, trucking companies with very heavy loads (superloads) will be allowed to enter information on-line.
2,3,4	Continued efforts to reduce salt/chlorine usage with the production and use of salt brine and the addition of Beet Heet, to reduce the chlorides and impacts on the environment. Maintenance will continue to monitor salt reduction for the winter of 2019-2020.
2,3	Increased staffing for the Highway Emergency Lane Patrol (H.E.L.P.) Program and instituted patrols during snow events, allowing the Tollway to provide faster service of disable vehicles.
2,3,4	Continue to monitor salt usage in order to reduce chloride levels. Addition of a new de-icing liquid to be used in the winter of 2019-2020 to measure effectiveness in providing for longer intervals in between applying de-icing materials.

EXHIBIT 39-3

2020 GOALS AND OUTCOMES – MAINTENANCE AND TRAFFIC OPERATIONS

Outcomes	Maintenance and Traffic Operations - 2020 Goals/Objectives
1,2,3	Expand and reevaluate our Telecommunicator training program. Begin the accreditation process of our policy and procedures with the International Association of Chiefs of Police, continue working on acquiring a new joint dispatch and TOC facility. Continue with the professional development of the supervisory staff.
3	Replace the current outdated fuel management system with one that is modern, modular and easier to repair.
3	Work with the SAP team to develop an RFP for integrating the SAP Fleet Management and Warehousing modules.
3	Develop and implement a tracking system to evaluate consultant’s work load and performance within the Tollway ITS system.

EXHIBIT 39-4

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Assistant Project Manager	1	1	1
Auto Mechanic	56	56	57
Automotive Attendant	2	2	2
Automotive Body Technician	2	2	1
Bridge Inspection Engineer	1	1	1
Central Shop Area Supervisor	1	1	1
Central Shop Manager	1	1	1
Central Shop Supervisor	1	1	1
Chief Engineer Officer	1	1	1
Chief of Engineering Program Implementation	0	0	1
Civilian Call Taker	7	7	7
Communications Supervisor	4	4	4
Construction Contract Supervisor	1	1	1
Contract Administrator	1	1	1
Contract Analyst	2	2	3
Contract Payment Expeditor	3	3	2
Contract Payment Expeditor Supervisor	1	1	1
Deputy Chief of Program Controls	1	1	1
Deputy Chief of Program Implementation	2	2	4
Deputy Dispatch Manager	0	1	1
Dispatch Manager	1	1	1
Document Control Manager	1	1	1
Document Control Specialist	1	1	1
Engineering Budget and Procurement Manager	1	1	1
Engineering Document Administrator	1	1	1
Equipment Operator Laborer	313	325	325
Executive Permit & Utility Manager	0	0	1
Executive Project Engineer	2	2	2
Executive Project Manager	4	4	3
Executive Secretary	3	3	3
Fiber Optic Utilities Relocation Manager	1	1	1
Fleet District Manager	2	2	2
Fleet District Supervisor	0	1	1
Fleet Manager	1	1	1
Fleet Supervisor	0	1	1
Fleet Systems Administrator	1	1	1
General Manager of Contract Services	0	0	1
General Manager of Engineering	1	1	0
General Manager of Maintenance and Traffic	1	1	1
ITS Deployment Engineer	1	1	1

Position Title	FY2018	FY2019	FY2020
ITS Document & Inventory Tech	1	1	1
ITS Field Technician	2	2	2
ITS Manager	0	0	1
Lead Traffic Operations Technician	1	1	0
Maintenance Section Manager	12	12	12
Maintenance Section Supervisor	13	13	13
Maintenance Systems Analyst	1	1	1
Maintenance Systems Support Clerk	1	1	0
Management Operations Specialist	1	1	0
Materials Engineer	1	1	1
Night Supervisor	0	1	1
Overweight/Over Dimension Permit Technician	1	1	1
Part Time Data Technician	1	1	1
Parts Clerk	12	12	12
Permit and Utilities Manager	1	1	0
Policy Analyst	1	1	1
Project Manager	3	3	2
Project Manager/Engineer	1	1	1
Quality Auditor	1	1	1
Quality Manager	1	1	0
Roadway Electrical Manager	1	1	1
Roadway Lighting Laborer	10	10	13
Roadway Maintenance Administrator	1	1	1
Roadway Maintenance District Manager	2	2	2
Roadway Maintenance Manager	1	1	1
Secretary III	2	2	2
Section Clerk	16	16	17
Senior Project Engineer	4	4	6
Senior Project Manager	4	4	2
Sign Maker Hanger	15	15	16
Sign Shop Manager	1	1	0
Sign Shop Supervisor	1	1	1
Telecommunicator	21	23	23
Traffic and Incident Manager	1	1	1
Traffic Operations Center Manager	1	1	1
Traffic Operations Center Supervisor	1	1	1
Traffic Operations Manager	1	1	0
Traffic Operations Technician	12	12	12
Traffic Permit Technician	2	2	2
Utilities/IGA Coordinator	1	1	1
Utility & Permit Administrator	1	1	0

Position Title	FY2018	FY2019	FY2020
Utility and Permit Administrator	1	1	1
Utility Technician	1	1	1
Web-Based Project Management Systems Manager	1	1	1
Welder	6	6	6
TOTAL	586	604	604

EXHIBIT 40

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EXECUTIVE OFFICE AND DIRECTORS

SUMMARY

The Executive Office and Directors are comprised of nine appointed directors including the Board Chairman, two ex-officio directors and the executive management staff. This office provides the management expertise to conceptually identify and set policies for the Tollway agency. This office also develops and implements a strategic plan that allows for the efficient and effective use of all available resources to accomplish the Tollway’s mission.

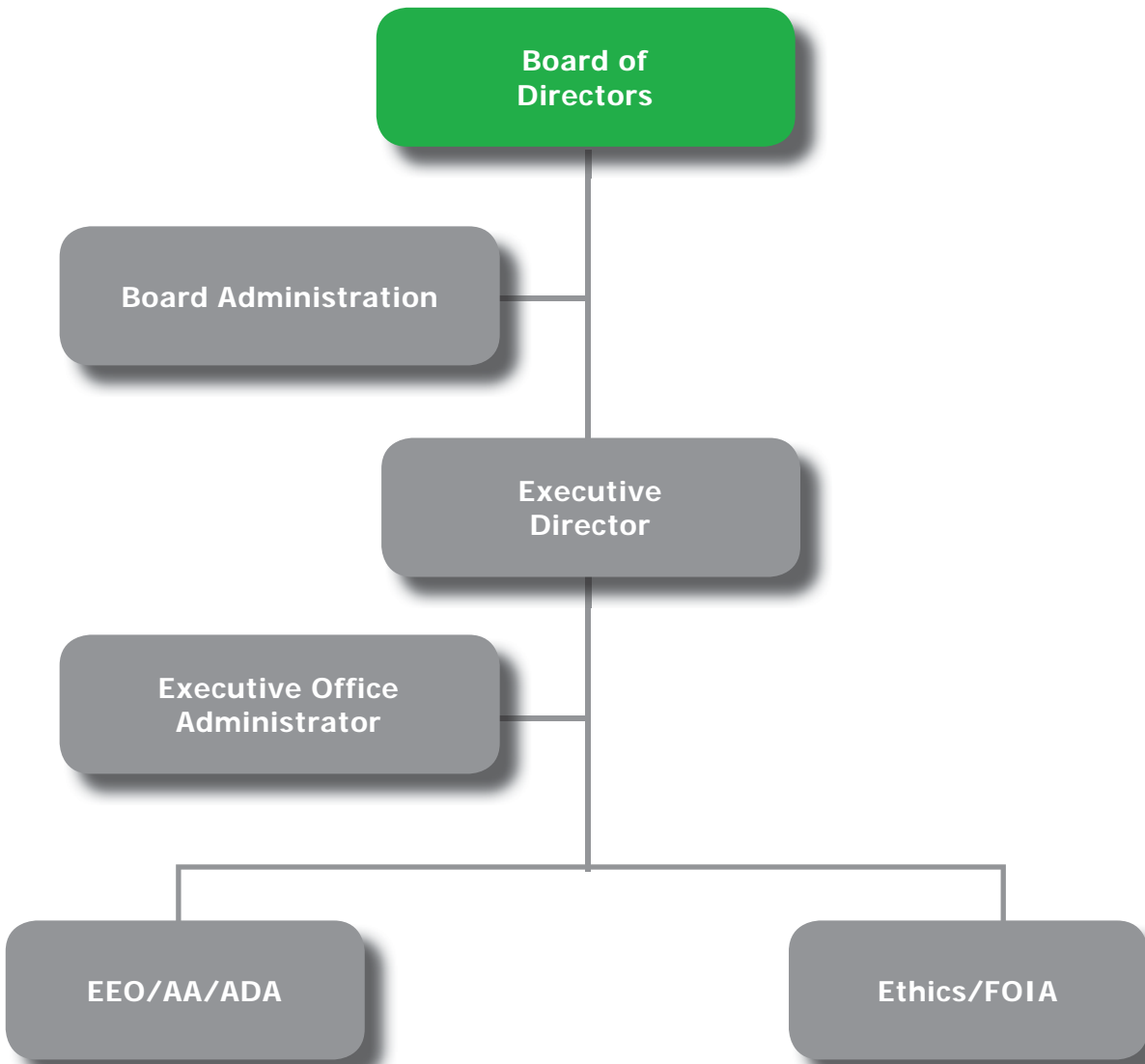


EXHIBIT 41

Executive Office and Directors



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$1,381,468	\$1,372,457	\$1,512,897	\$140,440	
FICA and Retirement	662,531	721,181	749,512	28,331	
Payroll Sub-Total	\$2,043,999	\$2,093,638	\$2,262,409	\$168,771	8.1%
Outside Services	18,306	240,000	240,000	-	
Dues, Books and Subscriptions	39,278	58,000	58,000	-	
Other Expenses	7,448	26,000	26,000	-	
Travel	22,734	25,000	25,000	-	
Supplies - Office	4,048	8,500	8,500	-	
Advertising and Promotion	6,268	5,300	5,300	-	
Supplies - Operational	3	3,000	3,000	-	
Other Capital Equipment	-	2,000	2,000	-	
Postage and Express	724	1,300	1,300	-	
Employee Training	1,216	1,000	1,000	-	
Printing and Publications	-	800	800	-	
Office Equipment-Maintenance	-	300	300	-	
Office Equipment	620	-	-	-	
Other Operating Sub-Total	\$100,645	\$371,200	\$371,200	\$0	0.0%
Recovery of Expenses	(85)	-	-	-	
DEPARTMENT TOTAL	\$2,144,559	\$2,464,838	\$2,633,609	\$168,771	6.8%

EXHIBIT 42

The Fiscal Year 2020 Budget Request is \$2.6 million, an increase of \$169 thousand or 6.8 percent above the Fiscal Year 2019 Budget amount. Total payroll is \$2.3 million and includes 11 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries increased by \$140 thousand compared to the 2019 Budget. This increase includes 2020 salary adjustments.
- FICA and Retirement increased by \$28 thousand compared to the 2019 Budget due to the average SERS Pension Contribution Rate.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Executive Office and Directors - 2019 Accomplishments
1,2,3,4	Led completion of year eight of <i>Move Illinois: The Illinois Tollway Driving the Future</i> , a 15-year, \$14 billion capital program. 2019 represented a significant investment in infrastructure with capital spending estimated at nearly \$925 million.
1,2,3	Advanced board action enabling construction on critical components of the Central Tri-State Tollway (I-294) Project, including the Mile Long Bridge and the BNSF Railway Bridge.
1,2,3	Promoted critical management contracts for the design and construction of the Illinois Route 390/I-490 Interchange and the new I-490 Tollway, projects necessary to successfully deliver the remaining portion of the Elgin O’Hare Western Access Project.
1,2	Developed enhanced criteria and new RFP aimed at strengthening the Illinois Tollway’s Technical Assistance program, emphasizing metrics-based programmatic delivery and enhanced business training tools.
1,2,3,4	Enabled administrative advancements on hiring initiatives aimed at reducing hiring backlogs, strengthening the Tollway’s hiring process, and further driving organizational efficiency.
2,3	Continued to deliver resources aimed at implementing the state mandated ERP implementation further adopting the fiscal, budgetary and procurement tracking modules.
3	Began efforts to strengthen and streamline Tollway procurement efforts agencywide through the reorganization of internal procurement efforts across all agency functions.
	The Illinois Tollway and its team received a variety of awards including:
1,2,3,4	The International Bridge, Tunnel and Turnpike Association awarded a 2019 Toll Excellence Award in the category of Toll Operations, Engineering and Maintenance to the Illinois Tollway for the agency’s Customer Relationship Management System, which was developed to handle the growth of revenue and transactions following the launch of the <i>Move Illinois</i> Program.
	The American Concrete Institute, Illinois Chapter, awarded an inaugural Excellence in Concrete Construction Award to the Illinois Tollway for the innovative use of concrete in the reconstruction of the I-290 Interchange Project at the Illinois Route 390 Tollway.
	The Illinois Technology Transfer Center selected the Illinois Tollway’s Safety Sprayer as the statewide winner of its Build a Better Mousetrap Competition, which highlights

Outcomes	Executive Office and Directors - 2019 Accomplishments
1,2,3,4	<p>innovative solutions to everyday problems and issues that transportation workers encounter. The Safety Sprayer was built and modified by Tollway field personnel to improve pesticide applications and reduce potential exposure.</p> <p>The Chicago Latino Caucus Foundation presented Illinois Tollway Executive Director José Alvarez its 2019 Champion of the Year for his unwavering commitment to the principles of equality, opportunity and progress for diverse communities throughout the Chicago region.</p>

EXHIBIT 43-1

2020 GOALS AND OUTCOMES

Outcomes	Executive Office and Directors - 2020 Goals/Objectives
1,2,3,4	Continue to provide leadership for a safe and efficient system of toll-supported highways while ensuring the highest possible level of customer service.
1,2,3,4	Refocus efforts on customer centered operations, working to align customer policies with leadership’s values while developing new ways to deliver customer service as technology continues to evolve the way organizations interact with the public.
1,2,3,4	Lead implementation of year nine of <i>Move Illinois: The Illinois Tollway Driving the Future</i> , the Tollway’s 15-year, \$14 billion capital program.
3	Continue strengthening the procurement process consolidating agency-wide procurement into a comprehensive procurement and compliance department.
1,2,3,4	Continue to partner with local communities and governments to provide new access and economic development opportunities along the Tollway system.
1,2,3	Drive further progress towards the goal of creating opportunities for diverse and economically disadvantaged businesses and communities.
2,3,4	Continue to successfully deliver construction projects on time and within budget, including continued delivery of the Central Tri-State Tollway (I-294) Project, the new I-490 Tollway, as well as systemwide bridge preservation and other improvements.

EXHIBIT 43-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Administrative Manager to the Board	1	1	1
Chief Operating Officer	1	1	1
Deputy Chief of Staff	1	1	1
EEO Administrative Specialist	1	1	1
EEO Clerk	1	1	1
EEO/AA/ADA Officer	1	1	1
Ethics Officer/FOIA Officer	1	1	1
Executive Director	1	1	1
Executive Office Administrator	1	1	1
Executive Secretary	1	1	1
FOIA Assistant	1	1	1
TOTAL	11	11	11

EXHIBIT 44

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FINANCE

SUMMARY

The Department of Finance is responsible for general accounting, financial reporting, capital and operations budgeting, treasury functions, accounts payable, payroll, risk management and toll revenue audit for the Tollway. In addition, Finance manages all bond, cash and investment analysis and helps coordinate the financial position of the annual audit of the agency.



EXHIBIT 45



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$2,977,136	\$3,141,650	\$3,559,559	\$417,909	
FICA and Retirement	1,383,301	1,899,370	2,207,283	307,913	
Payroll Sub-Total	\$4,360,437	\$5,041,020	\$5,766,842	\$725,822	14.4%
Employee Group Insurance	31,653,579	36,016,468	32,000,000	(4,016,468)	
Worker's Compensation Insurance	4,970,862	8,025,985	7,979,000	(46,985)	
Outside Services	2,550,870	3,830,000	3,825,000	(5,000)	
Property Insurance	2,342,554	3,600,000	3,607,790	7,790	
Bank Charges	136,327	135,000	150,000	15,000	
Bond Trustee	38,436	50,000	50,000	-	
Supplies - Office	22,876	28,000	28,000	-	
Supplies - Operational	2,790	3,500	23,500	20,000	
Postage and Express	13,568	20,025	20,100	75	
Employee Training	1,430	8,000	16,500	8,500	
Office Equipment	796	12,600	9,600	(3,000)	
Dues, Books and Subscriptions	4,296	7,500	9,500	2,000	
Contracted Maintenance Service	-	5,600	5,600	-	
Travel	2,455	4,750	5,500	750	
Printing and Publications	-	2,500	2,000	(500)	
Other Expenses	329	1,500	1,500	-	
Advertising and Promotion	-	1,228	1,228	-	
Office Equipment-Maintenance	-	1,000	800	(200)	
Telephone	318	500	500	-	
Armored Truck Service	5,984	-	-	-	
Other Operating Sub-Total	\$41,747,469	\$51,754,156	\$47,736,118	(\$4,018,038)	(7.8%)
Recovery of Expenses	(71,769)	(110,000)	(110,000)	-	
DEPARTMENT TOTAL	\$46,036,138	\$56,685,176	\$53,392,960	(\$3,292,216)	(5.8%)

EXHIBIT 46

The Fiscal Year 2020 Budget Request is \$53.4 million, a decrease of \$3.3 million or 5.8 percent below the Fiscal Year 2019 Budget amount. Total payroll is \$5.8 million and includes 65 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages increased by \$418 thousand compared to the 2019 Budget. This increase reflects additional positions as well as 2020 salary and wage adjustments.
- FICA and Retirement increased by \$308 thousand compared to the 2019 Budget due to additional positions, 2020 salary and wage adjustments and an increase in the average SERS Pension Contribution Rate from 52.75 percent to 54.36 percent.

- Group Insurance decreased by \$4 million over the 2019 Budget level this decrease is based on projected employee enrollment, employee contributions towards their insurance coverage and lower cost of coverage for employees that have recently changed plans. This account includes group medical, dental, optical and life as well as retiree health and life insurance.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Finance - 2019 Accomplishments
3	Successfully completed the implementation and migration to the SAP system.
3	Completed the year end close and financial statement preparation within the normal (pre-SAP) timelines and met all external audit deadlines, while implementing GASB 75 – Accounting and Reporting for Postemployment Benefits other than pension plans.
3	Received the Government Finance Officers’ Association (GFOA) Certificate of Financial Reporting Excellence for the 22nd consecutive year.
2	Develop processes along with other departments for automatic toll payment machines as additional functionality is tested and rolled out to the machines on the system.
3	Worked with outside collection agencies to refine collection rules and processes.
3	Worked with Business Systems to implement merchant card provider change from Vantiv (Worldpay) to First Data.
3	Awarded the “Go the Extra Mile” Safety Cup to M-5 for the best Safety Score based on 3 criteria annually.
3	Implemented the JSA (Job Safety Analysis) program at M-Sites.

EXHIBIT 47-1

2020 GOALS AND OUTCOMES

Outcomes	Finance - 2020 Goals/Objectives
3	Improve methods of using the SAP system and enhance staff comfort with the system.
3	Refine the process to properly record intergovernmental agreement activity in the Tollway financial statements.
3	Complete the RFP process for banking services.
3	Update payroll systems for changes required by collective bargaining agreements.
3	Monitor and assist in the development of the back-office system reports to accurately capture and report toll revenue, I-PASS and violation data.
3	Refine Enterprise Resource Planning (ERP) processes as system matures.
3	Improve collaboration with departments within and outside of Finance in order to improve the flow of information.
3	Enhance the Workplace Safety Program, including implementing new policies and procedures relating to OSHA required programs/training. Enhance procedures to track and investigating new injuries and review and amend if necessary policies and procedures to reduce risk of employee injuries.
3	Identify confined spaces at Tollway facilities and provide practices and procedures per the OSHA requirements.
3	Monitor market conditions in order to refund a portion of the Tollway’s synthetic fixed rate bonds to reduce risk associated with third party liquidity and swap providers.
3	Issue Bonds as necessary to finance the <i>Move Illinois</i> Program at or below planned costs.

EXHIBIT 47-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Accountant	2	1	2
Accounts Payable Representative	6	7	7
Administrative Specialist	0	1	1
Assistant Supervisor Accounts Payable	1	1	2
Budget Analyst	1	2	2
Budget/General Accounting Clerk	1	1	1
Capital Budget Analyst	3	3	3
Capital Budget Manager	1	1	1
Capital Finance Analyst	1	1	1
Cashier	1	1	1
Cashier Supervisor	1	1	1
Cashier/General Accounting Assistant	3	3	3
Chief Accountant	2	2	2
Chief Financial Officer	1	1	1
Construction Insurance Analyst	1	1	1
Controller	1	1	1
Debt Manager	1	1	1
Deputy Chief of Finance	1	1	1
Disbursement Control Supervisor	1	2	1
Emergency Services Collection Analyst	1	1	1
Executive Secretary	1	1	1
Financial Planning Analyst	1	1	1
Fiscal Operations Manager	1	1	1
Insurance Claims Supervisor	1	1	1
Insurance Risk Manager	1	1	1
Manned Lanes Control Clerk	1	1	1
Payroll Analyst	4	4	4
Payroll Manager	1	1	1
Payroll Supervisor	1	1	1
Project Accountant	3	4	4
Project Administrator	2	2	2
Property Recovery Analyst	1	1	1
Revenue Specialist	0	0	1
Safety Supervisor	0	2	3
Secretary III	1	1	1
Senior Accountant	4	4	4
Supervisor Workers Comp Claims	1	1	1
Toll Audit Manager	1	1	1
Toll Audit Supervisor	1	1	1
TOTAL	56	62	65

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ILLINOIS STATE POLICE DISTRICT 15

SUMMARY

Illinois State Police (ISP) District 15, one of 21 Districts of the Illinois State Police, is responsible for providing comprehensive law enforcement services to the entire Tollway system. District 15 patrols the Tollway system to enforce speed limits, traffic laws, assist disabled motorists and provide special details for operations, such as overweight vehicles. The District 15 commander reports to the Tollway Executive Director and to the Director of the ISP. District 15 is a unique ISP District serving a mobile community comprised of travelers from across the country along with local commuters. Troopers assigned to District 15 cover the Tollway system in 12 counties and coordinate with five other ISP Districts. District 15 operates and is solely responsible for a truck task force and special enforcement teams made up of a K-9 anti-drug unit, a motorcycle patrol unit, a comprehensive investigative unit, an administrative team and patrol operations.



Illinois State Police District 15

EXHIBIT 49



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$18,799,741	\$19,589,175	\$18,987,442	(\$601,733)	
FICA and Retirement	9,483,554	10,653,862	10,635,595	(18,267)	
Payroll Sub-Total	\$28,283,296	\$30,243,037	\$29,623,037	(\$620,000)	(2.1%)
Employee Group Insurance	4,842,594	3,400,000	3,800,000	400,000	
Police Capital Equipment	35,421	175,000	400,000	225,000	
Supplies - Operational	153,195	375,000	375,000	-	
Office Equipment-Maintenance	147,165	155,000	150,000	(5,000)	
Supplies - Office	46,903	150,000	150,000	-	
Uniforms and Accessories	103,163	100,000	100,000	-	
Outside Services	48,645	78,000	78,000	-	
Employee Training	20,849	25,000	25,000	-	
Postage and Express	15,367	22,000	22,000	-	
Replacement Parts	8,319	20,000	20,000	-	
Telephone	23,034	17,000	17,000	-	
Dues, Books and Subscriptions	16,291	14,000	14,000	-	
Tools and Equipment	-	6,000	6,000	-	
Travel	5,135	5,000	5,000	-	
Office Equipment	-	5,000	5,000	-	
Contracted Maintenance Service	-	4,000	4,000	-	
Printing and Publications	228	1,000	1,000	-	
Other Expenses	50	400	400	-	
Other Operating Sub-Total	\$5,466,358	\$4,552,400	\$5,172,400	\$620,000	13.6%
Recovery of Expenses	(3,613)	(5,000)	(5,000)	-	
DEPARTMENT TOTAL	\$33,746,040	\$34,790,437	\$34,790,437	0	0.0%

EXHIBIT 50

The fiscal year 2020 Budget request is \$34.8 million, no increase or zero percent above the Fiscal Year 2019 Budget amount. Total payroll is \$29.6 million for 16 civilian positions and 196 State Troopers.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages decreased by \$602 thousand compared to the 2019 Budget. This decrease reflects the 2020 phasing of vacant positions.
- FICA and Retirement decreased by \$18 thousand compared to the 2019 Budget. The average SERS Pension Contribution Rate increased from 52.75 percent to 54.36 percent.
- Employee Group Insurance increased by \$400 thousand based on current costs.
- Police Capital Equipment increased by \$225 thousand due to the need to equip new patrol vehicles.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Illinois State Police - 2019 Accomplishments
2	Acquired 200 AST -FST portable breath testers to increase the efficiency of District 15 Troopers to more accurately detect impaired driving.
2	Acquired and replaced the District 15 inventory of emergency vehicle lighting. The replacement and upgrade increased the capabilities and significantly reduce maintenance cost of the aging lighting hardware.
2,3,4	Acquired a cleaning and maintenance contract for the District 15 range to include filter replacement. The annual contract provides a safe and healthier work environment and reduces lead exposure to personnel.
2,3	Continued to partner with Tollway engineers and the Traffic and Incident Management System (TIMS) center, utilizing intelligence-led policing concepts to promote public safety by improving in the four areas of traffic safety: education, enforcement, engineering and emergency medical services.
2,3	Acquired 200 doses of Naloxone to replace the expiring District 15 supply. This emergency drug has been administered by first responders to subjects who have overdosed on heroine to immediate reverse the deadly consequences of the illegal narcotic.

EXHIBIT 51-1

2020 GOALS AND OUTCOMES

Outcomes	Illinois State Police District 15 - 2020 Goals/Objectives
2,3	Continue to reduce fatalities and serious injury accidents by strong enforcement of “fatal four” violations: DUI, speeding, occupant restraints and distracted driving. This includes stringent motor carrier safety enforcement.
2	Acquire additional dual antenna radar units for the District 15 patrol car fleet. Directional radar speed timing devices provide more effective enforcement of speed violations, improve the safety of the motoring public and reduce the chances of traffic crashes.
2,3	Acquire 14 GPS crash reconstruction mapping devices to enhance the efficient and effective investigation of serious crash scenes along with decreasing the time required for the investigations in order to reduce the chance of secondary crashes and opening the traffic lanes faster.
2,3	Acquire three K-9s to replace the current District 15 K-9s which are being retired due to age. The new K-9s will reinforce our continued commitment to prevent the illegal and illicit trafficking of narcotics through the Illinois Tollway corridor.

Outcomes

Illinois State Police District 15 - 2020 Goals/Objectives

2,3

Acquire two handheld x-ray imagers to support the District’s Criminal Interdiction Team and to support the safety of personnel and Tollway by having devices readily available to offer a safer method of inspecting sealed packages.

EXHIBIT 51-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Administration Secretary	1	1	1
Crash Report Call Taker	1	1	1
Executive Secretary	1	1	1
Information Processor Operator	5	5	5
Investigations Secretary III	1	1	1
Police Records Analyst	1	1	1
Police Records Specialist	1	1	1
Police Records Specialist/Courts	2	2	2
Support Services Manager	1	1	1
Support Services/Assistant Time Keeper	1	1	1
Video Surveillance Supervisor	1	1	1
TOTAL	16	16	16

Note: Headcount does not include sworn personnel

EXHIBIT 52

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INFORMATION TECHNOLOGY DEPARTMENT

SUMMARY

The Information Technology Department is responsible for planning, directing and controlling all information technologies and telecommunications, as well as providing the Tollway with strategic guidance and user/client services.

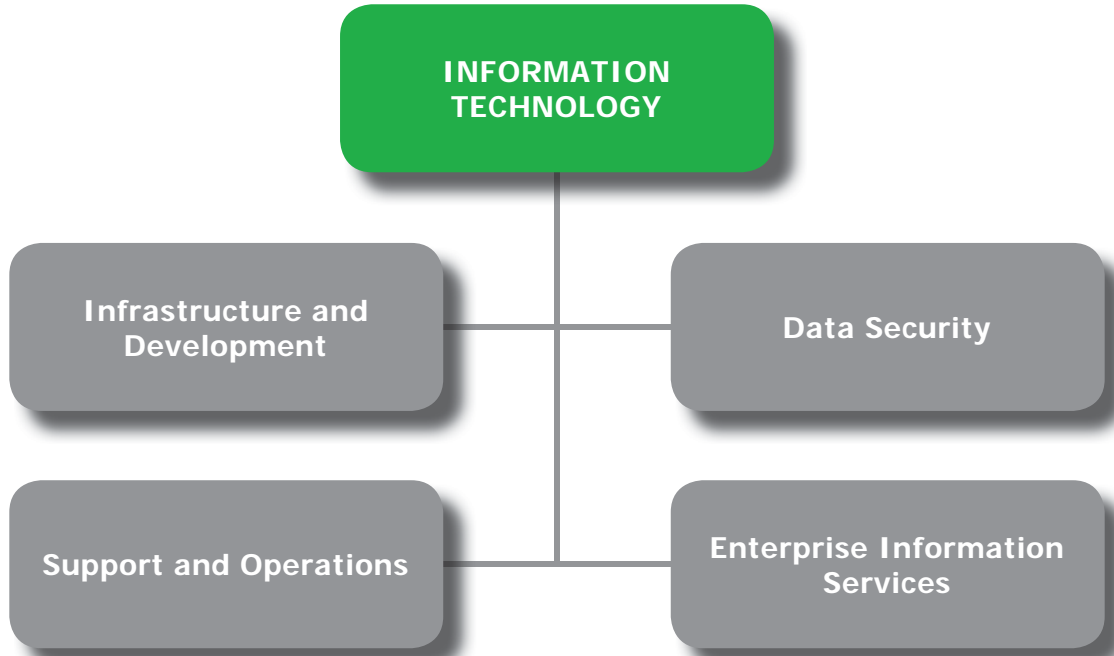


EXHIBIT 53



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$3,099,528	\$3,536,028	\$3,804,875	\$268,847	
FICA and Retirement	1,788,228	2,135,762	2,359,403	223,641	
Payroll Sub-Total	\$4,887,756	\$5,671,790	\$6,164,278	\$492,488	8.7%
Office Equipment-Maintenance	6,359,526	8,225,000	8,829,476	604,476	
Consulting Services	2,349,851	4,345,000	6,582,152	2,237,152	
Contracted Maintenance Service	718,395	800,000	990,000	190,000	
Outside Services	1,427	711,600	711,600	-	
Telephone	406,498	600,000	600,000	-	
Replacement Parts	111,311	142,200	152,400	10,200	
Supplies - Operational	23,487	44,150	44,400	250	
Materials - Operational	18,875	30,200	27,100	(3,100)	
Supplies - Office	4,090	7,100	22,000	14,900	
Tools and Equipment	5,145	8,200	8,100	(100)	
Office Equipment	-	5,000	5,000	-	
Employee Training	4,740	4,000	4,000	-	
Dues, Books and Subscriptions	2,063	2,500	2,500	-	
Postage and Express	1,026	950	1,300	350	
Other Capital Equipment	-	1,500	1,000	(500)	
Printing and Publications	879	1,200	1,000	(200)	
Uniforms and Accessories	567	900	600	(300)	
Travel	158	500	500	-	
Other Expenses	-	300	300	-	
Other Operating Sub-Total	\$10,008,037	\$14,930,300	\$17,983,428	\$3,053,128	20.4%
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$14,895,794	\$20,602,090	\$24,147,706	\$3,545,616	17.2%

EXHIBIT 54

The fiscal year 2020 Budget request is \$24.1 million, an increase of \$3.6 million or 17.2 percent above the fiscal year 2019 Budget amount. Total payroll is \$6.2 million and includes 48 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages increased by \$269 thousand compared to the 2019 Budget. This increase reflects additional positions as well as 2020 salary and wage adjustments.
- FICA and Retirement increased by \$224 thousand compared to the 2019 Budget due to additional positions, 2020 salary and wage adjustments and an increase in the average SERS Pension Contribution Rate from 52.75 percent to 54.36 percent.
- Consulting Services increased by \$2.2 million, more work needed to be done through SDI to do software upgrades for Unisys, Kronos, ERP and RSM.

- Office Equipment-Maintenance increased by \$604 thousand, due to new and ongoing software maintenance for Accenture Tolling Solutions, Back Office Support, Smartnet, Microsoft Assurance and Oracle. In addition; this category includes Unisys mainframe, Kronos and Datawatch (cold storage for the mainframe reports).
- Contracted Maintenance Service increased by \$190 thousand due to a need for PCI audit and Disaster Recovery evaluations.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Information Technology - 2019 Accomplishments
2,3	Continued to support Enterprise Resource Planning (ERP) Project implementation efforts.
2	Completed hyper-converged private cloud technology implementation; migration of vendor and corporate systems underway.
2,3	Upgraded Tollway local area wireless infrastructure.
2	Continued to support Tollway enterprise initiatives.
2	Continued to perform cyber-security assessments, remediation activities and enhancements, including upgrade and consolidation of the existing firewall infrastructure and mainframe encryption.
2,3	Implemented agency IT Governance policy and processes.
2,3	Initiated replacement of PCB-based workstations and un-supported operating systems with newer, more secure workstations/OS.
2,3	Initiated upgrade of radio infrastructure to accommodate interoperability with local municipalities.
2,3	Implementation of Citrix Sharefile for the secure file transfer and collaboration.

EXHIBIT 55-1

2020 GOALS AND OUTCOMES

Outcomes	Information Technology - 2020 Goals/Objectives
2,3	Continue Enterprise Resource Planning (ERP) Project implementation efforts (i.e. payroll, time and attendance, human capital management).
2	Continue to support Tollway enterprise initiatives.
2	Continue to perform cyber-security assessments, remediation activities and enhancements.
2,3	Complete replacement of PC-based workstations and un-supported operating systems with newer, more secure workstations/OS.
2,3	Complete upgrade of radio infrastructure to accommodate interoperability with local municipalities.
2,3	Complete installation of outfitting District 15 vehicles and HELP trucks with high-definition cameras.
2,3	Complete Tollway wireless infrastructure implementation, including Wireless Wide Area Network (WWAN) and Wireless Local Area Network (WLAN).

EXHIBIT 55-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Antenna Specialist	1	1	1
Application Developer Manager	1	1	1
Chief of Information Technology	1	1	1
Communications Equipment Operator	1	1	0
Computer Operator	1	1	1
Data Center Operations Manager	1	1	1
Deputy Chief of Business Systems	1	1	1
Deputy Chief of IT - Infrastructure and Development	1	1	1
Deputy Chief of Security	1	1	1
Deputy Manager Strategic Initiatives	1	0	0
Desktop Support Technician	3	3	3
Enterprise Customer Service Manager	0	0	1
Enterprise Information Services Manager	1	1	1
Executive Secretary	1	1	1
Field Network Technician	4	4	4
Field Operations Manager	1	1	1
Inventory Control Clerk	1	1	1
IT Business Development Coordinator	1	1	1
Mobile Bench Technician	2	2	2
Mobile Installer	3	3	3
Mobile Shop Manager	1	1	1
Net Developer	0	0	1
Network Administrator	0	0	1
Network Manager	0	0	1
Network Support Manager	1	1	1
Network Technician	1	1	1
PBX Technician	1	1	1
Project Manager	0	0	1
Secretary III	1	1	0
Security Administrator	1	1	1
Senior Computer Operator	1	1	1
Senior Manager of Strategic Initiatives	1	0	0
Senior Software Engineer	2	2	1
Senior Systems Analyst	4	4	3
SharePoint Developer	0	0	1
System Administrator	1	2	3
System Technician I	4	4	4
Systems Architecture and Engineering Manager	1	1	0
TOTAL	47	46	48

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INTERNAL AUDIT

SUMMARY

The Internal Audit Department promotes accountability and integrity by conducting independent audits and reviews regarding the efficiency and effectiveness of Tollway operations. The Internal Audit Department is responsible for recommending improvements and changes that increase the economy, efficiency and effectiveness of Tollway projects and processes. It advises departments on techniques, controls and best practices for mitigating risks, while promoting the highest professional and ethical standards in the issuance and oversight of contracts and ensures accountability and integrity in the handling of public revenues received by the Tollway.



INTERNAL
AUDIT

EXHIBIT 57



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$410,602	\$409,109	\$538,138	\$129,029	
FICA and Retirement	235,911	247,705	333,698	85,993	
Payroll Sub-Total	\$646,513	\$656,814	\$871,836	\$215,022	32.7%
Consulting Services	-	275,000	150,000	(125,000)	
Employee Training		10,000	17,500	7,500	
Supplies - Office	2,062	2,500	2,500	-	
Travel	5,275	1,500	2,500	1,000	
Dues, Books and Subscriptions	2,120	1,200		1,300	
Office Equipment	797	800	800	-	
Telephone	477	300	400	100	
Supplies - Operational	5	-	-	-	
Other Operating Sub-Total	\$20,960	\$291,300	\$176,200	(\$115,100)	(39.5%)
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$667,473	\$948,114	\$1,048,036	\$99,922	10.5%

EXHIBIT 58

The Fiscal Year 2020 Budget Request is \$1.0 million, an increase of \$100 thousand or 10.5 percent above the Fiscal Year 2019 Budget amount. Total payroll is \$872 thousand and includes 6 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages increased by \$129 thousand compared to the 2019 Budget. This increase reflects an additional position and 2020 salary and wage adjustments.
- FICA and Retirement increased by \$86 thousand compared to the 2019 Budget due to the average SERS Pension Contribution Rate increased from 52.75 percent to 54.36 percent.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Internal Audit - 2019 Accomplishments
3	Cycle Audits – Completed four required cycle audits including Agency Organization and Management, Personnel and Payroll, Expenditure Control, and Purchasing and Procurement.
3	Fiscal Control and Internal Auditing Act (FCIAA) requirements - Completed all administrative requirements set forth within the Fiscal Control and Internal Auditing Act, including, but not limited to, development of the two-year plan, presentations to the Board and Executive management on Internal Audit activities, completion of the annual certification letter to the Auditor General of the State of Illinois.
3	Audit Follow-Up - Performed follow-ups on all 2018 internal and external audit findings presented to management.
3	External Audit Coordination – Coordinated the external audits for the compliance examination, Payment Card Industry (PCI) assessment and other outsourced assurance reviews.
3	Additional Audits – Performed vendor audits and risk-based audits on Tollway operations.
3	Performed audit activities that have helped the Tollway safeguard assets; promote accountability; ensure compliance with laws, regulations, policies, procedures, generally accepted industry standards and verify the accuracy and reliability of accounting data.
3	Implemented audit management software that increased the efficiency and productivity of the audit process including risk assessment, scheduling, planning, execution, review, report generation and storage.

EXHIBIT 59-1

2020 GOALS AND OUTCOMES

Outcomes	Internal Audit - 2020 Goals/Objectives
3	Complete required cycle audits including Administrative Support Services, Budgeting, Accounting and Reporting; Revenues and Receivables; Property, Equipment, and Inventory; Electronic Data Processing; and Grant Administration.
3	Perform additional noncyclical audits based on annual risk assessment results.
3	Coordinate with external auditors and Tollway management on various audit engagements to ensure proper communication and efficiency.
3	Provide consulting services on system implementations, data analysis, and other areas of management, as requested to help add value and improve governance, risk management, and control processes.
3	Ensure all staff pursue continuous professional development that lead to professional and ethical proficiency expected in the profession of internal auditing.
3	Complete required peer review which provides assurance to Tollway management that Internal Audit is operating effectively, efficiently, and within professional standards set by the State and other governing bodies.

EXHIBIT 59-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Chief Internal Auditor	1	1	1
Internal Audit Manager	1	1	1
Internal Auditor	2	2	2
Secretary III	1	1	1
Senior Construction Auditor Manager	0	0	1
TOTAL	5	5	6

EXHIBIT 60

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LEGAL

SUMMARY

The Legal Department is a bureau of the Office of the Attorney General of the State of Illinois assigned to provide legal services to the Tollway. The General Counsel reports to the Tollway Chief Executive Officer, the Tollway Executive Director and the Illinois Attorney General. The department provides legal assistance in all aspects of Tollway operations, including contract preparation, financing operations, construction activities and employee labor relations.

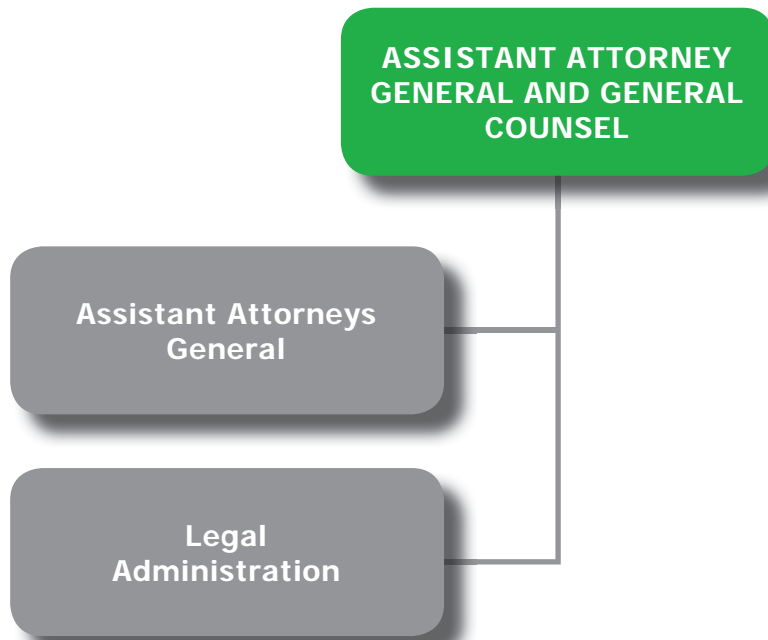


EXHIBIT 61



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$862,262	\$1,051,424	\$1,050,390	(\$1,034)	
FICA and Retirement	490,925	635,060	651,194	16,134	
Payroll Sub-Total	\$1,353,187	\$1,686,484	\$1,701,584	\$15,100	0.9%
Outside Services	82,132	220,000	200,000	(20,000)	
Dues, Books and Subscriptions	5,182	6,300	7,000	700	
Employee Training	1,708	4,000	6,000	2,000	
Travel	1,533	5,000	5,500	500	
Supplies - Office	1,013	4,900	5,000	100	
Other Expenses	382	3,000	3,000	-	
Postage and Express	1,080	1,900	2,500	600	
Other Operating Sub-Total	\$93,030	\$245,100	\$229,000	(\$16,100)	(6.6%)
Recovery of Expenses	(3,228)	(6,000)	(5,000)	1,000	
DEPARTMENT TOTAL	\$1,442,990	\$1,925,584	\$1,925,584	\$0	0.0%

EXHIBIT 62

The Fiscal Year 2020 Budget Request is \$1.9 million, no increase or zero percent above the Fiscal Year 2019 Budget amount. Total payroll is \$1.7 million and includes 11 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages decreased by \$1 thousand compared to the 2019 Budget.
- FICA and Retirement increased by \$16 thousand compared to the 2019 Budget due to the average SERS Pension Contribution Rate increased from 52.75 percent to 54.36 percent.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Legal - 2019 Accomplishments
3	Oversaw and resolved new bond matters and issues regarding strength of credit.
3	Continued management and defense of Tollway litigation.
2	Oversaw developments in land acquisition matters in coordination with Planning.
1,2,3	Completion of contracts in support of I-490 Tollway Project and Central Tri-State Tollway (I-294)Project.

EXHIBIT 63-1

2020 GOALS AND OUTCOMES

Outcomes	Legal - 2020 Goals/Objectives
2,3	Manage legal issues relating to bond issuances.
3	Manage and defend Tollway litigation.
2,3	Manage developments in land acquisition matters.
3	Establish bond counsel RFP pool through RFP process.

EXHIBIT 63-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Assistant Attorney General	2	2	4
Deputy General Counsel	1	1	1
Executive Secretary	1	1	1
General Counsel	1	1	1
Legal Secretary III	1	1	1
Property Management/Paralegal	1	1	1
Senior Assistant Attorney General	4	4	2
TOTAL	11	11	11

EXHIBIT 64

OFFICE OF THE INSPECTOR GENERAL

SUMMARY

The Office of the Inspector General (OIG) was created by statute (605 ILCS 10/8.5) to provide independent oversight essential to maintain public trust in the Illinois Tollway. OIG's mission is to foster effectiveness and efficiency in Tollway administration and operations by promoting integrity and accountability of the Tollway Board, Tollway employees, contractors and vendors. In furtherance of its mission, OIG works to detect, deter and prevent fraud, waste, abuse, corruption, misconduct and mismanagement. OIG reviews Tollway procedures and conducts investigations of alleged violations of law, rule or regulation and gross or aggravated misconduct or mismanagement. OIG reports its findings and makes recommendations to the Illinois Governor and General Assembly, the Tollway Board and Tollway management.

INSPECTOR GENERAL

EXHIBIT 65

Office of the Inspector General



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$581,770	\$701,344	\$694,382	(\$6,962)	
FICA and Retirement	331,370	423,612	430,574	6,962	
Payroll Sub-Total	\$913,140	\$1,124,956	\$1,124,956	\$0	0.0%
Dues, Books and Subscriptions	7,401	8,000	8,000	-	
Employee Training	4,606	8,000	8,000	-	
Office Equipment-Maintenance	-	8,000	8,000	-	
Supplies - Office	2,164	3,000	3,000	-	
Travel	288	2,000	2,000	-	
Office Equipment	-	1,000	1,000	-	
Supplies - Operational	960	500	500	-	
Postage and Express	181	400	400	-	
Printing and Publications	-	50	50	-	
Tools and Equipment	-	50	50	-	
Other Operating Sub-Total	\$15,600	\$31,000	\$31,000	\$0	0.0%
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$928,739	\$1,155,956	\$1,155,956	\$0	0.0%

EXHIBIT 66

The Fiscal Year 2020 Budget Request is \$1.2 million, no increase or zero percent above the Fiscal Year 2019 Budget amount. Total payroll is \$1.1 million and includes 8 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages decreased by \$7 thousand compared to the 2019 Budget. This decrease reflects the salary adjustments in the vacant positions.
- FICA and Retirement increased by \$7 thousand compared to the 2019 Budget due to the average SERS Pension Contribution Rate increased from 52.75 percent to 54.36 percent.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Inspector General - 2019 Accomplishments
2,3,4	Conducted investigations and reviews and issued reports with detailed findings and recommendations for addressing employee performance issues and improving policies and procedures to promote accountability and integrity in Tollway operations.
1,2,3	Provided investigative assistance to outside law enforcement agencies and other inspectors general offices to facilitate investigative and prosecutorial efforts that lead to successful prosecutions for theft.
1,2,3	Promoted outreach methods and efforts to ensure that Tollway employees, vendors and the public understand the Office of the Inspector General’s mission and know how to report matters.
2,3	Collaborated with the Ethics Officer and Legal to revise Bylaws and develop orientation for new board members, particularly respecting conflicts of interest.
4	Implemented Sharefile system to distribute reports to the Board electronically in a more secure fashion, which reduces the amount of paper generated.

EXHIBIT 67-1

2020 GOALS AND OUTCOMES

Outcomes	Inspector General - 2020 Goals/Objectives
2,3	Enhance outreach methods and efforts to ensure that Tollway employees, vendors and the public understand Office of the Inspector General’s mission and know how to report matters.
3	Continue to improve internal processes to enhance efficiency and ensure timeliness of investigations and reviews.
3	Ensure all staff maintain appropriate certifications and pursue continuous professional development necessary for proficiency expected of a professional investigative office.
1,2,3	Leverage technology solutions to enhance internal operational efficiency and reduce reliance on paper. Identify ways the Tollway as a whole can improve and/or mitigate environmental impact of operations and activities.

EXHIBIT 67-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Administrative Assistant	1	1	1
Deputy Inspector General	1	1	1
Inspector General	1	1	1
Investigator	1	3	4
Investigator - Auditor	1	1	0
Senior Investigator	1	1	1
TOTAL	6	8	8

EXHIBIT 68

PLANNING

SUMMARY

The Department is responsible for strategic programming and planning, intergovernmental agreements, environmental resource management and planning, landscaping/aesthetics, geographic information system (GIS), legislation and policy, community relations and property management. This department plays an integral part in the local, regulatory and agency coordination which supports the advancement of capital projects. The Planning Department leads the regional and long-range planning efforts by collaborating with various state, regional and local transportation and planning organizations, as well as numerous transportation, planning and environmental advocacy organizations.

Planning staff also develops and maintains systemwide GIS applications and manages the Traffic Engineer. The Traffic Engineer conducts traffic and revenue analysis to be compliant with Trust Indenture requirements.



EXHIBIT 69



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$1,123,310	\$1,217,771	\$1,171,147	(\$46,624)	
FICA and Retirement	592,636	735,534	726,228	(9,306)	
Payroll Sub-Total	\$1,715,946	\$1,953,305	\$1,897,375	(\$55,930)	(2.9%)
Consulting Services	322,874	447,600	420,000	(27,600)	
Office Equipment-Maintenance	69,644	86,900	84,600	(2,300)	
Dues, Books and Subscriptions	64,475	63,000	63,000	-	
Travel	15,250	10,000	15,000	5,000	
Supplies - Office	6,231	8,000	15,000	7,000	
Employee Training	8,945	6,000	6,000	-	
Telephone	1,988	3,600	3,600	-	
Supplies - Operational	-	150	150	-	
Postage and Express	124	-	-	-	
Other Operating Sub-Total	\$489,532	\$625,250	\$607,350	(\$17,900)	(2.9%)
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$2,205,478	\$2,578,555	\$2,504,725	(\$73,830)	(2.9%)

EXHIBIT 70

The Fiscal Year 2020 Budget Request is \$2.5 million, a decrease of \$74 thousand or 2.9 percent below the Fiscal Year 2019 Budget amount. Total payroll is \$1.9 million and includes 26 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages decreased by \$47 thousand compared to the 2019 Budget. This decrease reflects the phasing of vacant positions.
- FICA and Retirement decreased by \$9 thousand compared to the 2019 Budget. Due to the phasing of vacant positions. Offset by an increase in the average SERS Pension Contribution Rate from 52.75 percent to 54.36 percent.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS - PLANNING

Outcomes	Planning - 2019 Accomplishments
1,2,3	Collaborated with peer agencies to advance more than 30 intergovernmental agreements for acquiring land, partnering on cost share projects, leveraging Tollway, state and local funding to secure federal funds adding new interchanges and establishing future inter-governmental cooperation.
3	Conducted more than 300 stakeholder and community outreach events to collect, disseminate and educate elected officials, partner agencies, Tollway customers, property owners and the public on the status of various capital projects.
2,3	Continued the development and deployment of web-based geographic information systems applications to enhance efficiencies for managing the acquisition of right away, review of lane closures requests, identification of utilities within Tollway right-of-way, issue overweight/over dimension trucking permits and electronic dissemination of historic roadway plans.
1,2,3	By the end of 2019 will have acquired nearly 100 parcels of land for capital improvement projects.
3,4	Continued to identify and advance environmental and sustainability initiatives to comply with Tollway’s sustainability policy. Initiatives include chloride reduction initiatives to improve water quality, regional stormwater management partnerships to address flooding, continued advancement of a systemwide tree planting and native planting initiatives for improving air quality and biodiversity.
2,3	Partnered with statewide and regional trucking industries to identify opportunities to enhance customer service, provide operational improvements between intermodal facilities and interstate and to educate the trucking industry and ongoing or upcoming capital projects.
1,3,4	Partnered with communities, chambers of commerce and tourism groups to enhance aesthetics and gateways along the Tollway in Rockford and along the Illinois Route 390 Tollway corridor.
1,2,3,4	Collaborated with state and local regional transportation agencies, planning organizations and advocacy organizations to advance projects and adopt initiatives in the CMAP 2050 Regional Plan.
1,2,3,4	Initiated planning activities and needs assessment for the next 10-year strategic and capital program.

EXHIBIT 71-1

2020 GOALS AND OUTCOMES - PLANNING

Outcomes	Planning - 2020 Goals/Objectives
1,2,3,4	Identify, evaluate and prioritize roadway operational issues, facility needs and right-of-way for consideration in that next capital plan. This will be accomplished by continued consultation with internal operations staff, peer agencies and surrounding communities adjacent to the Tollway.
1,2,3,4	Explore opportunities to partner with public or private entities to invest in areas along the Tollway to support economic development or redevelopment in areas that have been impacted by disinvestment. The intended outcome is to enhance the economic viability of these areas while improving operations, access and customer service for Tollway customers.
1,2,3	Seek opportunities to partner with peer agencies to leverage investments for regional mobility, improved access, freight movement and economic development along the Tollway system.
4	Implement the systemwide landscape master plan and native plantings to support biodiversity and habitat creation/preservation.
2,3	Continue to advance recommendations from the Geographic Information System (GIS) Master Plan to consolidate electronic data sets across departments and develop a graphic-based data sharing interface for the agency. This effort will increase efficiency and accuracy of data by ensuring that consistent and latest data is being used by all departments.
2,3	Continue to acquire all necessary right-of-way and permits for Tollway capital projects.
1,2,3	Seek innovative partnerships for economic development opportunities associated with the Central Tri-State Tollway (I-294) and I-490 Tollway projects.
1,2,3,4	Coordinate with RTA, pace suburban bus and local communities to identify opportunities for integrating transit service along the Tri-State Tollway (I-294) and Illinois Route 390 Tollway/I-490 Tollway.
2,3	Seek opportunities to implement and expand truck parking to support the needs of the trucking industry.
1,3	Conduct a right-of-way inventory analysis to identify potential access and that can be remarketed or sold in accordance with Tollway policy. This may provide an opportunity to promote economic development and generate income on underutilized assets.
1,2,3	Continue to support staff professional development and participation in national, regional and local peer exchanges for employee development and retention, as well as best practices for planning, design, construction and operations.
1,2,3,4	Collaborate with the Illinois Department of Transportation on the advancement and development of joint projects included in the state and Tollway capital programs.

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Budget and Data Administrator	1	1	1
Chief Planning Officer	1	1	1
Community Relations Corridor Coordinator	1	1	1
Community Relations/Outreach Manager	1	1	1
Engineering Project Liaison	1	1	1
Environmental Planner	1	1	1
Environmental Policy and Program Manager	1	1	1
Executive Secretary	1	1	1
Finance & Administration Management Trainee	0	1	1
Geometrics Engineer	1	1	1
GIS Support Specialist	1	1	1
GIS Systems Manager	1	1	1
Intergovernmental Agreement (IGA) Manager	1	1	1
Land Acquisition Manager	1	1	1
Legislative and Policy Analyst	1	0	0
Manager of Govt Int Policy & Planning	1	1	1
Project Manager/Engineer	1	1	1
Property Specialist	1	1	1
Relocation and Acquisition Specialist	1	1	1
Senior Environmental Planner	1	1	1
Senior Landscape Architect	1	1	1
Senior Manager of Strategic Planning	1	1	1
Senior Project Engineer	2	2	2
Senior Project Manager	1	1	1
Traffic and Revenue Analyst	1	1	1
Transportation Planner	1	1	1
TOTAL	26	26	26

EXHIBIT 72

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PROCUREMENT

SUMMARY

The Procurement Department is responsible for agency-wide procurement for all goods, services, construction, and all professional services including engineering and design. In addition, the procurement department will ensure all contracts are in compliance with stated goals, deliverables and obligations.

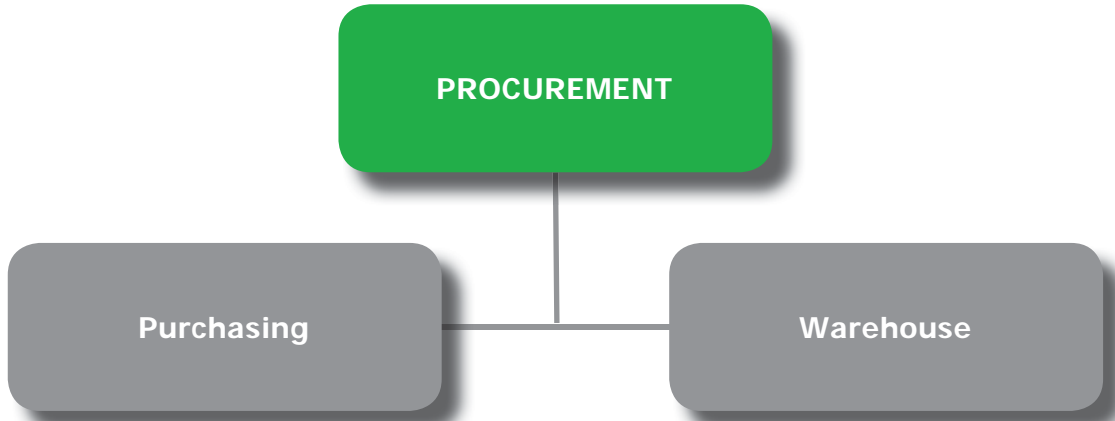


EXHIBIT 73



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$2,891,079	\$3,006,375	\$3,687,086	\$680,711	
FICA and Retirement	1,679,654	1,815,849	2,286,362	470,513	
Payroll Sub-Total	\$4,570,733	\$4,822,224	\$5,973,448	\$1,151,224	23.9%
Other Capital Equipment	-	-	85,000	85,000	
Supplies - Office	8,305	6,000	26,000	20,000	
Outside Services	138,084	12,500	11,500	(1,000)	
Building Equipment	(559)	3,000	3,000	-	
Telephone	2,570	2,450	2,500	50	
Uniforms and Accessories	(11,382)	2,300	2,500	200	
Supplies - Operational	71,491	1,100	1,600	500	
Tools and Equipment	(16,111)	1,500	1,500	-	
Dues, Books and Subscriptions	90	225	1,300	1,075	
Replacement Parts	173,369	700	1,075	375	
Travel	261	-	1,000	1,000	
Employee Training	-	-	1,000	1,000	
Printing and Publications	(7,399)	100	400	300	
Other Expenses	474	300	300	-	
Postage and Express	501	250	250	-	
Materials - Operational	449,447	-	-	-	
Office Equipment-Maintenance	451	-	-	-	
Fuels and Oils	(33,298)	-	-	-	
Other Operating Sub-Total	\$776,295	\$30,425	\$138,925	\$108,500	356.6%
Recovery of Expenses	(1,701)	(6,000)	-	6,000	
DEPARTMENT TOTAL	\$5,345,327	\$4,846,649	\$6,112,373	\$1,265,724	26.1%

EXHIBIT 74

The Fiscal Year 2020 Budget Request is \$6.1 million, an increase of \$1.3 million or 26.1 percent above the Fiscal Year 2019 Budget amount. Total payroll is \$6 million and includes 66 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages increased by \$681 thousand compared to the 2019 Budget. This increase reflects new positions as well as 2020 salary and wage adjustments.
- FICA and Retirement increased by \$471 thousand compared to the 2019 Budget due to additional positions, 2020 salary and wage adjustments and an increase in the average SERS Pension Contribution Rate from 52.75 percent to 54.36 percent.
- Other Capital Equipment increased \$85 thousand due to the purchase of new procurement tracking software to support SAP and BidBuy.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Procurement - 2019 Accomplishments
3	Greatly improved staff understanding of new processes and system related expectations required through the fundamental change to SAP as our financial management system.
3	Successfully supported all roadway needs during a very challenging winter and during a significant system change with its own implementation issues.
3	Successfully transitioned to new statewide eProcurement system (BidBuy).

EXHIBIT 75-1

2020 GOALS AND OUTCOMES

Outcomes	Procurement- 2020 Goals/Objectives
3	Continue to work to implement the BidBuy and ERP tools as currently underway, striving to achieve routine and consistent performance utilizing the new systematic foundation through staff training and support.
3	Explore and seek changes to the current ERP requirements, workflows, and processes to streamline the number of nonproductive touches within Procurement and Finance while maintaining desired data and process integrity.
3	Explore avenues to best support the needs of the Engineering procurement team and provide any needed support to the Qualifications Based Selection (QBS) procurements.

EXHIBIT 75-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Accounts Payable Specialist	1	1	1
Buyer	6	3	3
Chief of Compliance	0	0	1
Chief of Contract Services	0	0	1
Chief of Procurement	1	1	1
Chief Procurement & Compliance Officer	0	0	1
Clothing Room Supervisor	1	1	1
Contract Administrator	6	8	8
Contract Specialist	1	1	1
Deputy Chief of Procurement	1	1	1
Executive Secretary	1	1	1
Information Processing Operator	2	2	2
Inventory Analysis/Control Supervisor	1	1	1
Inventory Control Auditor	1	2	2
Inventory Planner	3	3	3
Inventory and Property Manager	0	1	1
Inventory Specialist	2	1	1
Messenger Services Supervisor	1	1	1
Messenger/Drivers	9	9	9
Project Administrator	0	1	1
Property Control Auditor	2	2	2
Property Control Supervisor	1	1	1
Purchasing Coordinator	1	1	1
Purchasing Services Manager	1	1	1
Purchasing Supervisor	1	2	2
Senior Buyer	6	9	9
Shipping and Receiving Auditor	1	1	1
Switchboard Operator	1	1	1
Warehouse and Materials Distribution Supervisor	1	1	1
Warehouse Manager	1	1	1
Warehouse Workers	5	5	5
TOTAL	58	63	66

EXHIBIT 76

TOLL OPERATIONS

SUMMARY

The Toll Operations Department is responsible for providing the necessary resources and support services required for toll collection and cash handling operations, as well as the maintenance of all Tollway buildings.

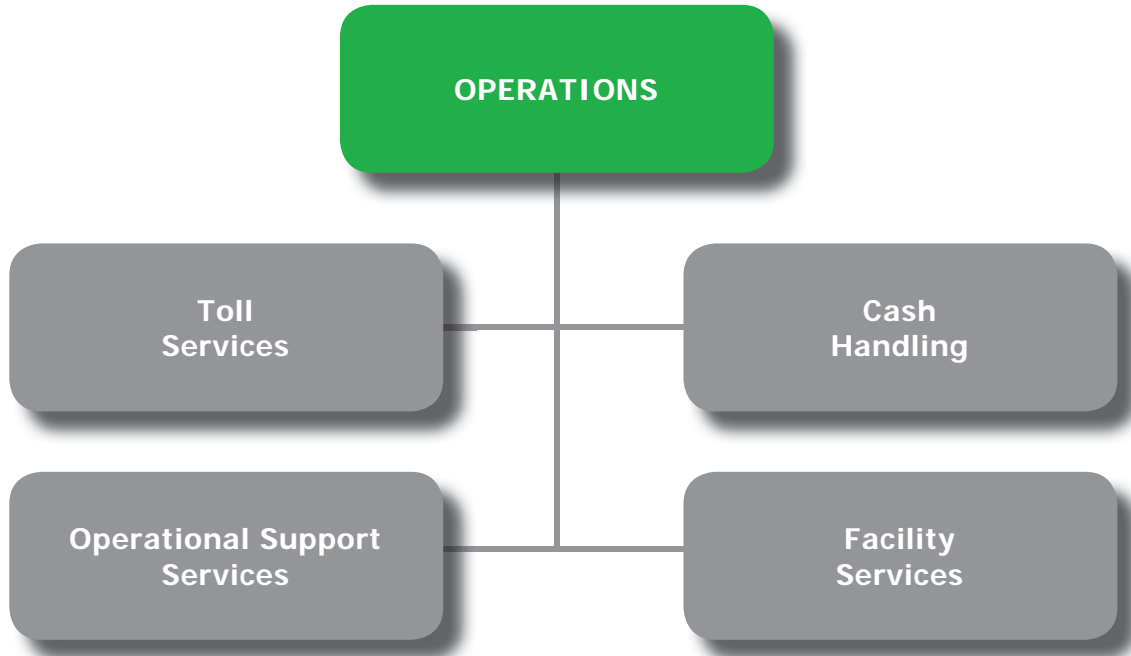


EXHIBIT 77

Toll Operations



DEPARTMENT BUDGET

Major Account Description	2018 Actual Expenditures	2019 Budget	2020 Request	\$ Change from 2019 Budget	% Change from 2019 Budget
Salary and Wages	\$30,733,207	\$29,470,576	\$28,664,950	(\$805,626)	
FICA and Retirement	17,939,836	17,800,227	17,775,135	(25,092)	
Payroll Sub-Total	\$48,673,042	\$47,270,803	\$46,440,085	(\$830,718)	(1.8%)
Utilities	4,839,653	5,100,500	5,100,500	-	
Outside Services	359,425	1,371,900	2,185,000	813,100	
Contracted Maintenance Service	281,428	635,000	993,000	358,000	
Supplies - Operational	259,175	484,550	664,025	179,475	
Materials - Operational	182,659	283,200	347,050	63,850	
Employee Training	2,579	15,000	173,900	158,900	
Uniforms and Accessories	95,574	163,500	256,500	93,000	
Replacement Parts	85,269	223,500	218,500	(5,000)	
Armored Truck Service	180,640	200,000	200,000	-	
Supplies - Office	46,218	105,800	147,600	41,800	
Travel	37,142	25,150	50,150	25,000	
Tools and Equipment	18,004	38,300	37,700	(600)	
Office Equipment	23,943	7,000	7,000	-	
Building Equipment	5,104	5,000	6,000	1,000	
Other Expenses	1,509	2,200	5,300	3,100	
Telephone	1,157	3,500	3,400	(100)	
Office Equipment-Maintenance	496	7,000	2,000	(5,000)	
Office/Equipment Rentals	-	1,000	1,000	-	
Other Capital Equipment	-	1,000	1,000	-	
Fuels and Oils	310	800	800	-	
Dues, Books and Subscriptions	755	550	400	(150)	
Postage and Express	214	500	400	(100)	
Printing and Publications	(1,828)	-	-	-	
Other Operating Sub-Total	\$6,419,424	\$8,674,950	\$10,401,225	\$1,726,275	19.9%
Recovery of Expenses	(9,656)	-	-	-	
DEPARTMENT TOTAL	\$55,082,811	\$55,945,753	\$56,841,310	\$895,557	1.6%

EXHIBIT 78

The fiscal year 2020 Budget request is \$56.8 million, an increase of \$896 thousand or 1.6 percent above the fiscal year 2019 Budget amount. Total payroll is \$46.4 million and includes 478 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages decreased by \$806 thousand compared to the 2019 Budget. This decrease reflects reducing headcount of formerly funded positions which are currently vacant.
- FICA and Retirement decreased by \$25 thousand compared to the 2019 Budget due to a reduction

in headcount. This was offset by the average SERS Pension Contribution Rate that increased from 52.75 percent to 54.36 percent.

- Outside Services increased by \$813 thousand compared to the 2019 Budget due to a portion of JOC now being included in Maintenance and Operations instead of capital.
- Contracted Maintenance increased by \$358 thousand, this increase is for new and original contracts for all building sites maintenance.
- Supplies Operational increased by \$179 thousand compared to 2019 budget due to additional parts and supplies needed from Grainger.
- Employee training increased by \$159 thousand due to additional training for Supervisors, Managers and Custodial staff to complete certification classes.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2019 ACCOMPLISHMENTS

Outcomes	Toll Operations - 2019 Accomplishments
2,3	Implemented a global bidding process for a more efficient distribution of staff per plaza location and redistribution of staff from weekdays to weekends. With this new process the department lowered the number of senior toll collectors off on weekends from 51 percent to 23 percent aligning labor appropriately and alleviating weekend traffic delays.
2,3	Instituted operational changes at 12 mainline toll plazas with a decline in cash traffic transactions. No toll collector lay-offs occurred, toll collection labor was reallocated to times of day and toll plazas that have higher cash traffic numbers. An average labor savings of \$16,000 per week per location, cash collection now accomplished with ATPM’s.
2,3	Increased operational initiatives realized a lower number of IOJ reported lost day cases. In 2018 the Toll Services division recorded an average of 19 per month. In 2019 the Toll Services division has recorded an average of 6 per month.
2,3	Continued implementation of automatic toll payment machines (ATPM) including modifications and upgrades to provide 30 mainline plaza lanes operationally tooled to give change.
3	Streamlined operations in the cash handling. Reduced staffing by 20 percent due to natural attrition. Reduced the number of MO trucks on the road daily by restructuring the routes. Trained drivers to be able to trouble shoot basic issues at the machine thereby reducing the time a machine is not operational.
2,3,4	Continued progress on the replacement of various HVAC equipment to improve reliability and reduce energy costs systemwide including the following sites: DeKalb (M-11) maintenance site, Dixon (M-12) maintenance site, Devon Avenue Toll Plaza, Irving Park Road Toll Plaza and Meyers Road Toll Plaza.

2019 ACCOMPLISHMENTS

Outcomes	Toll Operations - 2019 Accomplishments
2,3,4	Continued progress on the replacement of various operating equipment related to facility operations systemwide including the Disaster Recovery Center, Central Warehouse, and Half Day Road Toll Plaza.
2,3,4	Added a second electrical feed at the Central Administration building to provide a redundant power source to allow for uninterrupted service and operations.

EXHIBIT 79-1

2020 GOALS AND OUTCOMES

Outcomes	Toll Operations - 2020 Goals/Objectives
2,3	Continue to identify hours where toll collection cash traffic has changed to more effectively align labor to higher traffic and revenue locations.
1,2,3	Develop a comprehensive internal and external customer service program for the Toll Services division.
2,3	Digitize the cash handling operations by incorporating scanners by MO drivers and enhancement of the current cash management system.
2	Continue to develop training and efficiencies both in the money room and on the road to promote job growth and effective and efficient operations.
2,3,4	Continue progress on the replacement of various HVAC equipment to improve reliability and reduce energy costs systemwide.
2,3,4	Remove 10 toll booths at 24 mainline toll plazas to facilitate the installation of ATPM toll equipment.

EXHIBIT 79-2

DEPARTMENT HEADCOUNT

Position Title	FY2018	FY2019	FY2020
Accounts Payable Representative	3	3	3
Administrative Manager of Toll Services	1	1	1
Building Maintenance Manager	2	2	2
Carpenter Shop Manager	1	1	1
Cash Handling Manager	1	1	1
Cash Handling Supervisor	2	2	2
Chief of Toll Operations	1	1	1
Coin Counter	16	15	13
Coin Counter/Money Truck Driver	2	2	2
Custodial Manager	1	1	1
Custodial Supervisor	2	3	3
Custodian II & Custodian III	39	38	41
District Supervisor	4	4	4
Equipment Operators Laborers	2	2	4
Executive Secretary	1	1	1
Facility Services Administrator	0	0	1
Facility Services Manager	1	2	2
General Manager of Facility Services	1	1	1
General Manager of Toll Services	1	1	1
Intake Specialist	1	1	1
Lead Supervisor Money Room	1	1	0
Mechanical Electrical	20	20	20
Money Room Clerk	1	1	1
Money Truck Drivers	9	9	7
Office Supervisor/Cash Handling	1	1	1
Painter	7	7	7
Plaza Manager	9	7	7
Plaza Supervisor	25	20	17
Project Administrator	2	3	3
Secretary II	1	0	0
Secretary III	1	1	1
Section Clerk	4	4	4
Senior Building Inspector	1	1	1
Structural	13	13	13
System Technician	0	1	1
Toll Collector	385	333	308
Toll Compliance Specialist	1	1	1
TOTAL	563	505	478

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Bridge construction is underway along the Jane Addams Memorial Tollway (I-90) near Des Plaines to build the new I-490/I-90 Interchange.



Work will continue in 2020 to reconstruct the Edens Spur Tollway (I-94) near Northbrook



Concrete is poured to rebuild and widen the Central Tri-State Tollway (I-294) near Rosemont.



CAPITAL

The Illinois Tollway's Capital Budget is comprised of two major programs. *Move Illinois*: The Illinois Tollway Driving the Future, capital program was approved by the Board of Directors on August 25, 2011. The *Move Illinois* program is a 15-year term which extends from 2012 through 2026. In April 2017, the Board of Directors agreed to expand the original reconstruction of the Central Tri-State Tollway (I-294) by \$2.1 billion and bring the estimated total capital investments in the *Move Illinois* Program to \$14.2 billion. The fiscal year 2020 Capital Budget allocates \$1,461.5 million to fund the ninth year of the *Move Illinois* Program.

(\$ millions)	2018 Actual Expenditures	2019 Estimated Expenditures	2020 Request	\$ Change from 2019 Estimate
<i>Move Illinois</i> Program				
Existing System Needs	\$769.0	\$863.1	\$826.5	(\$36.6)
System Expansion	150.5	215.5	635.1	419.5
<i>Move Illinois</i> Program Total	\$919.5	\$1,078.6	\$1,461.5	\$382.9
Congestion-Relief Program Total	\$5.4	\$4.1	\$0.0	(\$4.1)
Capital Program Total	\$924.9	\$1,082.8	\$1,461.5	\$378.8

Notes:

1. 2018 Actual Expenditures and 2019 Estimated Expenditures reflect cost recoveries of (\$7.3) million and (\$0.7) million pursuant to intergovernmental agreements (IGA). 2020 Request does not reflect any IGA reimbursements.
2. Totals may not add due to rounding.

EXHIBIT 81

MOVE ILLINOIS: THE ILLINOIS TOLLWAY DRIVING THE FUTURE

In August 2011, the Illinois Tollway approved a comprehensive 15-year (2012-2026) capital program – *Move Illinois: The Illinois Tollway Driving The Future* – to complete the rebuilding of the Tollway system to improve mobility, relieve congestion, reduce pollution and link economies across Northern Illinois. In April 2017, the Board of Directors agreed to expand the original reconstruction of the Central Tri-State Tollway (I-294) by \$2.1 billion and bring the estimated capital investments in the *Move Illinois* Program to \$14.2 billion.

(\$ millions)	2018 Actual Expenditures	2019 Budget	2019 Estimated Expenditures	2020 Request
Existing System Needs				
Jane Addams Memorial Tollway (I-90)	\$26.1	\$12.6	\$6.7	\$12.2
Tri-State Tollway (I-94/I-294/I-80)	228.4	444.7	381.0	446.9
Veterans Memorial Tollway (I-355)	89.4	23.7	27.8	10.8
Reagan Memorial Tollway (I-88)	150.7	66.6	74.4	27.9
Systemwide Improvements	274.4	397.6	373.2	328.7
Existing System Needs Total	\$769.0	\$945.2	\$863.1	\$826.5
System Expansion				
Tri-State Tollway (I-294)/I-57 Interchange	\$0.3	\$28.0	\$16.8	\$71.6
Elgin O'Hare Western Access Project	142.0	423.3	189.8	559.6
Other Emerging Projects	8.3	10.7	8.9	3.9
System Expansion Total	\$150.5	\$462.0	\$215.5	\$635.1
Move Illinois Program Total	\$919.5	\$1,407.2	\$1,078.6	\$1,461.5

Notes:

1. 2018 Actual Expenditures and 2019 estimated expenditures reflect cost recoveries of (\$7.2) million and (\$0.7) million pursuant to intergovernmental agreements (IGA). 2020 Request does not reflect any IGA reimbursements.
2. Totals may not add due to rounding.

EXHIBIT 82

Overview: 2019 *Move Illinois* Program – Year Eight

Existing System Needs

The *Move Illinois* capital program commits funds to deliver improvements to critical pieces of the Illinois Tollway system – including rebuilding and widening the Jane Addams Memorial Tollway (I-90) from the Tri-State Tollway (I-294) to Rockford with accommodations for transit. The program also provides for preservation of the Reagan Memorial Tollway (I-88), interchange improvements, repair and maintenance of bridges systemwide and reconstruction and rehabilitation of maintenance facilities. The program also includes upgrades for toll collection technology, intelligent transportation systems (ITS) technology, program support and other capital needs.

Jane Addams Memorial Tollway (I-90)

The current *Move Illinois* Program budget for the Jane Addams Memorial Tollway (I-90) is \$2.5 billion, including \$220 million made available from the Congestion-Relief Program. Approximately \$6.7 million was expended on the Jane Addams Memorial Tollway in 2019. On the project's western segment,

rebuilding and widening from Mill Road to the Elgin Toll Plaza was completed in 2014, with minor landscaping and right-of-way fence replacement ongoing in 2019 for approximately \$2.4 million.

Rebuilding and widening the eastern segment of the project from the Elgin Toll Plaza to the Tri-State Tollway (I-294) was completed in 2016. In 2019, \$5.4 million was allocated to complete closeout activities on the roadway projects. In addition, \$2.0 million in construction funds were needed to complete several multi-year projects including interchange improvement projects at Roselle Road and Barrington Road.

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

In 2019, the Tollway expects to spend \$381 million on the corridor. Design services for the Central Tri-State Tollway reconstruction from 95th Street to Balmoral Avenue were ongoing. Early stage construction began and included \$48.5 million for work associated with roadway and bridge rehabilitation and widening between the O'Hare Oasis and Balmoral Avenue, as well as median reconstruction and widening at mainline toll plazas. Construction began on the new northbound Mile Long Bridge, as well as the Burlington Northern Santa Fe Railway Bridge over I-294, totaling \$58.5 million in 2019. Demolition of the O'Hare Oasis bridge structure and construction for advance intelligent transportation systems fiber relocation for the new I-490 Tollway tie-in also took place. Roadway and bridge reconstruction also continued on the Edens Spur in 2019, with construction expenditures totaling \$37.2 million. In advance of construction scheduled for 2020, \$47.9 million was provided for right-of-way acquisition along with \$35.6 million for utility relocations.

Veterans Memorial Tollway (I-355)

Approximately \$27.9 million is anticipated to be spent on the Veterans Memorial Tollway (I-355) in 2019, primarily to complete work, including bridge and guardrail improvements, related to the resurfacing from I-55 to Army Trail Road and to widen the roadway between Illinois Route 56 and Illinois Route 38.

Reagan Memorial Tollway (I-88)

In 2019, the Tollway allocated \$74.4 million on the Reagan Memorial Tollway (I-88). Roadway reconstruction between York Road and I-290 is scheduled to be completed. Design on the connector road to the Tri-State Tollway (I-294) was completed and construction began. Close out work continued for roadway and bridge rehabilitation on the west segment between Illinois Route 251 and Illinois Route 56, with estimated expenditures of \$36.5 million.

Systemwide Projects

In 2019, \$373.2 million was designated for systemwide improvements including \$101.3 million for bridge, pavement and safety improvements and \$59.5 million for toll collection, plaza modifications and information technology projects. Maintenance facility upgrades continued in 2019 with more than \$22.4 million in improvements including close out work for the reconstruction of the Marengo (M-6) maintenance site and at the Rockford (M-7) maintenance site and the start of building renovations at the Hillside (M-2) maintenance site.

Also, on the Tollway delivered improvements on the Reagan Memorial Tollway (I-88) at the Illinois Route 47 Interchange and a new interchange on the Jane Addams Memorial Tollway (I-90) at Illinois Route 23. More than \$84 million was allocated for non-roadway and other capital projects and approximately \$37.4 million was expended on program support activities, including project management services, materials engineering services, utility relocations, support staff and land acquisition support services.

System Expansion

The *Move Illinois* Program includes regional projects that will promote economic development by providing an opportunity to stimulate local economies and provide infrastructure improvements necessary to continue to support the quick and efficient transport of goods, services and workers.

Tri-State Tollway (I-294)/I-57 Interchange

The first phase of construction was completed in October 2014, allowing movements from northbound I-57 to I-294 and from I-294 to southbound I-57, as well as a new access at 147th Street. In 2019, more than \$16.8 is anticipated to be spent on the second phase of construction. Construction on the I-57 median north of I-294 began in 2019, with approximately \$13.5 million allocated. Design continued for the remainder of the work as part of the second phase of the interchange.

Elgin O'Hare Western Access Project

The anticipated 2019 expenditure for the Elgin O'Hare Western Access Project is approximately \$189.8 million, plus an additional \$37.3 million funded by local and federal funding sources. Approximately \$115.6 million is anticipated in 2019 for construction including work on the Illinois Route 390 Tollway, between Illinois Route 83 and York Road, to connect to the new I-490 Tollway and work along the new I-490 Tollway north segment for the I-490/I-90 Interchange. Advance work continued along I-490 including earthwork and grading and I-490/I-294 Interchange construction. Roadway design for the I-490 mainline and on-going design for the I-490/I-90 Interchange also continued. Also included in the 2019 expenditures was funding for right-of-way land acquisitions and utility relocation along I-490 to support future construction.

Overview: 2020 Move Illinois Program – Year Nine

In 2020, the fiscal year capital budget includes funding for the ninth year of the 15-year, \$14.2 billion Move Illinois Program. For fiscal year 2020, approximately \$1.46 billion is allocated for Move Illinois.

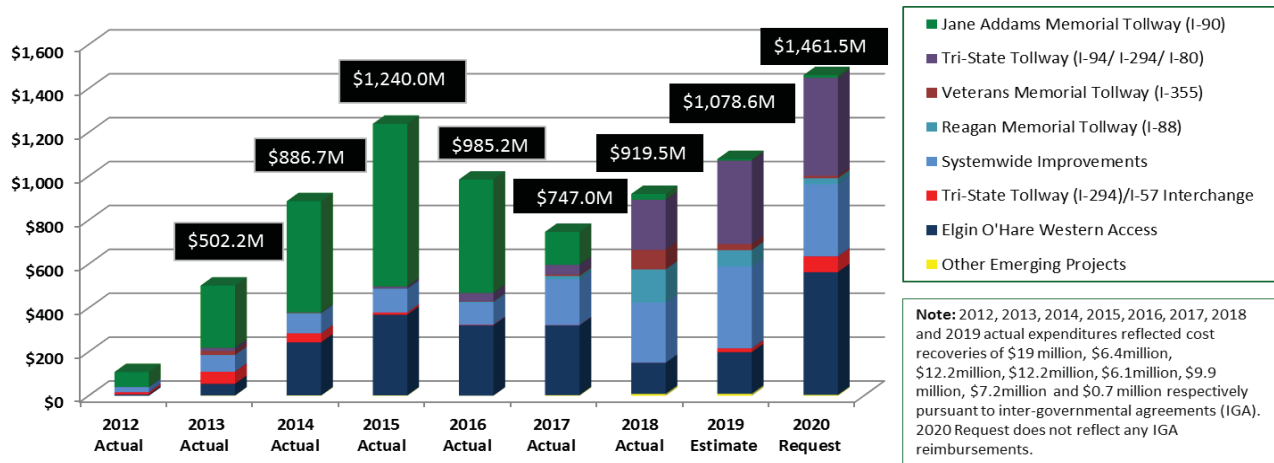


EXHIBIT 83

Existing System Needs

Jane Addams Memorial Tollway (I-90)

The current Move Illinois Program budget for the Jane Addams Memorial Tollway (I-90) is \$2.5 billion including \$220 million made available from the Congestion-Relief Program to fund reconstruction and widening work completed in 2016 and bridge and ramp repairs. Approximately \$12.1 million will be expended on the Jane Addams Memorial Tollway in 2020 with completion of various roadway work including fiber optic removal, grading, tree planting, patching and repairs, landscaping and right-of-way fence installation anticipated throughout the corridor. Bridge and ramp repairs between Rockton Road and I-39 are also scheduled.

Jane Addams Memorial Tollway (I-90)
(\$ millions)

Need	Project Type	Project Limits	Length (miles)	Construction Period	2020 Request
Reconstruct					
Infrastructure Replacement/ Congestion Relief	Reconstruct 6 Lanes/ Add 2 Lanes	Kennedy Expressway to Elgin Toll Plaza (9) (MP 79.0 to 54.0)	25.0	2013-2016	\$5.8
Infrastructure Replacement/ Congestion Relief	Reconstruct 4 Lanes/ Add 2 Lanes	Elgin Toll Plaza (9) to Illinois Route 47 (MP 54.0 to 46.5)	7.5	2013-2016	\$0.0
Infrastructure Replacement/ Congestion Relief	Reconstruct 4 Lanes/ Add 2 Lanes	Illinois Route 47 to I-39 (MP 46.5 to 17.5)	29.0	2013-2016	\$0.0
Infrastructure Renewal	Bridge and Ramp Repairs	Corridorwide		2013-2026	\$6.0
	Utilities / ROW and Corridor Support	Corridorwide			\$0.3
Jane Addams Memorial Tollway (I-90) Total:					\$12.2

EXHIBIT 84

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

Tri-State Tollway (I-94/I-294/I-80)
 (\$ millions)

Need	Project Type	Project Limits	Length (miles)	Construction Period	2020 Request
Reconstruct					
Infrastructure Replacement	Reconstruct 8 Lanes/ Add 2 Lanes	95th Street to Balmoral Avenue (MP 17.7 to 40.0)	22.3	2019-2026	\$335.3
Infrastructure Replacement	Reconstruct 4 Lanes	Edens Spur (MP 25.0 to 30.0)	5.0	2018-2020	\$30.1
Infrastructure Renewal	Bridge and Ramp Repairs	Corridorwide		2018-2026	\$3.6
	Utilities / ROW and Corridor Support	Corridorwide			\$77.9
Tri-State Tollway (I-94/I-294/I-80) Total:					\$446.9

EXHIBIT 85

As part of the *Move Illinois* Program, the Tollway will invest more than \$4 billion to reconstruct and improve the Tri-State Tollway from 95th Street to Balmoral Avenue, reconstruct the Edens Spur and complete bridge and ramp repairs. In 2020, the Tollway expects to spend \$446.9 million on the corridor. Design efforts will continue for roadway reconstruction and widening between 95th Street and Balmoral Avenue, with planned expenditures of \$37.8 million.

Reconstruction of the Archer Avenue bridge over I-294 and ramp bridges will begin in 2020. More than \$140 million has been allocated toward continuing bridge reconstruction on the Burlington Northern Santa Fe Railway Bridge over I-294 and the Mile Long Bridge. Advance work will begin off the northbound mainline near the I-290/I-88 Interchange. Early-stage construction will continue and includes roadway rehabilitation and widening between Wolf Road and Balmoral Avenue. Sanitary sewer relocations will occur for Flagg Creek Water Reclamation District.

The Tollway anticipates expenditures of \$27.0 million to complete the Edens Spur reconstruction.

Veterans Memorial Tollway (I-355)

Veterans Memorial Tollway (I-355)
 (\$ millions)

Need	Project Type	Project Limits	Length (miles)	Construction Period	2020 Request
Restore					
Infrastructure Renewal	Mill, Patch and Overlay	I-55 to Boughton Road, Collector-Distributor Roads, and North Avenue to Army Trail Road (MP 12.5 to 30.0)	17.5	2013	\$0.0
Infrastructure Renewal	Mill, Patch and Overlay	I-55 to Army Trail Rd (MP 12.3 to 30.0)	17.5	2018-2019	\$10.8
Infrastructure Renewal	Bridge & Ramp Repairs	I-80 to Army Trail Rd (MP 0.0 to 30.0)	30.0	2012-2026	\$0.0
	Utilities / ROW and Corridor Support	Corridorwide			\$0.0
Veterans Memorial Tollway (I-355) Total:					\$10.8

EXHIBIT 86

Approximately \$10.8 million is allocated in 2020 to complete improvements on I-355, following resurfacing from I-55 to Army Trail Road and roadway widening between Illinois Route 56 and Illinois Route 38.

Reagan Memorial Tollway (I-88)

Reagan Memorial Tollway (I-88)
 (\$ millions)

Need	Project Type	Project Limits	Length (miles)	Construction Period	2020 Request
Reconstruct					
Infrastructure Replacement	Reconstruct 6 Lanes	York Road to I-290 (MP 139.0 to 140.5)	1.5	2018-2019	\$4.0
Infrastructure Replacement	Reconstruct 4 Lanes	East-West Connector between I-294 / I-88	3.7	2018-2020	\$5.8
Sub Total:					\$9.8
Restore					
Infrastructure Renewal	Mill, Patch and Overlay	Illinois Route 251 to Illinois Route 56 (MP 76.0 to 114.0)	38.1	2017-2019	\$2.3
Infrastructure Renewal	Mill, Patch and Overlay	Aurora Toll Plaza (61) to Illinois Route 59 (MP 118.0 to 123.5)	5.5	2020-2021	\$15.6
Infrastructure Renewal	Bridge and Ramp Repairs	Corridorwide		2018-2026	\$0.0
	Utilities / ROW and Corridor Support	Corridorwide			\$0.2
Sub Total:					\$18.1
Reagan Memorial Tollway (I-88) Total:					\$27.9

EXHIBIT 87

Approximately \$27.9 million will be spent in 2020 to complete punch-list work between Illinois Route 251 and Illinois Route 56, as well as to complete work related to roadway reconstruction between York Road and I-290 and reconstruction of the connector ramp between the Tri-State Tollway (I-294) and I-88.

Systemwide Projects

An estimated \$328.7 million will be spent in 2020 on systemwide improvements including \$60.3 million for bridge, pavement and safety improvements. More than \$3.5 million has been allocated for completion of work related to the construction of interchange improvements on the Reagan Memorial Tollway (I-88) at the Illinois Route 47 Interchange and the new interchange on the Jane Adams Tollway (I-90) at Illinois Route 23.

Tollway systemwide facility upgrades will continue in 2020 with approximately \$85.5 million budgeted for improvements. In addition, \$84.3 million is budgeted for other capital expenditures such as, fleet, General Engineering Consultant, Traffic Engineer, ITS, traffic and incident management system and Job Order Contracting, and approximately \$38.9 million will be spent on program support activities, including project management services, materials engineering services, utility relocations, support staff and land acquisition support services.

**Systemwide
(\$ millions)**

Need	Project Type	Project Limits	Length (miles)	Construction Period	2020 Request
Systemwide Maintenance Facilities					
Infrastructure Replacement	Reconstruct	All	n/a	2014-2026	\$85.5
Systemwide Maintenance Facilities Subtotal:					\$85.5
Systemwide Improvements					
Infrastructure Renewal	Bridge, Pavement, Drainage and Safety Appurtenance Repairs	Systemwide	n/a	2012-2026	\$60.4
Infrastructure Enhancement	Information Technology	Systemwide	n/a	2012-2026	\$17.8
Capital Requirements	Other Capital Projects	Systemwide	n/a	2017-2026	\$84.3
Access Expansion	Service Interchanges	Systemwide	n/a	2012-2026	\$6.0
Toll Collection Upgrades	Business Systems/ Plaza Modifications for Electronic Tolling Upgrades	Systemwide	n/a	2012-2026	\$34.2
	Utilities / ROW and Corridor Support	Systemwide	n/a	2012-2026	\$1.7
	Program Support	Systemwide	n/a	2012-2026	\$38.9
Systemwide Improvements Subtotal:					\$243.2
Systemwide Total:					\$328.7

EXHIBIT 88

System Expansion

Tri-State Tollway (I-294)/I-57 Interchange

The *Move Illinois* Program includes construction of a new interchange at the Tri-State Tollway (I-294) and I-57. The first phase of construction was completed in October 2014, allowing movements from northbound I-57 to I-294 and from I-294 to southbound I-57, as well as a new access at 147th Street.

The second phase of interchange construction began in 2019, with \$70.1 million estimated to be spent in 2020 by the Tollway for ongoing construction of the I-57 median north of I-294, I-57 roadway and bridge widening between Kedzie Avenue and the CXS Railroad, and several I-294/I-57 ramp connections.

Tri-State (I-294)/I-57 Interchange (\$ millions)

Need	Project Type	Project Limits	Length (miles)	Construction Period	2020 Request
System Expansion	New Ramps, Structures and Toll Plazas	New Ramps to and from I-294 and I-57 and to and from 147th Street	n/a	2012-2014	\$0.6
System Expansion	New Ramps, Structures and Toll Plazas	Other Ramps	n/a	2019-2023	\$70.1
	Utilities / ROW and Corridor Support		n/a		\$0.8
Tri-State (I-294)/I-57 Interchange Total:					\$71.6

EXHIBIT 89

Elgin O'Hare Western Access Project

The Elgin O'Hare Western Access Project includes delivery of the new Illinois Route 390 Tollway from U.S. Route 20 to the west side of O'Hare International Airport. The project also includes construction of the new I-490 Tollway from Jane Addams Memorial Tollway (I-90) to the Tri-State Tollway (I-294). These improvements will provide access to O'Hare International Airport from the west and improve travel efficiency by reducing congestion on the local roadway network.

**Elgin O'Hare Western Access
(\$ millions)**

Need	Project Type	Project Limits	Length (miles)	Construction Period	2020 Request
System Expansion	Repair 4 Lanes/ Add 2 Lanes and Construct Tolling Facilities	Existing Elgin O'Hare Expressway U.S. Route 20 to Rohlwing Road	6.0	2013-2016	\$0.0
System Expansion	Construct 4 New Lanes	Elgin O'Hare Extension Rohlwing Road to York Road via Thorndale Avenue	4.8	2014-2022	\$65.9
System Expansion	Construct 4 New Lanes	South Leg of Western Access Thorndale Avenue to I-294 via York Road	3.0	2016-2025	\$109.5
System Expansion	Construct 4 New Lanes	North Leg of Western Access Thorndale Avenue to I-90 via York Road	3.2	2015-2023	\$121.7
	Utilities / ROW and Corridor Support		n/a	2012 - 2026	\$361.5
	Local Contribution *		n/a	2014-2023	(\$98.9)
Elgin O'Hare Western Access Total:					\$559.6

* 2020 Total Budget Request of \$559.6 million includes (\$99) million estimated to be non-Tollway funding.

EXHIBIT 90

Approximately \$559.6 million is allocated in 2020 for the ongoing I-490 Tollway Project, plus an additional \$98.9 million of federal Congestion Mitigation and Air Quality (CMAQ) Improvement Program grant funds and other local contributions. Approximately \$43.8 million will be spent on continuing design services which includes I-490 Interchange connection to the Illinois Route Tollway and western access into O'Hare, the I-490/I-294 Interchange, mainline I-490 from I-294 to Franklin Avenue/Green Street and portions of I-490 north between Devon Avenue and I-90, including the I-490/I-90 Interchange. Approximately \$196.9 million will be spent on construction and inspection in 2020 for the I-490 Interchange, construction at the I-490/I-294 Interchange and construction work at the I-490/I-90 Interchange. Right-of-way acquisitions and utility relocations will also continue in support of the new I-490 Tollway.

2020 Other Capital Projects

In addition to the *Move Illinois* Program, other capital projects are needed to support ongoing operations of the Tollway and ensure that the existing roadway network is well-maintained and safe for travel. While the *Move Illinois* Program has major components of the Tollway's capital program, other elements include new technologies to manage congestion, reduce travel times and provide enhanced customer service, improvements to maintenance buildings and other structures to maintain the Tollway's assets, additional equipment for Illinois State Police District 15 and maintenance staff to improve efficiency and enhance public safety. The Tollway anticipates spending \$81 million in 2020 to support these ongoing other capital projects.

Equipment - \$17.7 Million

The 2020 Capital Budget for equipment includes \$8.9 million to replace and purchase new roadway vehicles, including snow removal and roadway maintenance equipment. Approximately \$5.3 million is anticipated to be spent in 2020 for technology-related equipment including improvement of interoperable transmitters, security/toll audit video back up, infrastructure management system, wrong-way vehicle detection system and CCTV cameras.

Approximately \$2.8 million will be spent for projects related to intelligent transportation systems (ITS) and Traffic Incident Management System enhancements (TIMS). This includes new weigh-in-motion permanent scales, TIMS digital video migration-Phase 11, TIMS enhancements.

General Consulting Services - \$46.4 Million

The Professional Services category includes funding for general consulting services related to general and traffic engineering, as well as design and construction management.

Geographic Information System - \$0.8 Million

This project will continue to support technical and user driven enhancement of several GIS tools utilized by Tollway Staff.

Agencywide Research Program - \$1 million

The 2020 Capital Budget allocates \$1 million in new funds for agencywide research projects to support the capital program.

Building Repairs and Maintenance - \$5.5 Million

Expenditures for systemwide initiatives include facility improvement and rehabilitation, parking lot rehabilitation and lighting retrofit, maintenance site exhaust system rehabilitation etc.

Roadway - \$1.4 Million

The capital budget will fund roadway projects including systemwide pavement markings and roadway signage.

Business Systems - \$8 Million

The objective of this project is to continue with ongoing technology enhancements to address the growth of our system, evolving security demands, new compliance needs, revenue enhancements and new operational efficiencies.

Other Capital Project Highlights	2019 Carry-Over	2020 New Request
EQUIPMENT	\$16,269,890	\$17,689,692
Technology	\$3,229,517	\$4,513,843
Improvement of Interoperable Transmitters	32,550	1,003,450
Maintenance Equipment	275,000	0
Security/Toll Audit Video Backup Systems	200,000	1,800,000
SW Ramp Count/Queue Detector Installation (Part 3)	1,035,538	464,462
System wide CCTV Camera and Communication Upgrade	50,000	0
Wireless 911 System	665,069	350,931
Wrong Way Vehicle Detection System	70,000	270,000
SQL CAD System	226,360	0
CCTV Camera Coverage Gap Analysis - Additional 10 Locations	675,000	625,000
Roadway Vehicles and Trucks	\$12,283,276	\$8,937,200
Roadway Maintenance and Equipment - Fleet	11,987,276	8,662,200
Connected Vehicle Pilot	125,000	50,000
Fuel System Replacement	125,000	225,000
New Vehicle for Facility Services Mgr	46,000	0
Intelligent Transportation Systems	\$757,097	\$2,787,933
Intelligent Transportation Systems Design/Construction Management	560,000	140,000
New Weigh-in-Motion on I-88 near Plaza 61 and Permanent Scale Installation	0	850,000
ITS Network Support and Maintenance Management	197,097	97,933
TIMS Digital Video Migration - Phase II	0	800,000
Traffic Incident Management System Enhancements	0	900,000
State Police	0	\$950,716
Handheld C-Ray Imager	0	100,000
Itouch Fingerprinting Systems	0	310,716
Crash Reconstruction Total Stations	0	540,000
Miscellaneous Equipment Systemwide	0	\$500,000
Cash Collection Scanning Equipment & Software	0	500,000
PROFESSIONAL SERVICES	\$8,350,989	\$47,429,143
General Consulting Services	\$7,893,667	\$46,429,143
General Engineering Consultant	40,077	16,679,143
Traffic Engineering Consultant	0	4,390,000
Systemwide Construction Management Upon Request Non-Roadway	3,026,526	0
Construction Upon Request (CUR)	0	4,000,000
Design Upon Request (DUR)	2,884,979	2,120,000

Other Capital Project Highlights (\$ thousands)	2019 Carry-Over	2020 New Request
Job Order Contracting (JOC) Program Management Support	1,912,085	0
JOC Administrator Services	30,000	1,250,000
JOC Facility Rehabilitation/Improvements	0	14,765,000
JOC Program Support	0	3,000,000
Print Services, Web Plan, Advertising	0	225,000
GEOGRAPHIC INFORMATION SYSTEMS	\$247,000	\$833,000
Infrastructure Management System	247,000	833,000
Environmental/ Governmental	\$457,322	\$1,000,000
Agencywide Research Program		1,000,000
An Intergovernmental Agreement with the University of Connecticut (University)	210,500	0
An Intergovernmental Agreement with the Board of Trustees of the University of Illinois (University)	180,000	0
Intelligent Compaction of Pavement Foundation-University of Illinois	0	0
Research for Development of Performance Related Specifications for Asphalt Mix Designs	62,004	0
Bridge Approach Slab Study-University of Illinois	4,818	0
BUILDING REPAIRS AND MAINTENANCE	\$10,082,117	\$5,500,000
Systemwide	\$10,082,117	\$5,500,000
CA Space Utilization & Consolidation Project, including Parking Expansion	8,500,000	2,000,000
Central Administration Building Cooling Tower and Chiller Replacement	1,582,117	0
M-4 Annex Building	0	3,500,000
ROADWAY	\$1,170,000	\$1,373,445
Maintenance, Repairs and Improvements	\$1,170,000	\$1,373,445
Pavement Markings	800,000	400,000
Signage	\$0	\$550,000
Systemwide Sign Panel Fabrication and Installation Upon Request	370,000	196,445
Aluminum Extrusion Refurbishing	0	227,000
BUSINESS SYSTEMS	\$0	\$8,000,000
Toll Transaction Management System Enhancements	0	8,000,000
Other Capital Projects Total	\$36,119,996	\$80,825,280

EXHIBIT 91

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CAPITAL PLANNING

Long Term Capital Plan

As required by the Toll Highway Act, the Illinois Tollway developed a comprehensive 15-year capital program in August 2011 to complete the rebuilding of the 52-year-old system and commit more than \$14 billion (includes an additional \$2.1 billion approved by the Board in April 2017).

The *Move Illinois* Program was developed to improve mobility, relieve congestion, reduce pollution and create as many as 120,000 jobs and link economies across the Midwest. At the completion of 2020, the Illinois Tollway will have spent about 56 percent of the \$14 billion *Move Illinois* Program budget.

Move Illinois maps out the Illinois Tollway's capital program for 2012-2026.

Projects Include:

- Reconstruction and widening the Jane Adams Memorial Tollway (I-90) from the Tri State (I-294) near O'Hare Airport to the I-39 Interchange in Rockford as a state-of-the-art 21st century corridor
- Reconstructing the Central Tri-State Tollway (I-294) from 95th Street to Balmoral Avenue and the Edens Spur Tollway (I-94)
- Preserving the Reagan Memorial Tollway (I-88)
- Preserving the Veterans Memorial Tollway (I-355)
- Repairing roads and bridges
- Updating and modernizing support facilities including maintenance facilities, the Customer Service Center and Illinois State Police facilities
- Other capital projects
- Constructing the new Tri-State Tollway (I-294)/I-57 Interchange
- Constructing the Elgin O'Hare Western Access Project including two new, all-electronic tollways, the I-490 Tollway and the Illinois Route 390 Tollway along with direct access to and from O'Hare International Airport
- Integrating transit on the Jane Addams Memorial Tollway (I-90) and planning for other emerging projects

Planning Overview

The Illinois Tollway works in partnership with local communities and officials to provide the 12-county region it serves with strategic transportation solutions, recognizing the value of an integrated approach to project development and implementation. This helps balance local interests with a shared vision for the region and promotes a fair distribution of benefits.

Input from local communities is instrumental in the successful development and implementation of regionally significant transportation projects. Additionally, ongoing dialogue with local businesses ensures that long-term benefits of an improved transportation network are understood and the short-term impact of construction is clearly communicated.

The Tollway's leadership continues to work closely with residents, business owners, local and state

government officials, as well as other transportation agencies to continuously evaluate needs and establish priorities for providing Northern Illinois with a coordinated transportation plan.

Planning Process

The Tollway uses a comprehensive capital planning process, which includes analyzing and evaluating the needs of the Tollway and its surrounding communities, as well as developing strategies to increase system efficiency.

The planning process begins with stakeholder departments, including Finance, Engineering, Information Technology, Business Systems and Operations sharing information on departmental needs. During this process, projects are reviewed for consideration in accordance with near-term and long-range Tollway goals. Projects are evaluated through a rigorous and thoughtful prioritization process based on several criteria, including:

- Condition - assessment of existing roadway network and facilities
- Benefit - congestion relief and improved operations
- Safety - incident reduction, improved traffic flow and response time
- Timing - coordination of construction and maintenance project schedules to minimize disruption to commuters
- Community - anticipated local and regional growth
- Financing - impact on revenue, future maintenance and operating costs
- Cost - estimated project cost and risk
- Land use - assessment of right-of-way needs and environmental resources
- Multi-agency implementation support - consideration of external agency projects and initiatives

Proposed projects are evaluated against detailed asset inventories and condition assessments to assist the Tollway in developing priorities and investment strategies. Then, a thorough cost-benefit analysis is performed to justify the proposed capital expenditures and impacts to the operating budget.

The Tollway uses a public and transparent process to evaluate potential future projects, policies and initiatives. Working with the Illinois Department of Transportation, transit agencies and local and regional transportation and planning agencies, the Tollway continuously updates project analyses, and seeks to identify projects that would significantly reduce congestion, expand economic opportunities and improve the region's transportation infrastructure and foster environmental responsibility and sustainability. The planning process identifies approximate costs, regional and local support and financing options for projects for review by the Tollway Board of Directors. These comprehensive reviews for major capital projects are publicly presented and posted on the Tollway's website.

In 2019, the State of Illinois approved a \$45 billion statewide capital program to rebuild and improve the state's infrastructure. The Tollway will coordinate projects and investments with other state agencies to minimize commuter impacts and evaluate opportunities to leverage investments.

Budget Development

Program and project reviews are ongoing throughout the fiscal year, however, the annual capital budget process begins each summer. The Finance Department's budget division meets with the

Tollway's department chiefs and division managers to explain the overall process and to provide pertinent information regarding any funding or expenditure issues, budget process changes and general instructions. At this meeting, the budget manager outlines the Tollway's goals and direction for the new budget.

The budget division works with each department to compile a comprehensive list of capital needs, which is used in identifying new projects to be recommended for funding. This list identifies preliminary project information such as name, location, description or scope, estimated cost and any operating impact. New projects and initiatives are also incorporated into the capital needs list. The requesting department prepares and submits a capital program project request form which provides all necessary information including the priority of the project (scale of 1-100, 1 being the highest), schedule of the project (start and completion dates), purpose/objective of the project, the proposed project description, location and scope, operating budget impacts, cost-benefit analysis, future year funding impact analysis, alternatives, other affected departments and basis for cost estimate.

Along with identifying new projects, the budget division works with departments to gather updated information regarding ongoing projects. Draft documents are developed showing all projects - both ongoing and proposed. These draft documents are distributed to departments for review and the opportunity to add or revise any information. In conjunction with department chiefs, the budget division compiles a list of proposed and ongoing projects to be presented to key decisionmakers. The budget division meets with the chief financial officer to discuss financial impacts and projects to be included in the proposed capital budget. The budget division coordinates with department chiefs and managers to obtain further justification of projects as requested by the chief financial officer.

The revised proposed project list is compiled and reviewed again with department chiefs prior to presentation to executive management. Review and sign-off is completed by the executive director, and a tentative capital budget is presented to the Board of Directors in October for approval. Requested changes by the Board of Directors and executive management are incorporated into the tentative budget. In November, various public outreach activities take place, including inviting the public to view webcasts of Board presentations and discussion, attend a public hearing, review budget materials and share comments to be presented to the Board of Directors. The budget division reviews and incorporates changes from the Board of Directors, executive management and public comments. A final budget is then presented to the Board of Directors for adoption in December.

Funding Sources

Funding for capital projects comes from three sources including current revenues, proceeds from the sale of revenue bonds and interest income. Current revenues are deposited in the Revenue Fund and transferred to the Renewal and Replacement Account and the Improvement Account; bond proceeds are deposited into the Construction Fund.

Use of Funds

Capital expenditures are related to the Capital Program, which is comprised of the *Move Illinois* Program and other capital needs, such as roadway equipment and vehicles and new technologies and enhancements. For reporting purposes, the program is divided into corridors. Other capital needs are divided into building repairs and maintenance, equipment, professional services and roadway.

Capital Projects Operating Impacts

Planning for the operational impact of the capital program is an important consideration during the Tollway's budget process. The cost of operating new and enhanced infrastructure is included in the operating budget in the fiscal year the asset becomes operational. Debt service payments on the debt issued for capital projects are also included in the debt service budget.

The existing Tollway system features a toll collection system incorporating mainline plazas and ramp plazas with accommodations for the combined use of I-PASS, automatic toll payment machines, automatic coin machines and manual lanes. As capital projects are implemented, the toll collection system is expanded. Since 2012, Tollway has added 237.4 lane miles or an increase of about 11 percent to bring total lane miles to 2,281.6 in 2019. The expansion is primarily due to addition of the new Illinois Route 390 Tollway, widening of the Jane Addams Memorial Tollway (I-90) through the addition of lanes and construction of additional interchanges, and the addition of the I-90 eastbound Cumberland flyover ramp.

Cost Monitoring

The Tollway maintains a project management database that is used to monitor and measure program status, provide early identification of problem areas, provide for alternative analysis and ensure that pertinent information is communicated to project participants. Information on budgets, commitments, expenditures, cash flows, forecasts and performance status are tracked. Timely reporting of this information allows decisions to be made in advance and provides for effective cost control of the program.

Regularly published reports include performance measures to assess the magnitude of variations that occur on projects. The Tollway analyzes the causes of the variances and determines what corrective actions are required. Examples of financial reports that are developed to assist in the variance analysis include:

- Monthly project status reports focus on schedule and cost status, proposed/pending changes and current project issues. These reports include detailed financial and schedule performance for each project, including change orders and expenditure tracking. In addition, these reports provide a tool for management to follow the progress of each project.
- Exception reports provide a forum for the initial disclosure of project issues that could potentially cause a project delay or cause a budget overrun. These reports provide an opportunity to quickly address project impediments and trigger necessary actions to bring the anticipated project performance into line with the project plan.
- Change order reports reflect the original budget and indicate all subsequent changes approved by the Tollway or currently in the approval process. Recording anticipated changes provides a realistic assessment of the program and shows the remaining contingency by contract.

Schedule Monitoring

Program status and schedule changes are monitored and reported on a monthly basis via the master program schedule. The main goal of the schedule reporting process is to detect adverse trends in design, construction and administrative activities early enough to correct them. Modifications to schedule information may or may not require adjustments to other aspects of the overall program.

The master program schedule serves the following purposes:

- Validates the funding schedule and budget presently established by the capital budget
- Explores various combinations of project implementation
- Projects a consistent and reasonable level of effort and expenditure over the program term
- Adjusts scopes of work and/or the distribution of funding as needed to respond to unforeseen conditions and capitalize on opportunities to meet implementation goals
- Establishes funding requirements for subsequent capital budgets

Revisions to start and finish dates for the approved program schedule are generally made in response to scope changes. As potential delays/changes become apparent, a special schedule study will be initiated to determine if the lost time could be recovered and how changes to the originally anticipated schedule logic/sequence should best be reflected.

Change Management Control

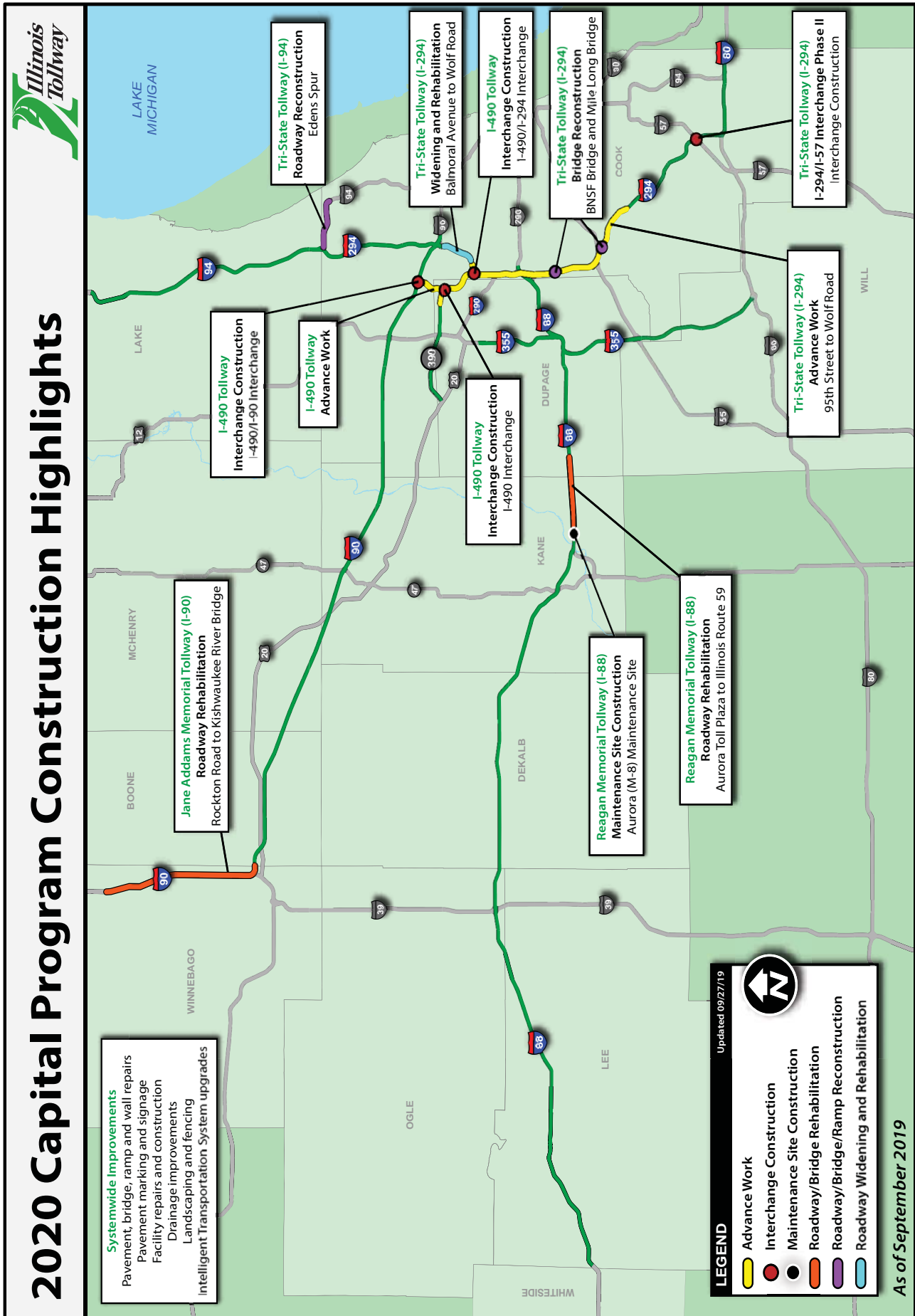
In order to reduce delay claims and complete projects on time and within budget, the Tollway has empowered staff to direct field changes to reduce the time for authorizing construction contractors to proceed, which helps maintain construction schedules. The process begins when the contract cost change controls committee (C5) analyzes the scope of work, the estimated cost of the proposed change and identifies the cause of the change (design error, owner requested change, change in conditions, etc.). The C5 committee recommends approval, rejection or requests additional information and provides an authorization to proceed for those changes that are recommended for approval.

The Tollway's approval model is as follows:

- Project Manager up to \$30,000
- Chief Engineering Officer up to \$100,000
- Executive Director up to \$150,000
- Chairman up to \$200,000
- Board over \$200,000

On a weekly basis, a list of potential change orders is entered into the project management database along with the pending and approved change orders. This information is used to develop various change management reports including:

- Program change order/potential change order log – this log is used to compare the current change order status versus the allocated construction contingency reserve funds at a summary level for all projects within the program.
- Outstanding change order report – this report provides an analysis of pending and potential change orders, including number of days outstanding, ball-in-court reporting and forecasted final contract amount.
- Project change order/potential change order log – this log identifies all approved, pending and potential contract changes at a detail level for all projects. It has the ability to provide process-related performance measures for all participants.





DEBT MANAGEMENT

CURRENT CAPITAL PROGRAMS

Move Illinois Program

On August 25, 2011, the Tollway's Board of Directors approved the 15-year, \$12.15 billion capital program *Move Illinois: The Illinois Tollway Driving the Future*. The *Move Illinois* Program is being financed with a combination of current revenue and bond proceeds. The Board's approval of the *Move Illinois* Program: (i) included an increase on passenger vehicle toll rates effective January 1, 2012, that raised toll rates at a typical mainline toll plaza from \$0.40 to \$0.75 for users paying electronically and from \$0.80 to \$1.50 for users paying by cash; and (ii) affirmed prior increases on commercial vehicle toll rates of approximately 60 percent implemented as increases, in each case based off of rates effective prior to the increase, of 40 percent/10 percent/10 percent effective on January 1 of 2015/2016/2017. The affirmed prior commercial vehicle toll rate increase also included, starting January 1, 2018, annual toll rate adjustments based on the Consumer Price Index for all Urban Consumers ("CPI-U"). Such annual adjustments for 2018 and 2019 were based on CPI-U based increases of 1.839 percent and 2.254 percent, respectively. The annual toll rate adjustment for 2020 will be based on a CPI-U based increase of 2.072 percent. The Board's approval of the *Move Illinois* Program also established rate guidance for the Elgin-O'Hare expressway.

On April 27, 2017, the Tollway's Board of Directors approved a modification of the *Move Illinois* Program, increasing its cost to \$14.3 billion to provide for enhancements of previously identified improvements, primarily on the central portion of the Tri-State Tollway (I-294). In part to partially mitigate such additional cost, certain revenue enhancements intended to reduce the amount of evaded tolls and increase evasion recovery were implemented, including a video tolling rate increase effective February 1, 2018 for passenger cars that utilize video tolling more than five times in a month.

The Tollway's Board of Directors has authorized, on December 13, 2012, June 26, 2014, September 24, 2015, February 25, 2016, September 28, 2017, and February 22, 2018, the issuance of revenue bonds in support of the *Move Illinois* Program. The total bond par amount of such authorizations is \$3.5 billion. To date, the Tollway has issued revenue bonds with par amounts totaling \$3.1 billion in support of the *Move Illinois* Program, consisting of the following:

Series	Date of Issue	Par Amount	Net Proceeds for <i>Move Illinois</i> Program
2013A	May 16, 2013	\$500 million	\$523 million
2014B	June 04, 2014	\$500 million	\$516 million
2014C	Dec 04, 2014	\$400 million	\$424 million
2015A	July 30, 2015	\$400 million	\$414 million
2015B	Dec 17, 2015	\$400 million	\$422 million
2016B	June 16, 2016	\$300 million	\$342 million
2017A	Dec 06, 2017	\$300 million	\$332 million
2019A	July 11, 2019	\$300 million	\$336 million
Totals		\$3,100 million	\$3,309 million

The Tollway anticipates issuing additional bonds to finance portions of the *Move Illinois* Program in each of the first and third quarters of 2020, in par amounts estimated to be \$300 million and \$200 million, respectively. The Tollway conservatively projects that such bond issuances will, provide a total of approximately \$513 million of proceeds for *Move Illinois* Program costs. Depending on market conditions and/or other factors, bond issue amounts and timing are subject to change.

The Tollway's Board of Directors has also authorized:

- i. the refunding of all or portions of its synthetic fixed-rate bonds, consisting of \$437.5 million Series 2007A and \$284.425 million Series 2008A, and termination of associated swaps; and
- ii. the refunding of \$276.56 million of Series 2010A-1 bonds.

DEBT PROFILE

Outstanding Debt

On January 1, 2020, after payment of five principal payments due January 1, 2020 totaling \$40.19 million, the Tollway will have \$6,120,800,000 of bonds outstanding. Of such outstanding par amount of bonds:

- i. \$3,100,000,000 financed portions of the *Move Illinois* Program and \$3,020,800,000 financed or refinanced portions of the Tollway's prior capital program known as the Congestion-Relief Program; and
- ii. \$5,400,450,000 (88.2 percent) are fixed-rate bonds and \$720,350,000 (11.8 percent) are variable-rate bonds that have been swapped to a fixed interest rate ("synthetic fixed-rate bonds").

Bond par amount typically differs from capital expenditures financed, due to bond issue discounts/premiums, the funding of issuance costs, capitalized interest (if applicable), debt reserve account deposits, and, in the case of refunding bond issues, the extent by which the cost of the cash/investments in a refunding escrow differs from the principal amount of the refunded bonds.

The following table lists each outstanding series and its respective final maturity, principal outstanding after scheduled principal payments due January 1, 2020, and interest rate type. Bond issues listed as variable-rate are all weekly mode (rates reset weekly per then-current market conditions). In order to reduce exposure to interest rate risk, the Tollway entered into interest rate hedge agreements (aka swaps) in connection with all of its outstanding variable-rate bond issues. Per these agreements, swap counterparties make variable-rate payments to the Tollway in exchange for fixed-rate payments from the Tollway.

Illinois Tollway Outstanding Bonds as of January 1, 2020*

<u>Series</u>	<u>Final Maturity</u>	<u>Principal Outstanding</u>	<u>Interest Rate</u>
2007 Series A-1a,b**	7/1/2030	\$350,000,000	Variable
2007 Series A-2d**	7/1/2030	87,500,000	Variable
2008 Series A-1b (refunding)**	1/1/2031	188,550,000	Variable
2008 Series A-2 (refunding)**	1/1/2031	94,300,000	Variable
2009 Series A**	1/1/2034	400,000,000	Fixed
2009 Series B**	12/1/2034	280,000,000	Fixed
2010 Series A-1 (refunding)**	1/1/2031	274,940,000	Fixed
2013 Series A***	1/1/2038	500,000,000	Fixed
2014 Series A (refunding)**	12/1/2022	290,850,000	Fixed
2014 Series B***	1/1/2039	500,000,000	Fixed
2014 Series C***	1/1/2039	400,000,000	Fixed
2014 Series D (refunding)**	1/1/2025	223,475,000	Fixed
2015 Series A***	1/1/2040	400,000,000	Fixed
2015 Series B***	1/1/2040	400,000,000	Fixed
2016 Series A (refunding)**	12/1/2032	333,060,000	Fixed
2016 Series B***	1/1/2041	300,000,000	Fixed
2017 Series A***	1/1/2042	300,000,000	Fixed
2018 Series A (refunding)**	1/1/2031	498,125,000	Fixed
2019 Series A***	1/1/2044	300,000,000	Fixed
Total		\$6,120,800,000	

* Amounts shown are *after* payments due January 1, 2020, funds for which are remitted to the Bond Trustee during the prior fiscal year (2019).

** Financing or refinancing for the Tollway's prior capital program, known as the Congestion-Relief Program.

*** *Move Illinois* Program financing.

EXHIBIT 93

PLANNED 2020 BOND ISSUANCE

New Money

The Tollway currently anticipates \$300 million of bonds to be issued in the first quarter of 2020 to finance a portion of the *Move Illinois* Program, and an additional \$200 million of bond issuance for the same purpose in the third quarter of 2020. The amount, timing and structure of new money bond issuance is subject to change based on cash flow need and market conditions.

Refunding/Restructuring Synthetic Fixed-Rate Bonds

The Tollway continues to explore opportunities to reduce risks associated with its synthetic fixed-rate bonds. Refundings in 2010 and 2019 and early redemptions in 2009 and 2016, all including termination(s) of associated swaps, and scheduled principal retirements have reduced the Tollway's amount of outstanding synthetic fixed rate bonds from its peak of \$1,669,800,000 in 2008 to \$721,925,000 in 2019. Scheduled principal payments due January 1, 2020 would further reduce the amount to \$720,350,000, to the extent such bonds are not refunded previously.

In 2011, the Tollway reduced the risks of its synthetic fixed-rate bonds by diversifying its liquidity providers, increasing its number of such providers from two to eight. After the significant reduction of synthetic fixed rate bonds that occurred in connection with a refunding in January 2019, there are now four providers of liquidity supporting the synthetic fixed-rate bonds. The terms of two of the four liquidity facilities are scheduled to expire in the first quarter of 2020. The Tollway expects to renew or replace the expiring facilities prior to their term expirations, to the extent such bonds are not refunded.

The Tollway continues to monitor the credit markets for opportunities to refund synthetic fixed-rate bonds with traditional fixed-rate bonds or to execute other refunding/restructuring alternatives that reduce risks of synthetic fixed-rate bonds. The Tollway currently expects to complete a refunding of a portion of its synthetic fixed-rate bonds in the fourth quarter of 2019. Such refunding is subject to change depending on market conditions. The cost of a refunding with traditional fixed-rate bonds would be the Tollway's cost of borrowing plus its cost of terminating the interest rate swap agreements associated with the bonds refunded. The purpose of such a refunding would be to reduce interest rate risk and to reduce risks associated with third-party agreements (with liquidity providers, swap counterparties, and, if applicable, bond insurer). The Tollway may deem that such risk reduction is in the Tollway's best interests even if accompanied by increased debt service. Any increased debt service in 2019 and 2020 resulting from a refunding of synthetic fixed rate bonds is expected to be offset by reduced debt service from a refunding of the Tollway's Series 2010A-1 bonds that is also expected to occur in fourth quarter 2019.

In addition to transfers of revenues to the Debt Service Account for payments of principal and interest, the 2020 Budget also includes transfers of revenues into the Provider Payment Account, a sub-account of the Debt Service Account, for certain third-party costs related to the synthetic fixed-rate bonds, including fees of liquidity providers, remarketing agents and bond rating agencies.

Refunding Fixed-Rate Bonds

The Tollway also monitors the credit markets for opportunities to reduce debt service by refunding its outstanding fixed-rate bonds. The Tollway expects to refund its Series 2010A-1 bonds in the fourth quarter of 2019. This refunding is expected to result in a significant reduction in debt service, due to market conditions favorable for refunding fixed rate bonds. No such savings have been assumed in the 2020 Budget, because of the possibility of increased debt service from the refunding of synthetic fixed rate bonds that is also expected to occur in the fourth quarter 2019.

ESTIMATED DEBT SERVICE OBLIGATIONS

The following graph shows estimated debt service obligations on Tollway bonds, including assumed issuances of: (i) \$300 million fixed-rate bonds in the first quarter of 2020; and (ii) \$200 million fixed-rate bonds in the third quarter of 2020. The graph shows gross debt service; it does not net out anticipated federal subsidies in connection with the outstanding Build America Bonds, i.e. the \$400 million Series 2009A and \$280 million Series 2009B bonds. Per the provisions of the American Recovery and Reinvestment Act’s Build America Bonds program, the Tollway expects to receive subsidy payments on these taxable Series 2009A/B bonds. Such subsidy payments reduced debt service by \$15.2 million in 2018 and are expected to reduce 2019 and 2020 debt service, each by approximately \$13.5 million. The subsidy payments were originally expected to be higher but since 2013 have been reduced due to federal sequestration. The current reduction in effect is a reduction of 5.9 percent.

Tollway Estimated Debt Service Obligations (\$ Millions)

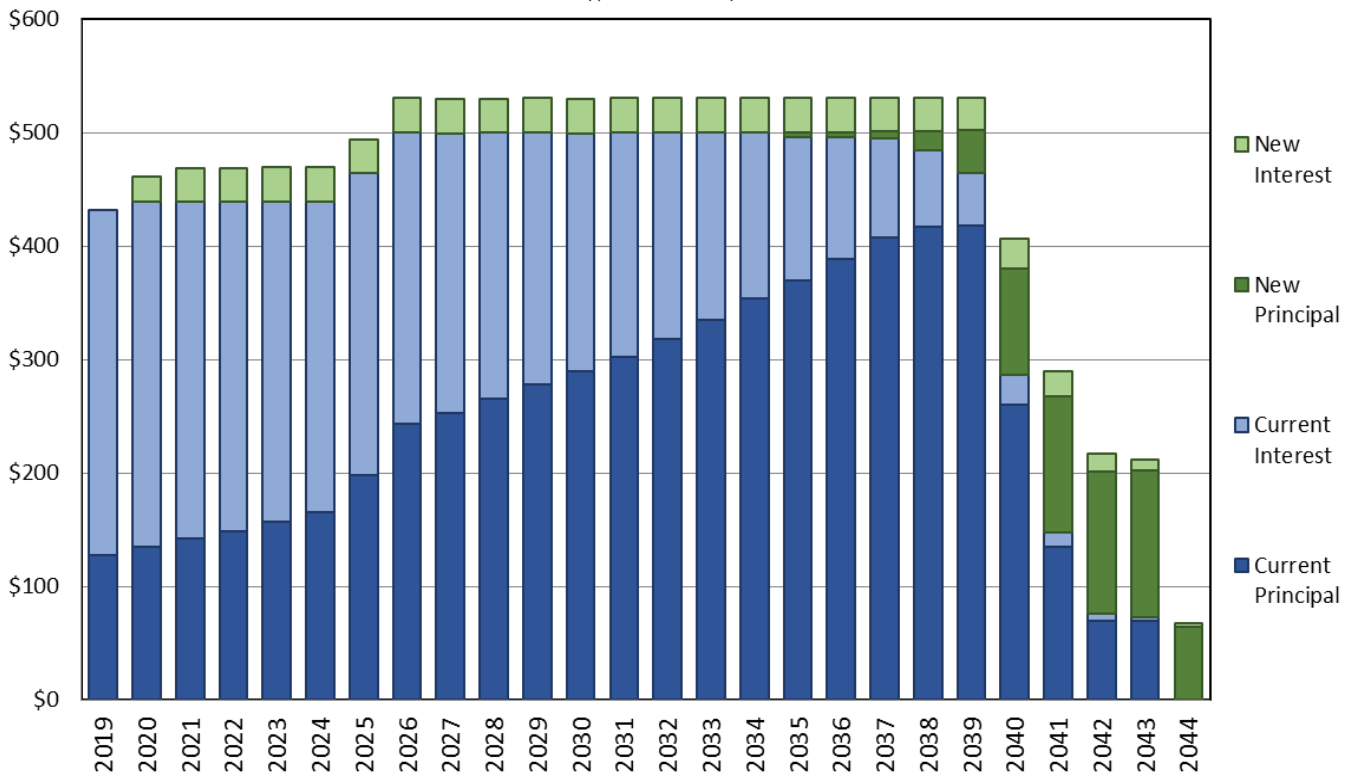


EXHIBIT 94

SECURITY FOR THE BONDS

The Tollway’s bonds are secured by a pledge of and lien on the net revenues generated by the Tollway system in accordance with the Amended and Restated Trust Indenture of 1999 (“Master Indenture”) and each respective Supplemental Indenture. Net revenues are defined in the Master Indenture as the annual revenues of the system net of operating expenses. To help ensure a sufficient amount of revenues to cover debt service, the Master Indenture, through which all Tollway outstanding bonds have been issued, includes a toll rate covenant that requires tolls to be set at rates which will produce a minimum of 1.3x debt service coverage. Furthermore, additional bonds may be issued only to the extent that the Tollway certifies: (i) compliance with the toll rate covenant for a consecutive 12-month period within the preceding 18 months; and (ii) projected compliance with the toll rate covenant for each year through five years after the completion of projects financed by the additional bonds. The Tollway’s debt service coverage is estimated to be 2.6x in 2019 and budgeted at 2.5x in 2020, both before adjustments for expected federal subsidies related to the Build America Bond program. Using debt service net of such expected

federal subsidies, debt service coverage is estimated to be 2.7x in 2019 and budgeted at 2.6x in 2020. Each is well above the 1.3x covenant level.

Additional security is provided by the Tollway's Debt Reserve Account, funded at maximum annual debt service ("MADS") on all senior lien debt. As of August 2019, MADS is \$500,499,851 (the debt service obligation for fiscal year 2030), and the Debt Reserve Account is valued at \$500,670,076, consisting of \$400,670,076 in investments and a \$100 million Debt Reserve Account Credit Facility from Berkshire Hathaway Assurance Corp. Berkshire Hathaway Assurance Corp. is rated "Aa1" by Moody's and "AA+" by Standard & Poor's. The surety policy is guaranteed by Colombia Insurance Company, which is rated "A++" (highest rating) by A.M. Best.

DEBT SERVICE COVERAGE

The Tollway has historically maintained debt service coverage ratios well in excess of required ratios. Debt Service Coverage Ratios are calculated by dividing the Net Revenues (i.e. revenues net of operating expenses) by the Aggregate Debt Service for a given year. The following chart shows actual debt service coverage for fiscal years 2013 through 2018, estimated debt service coverage for 2019 and budgeted debt service coverage for 2020. Note that debt service in the following chart includes annual liquidity and remarketing fees associated with the synthetic fixed-rate bonds.

Debt Service Coverage: Actual 2013-2018, Estimated 2019 and Budgeted 2020
(\$thousands)

	Actual						Estimated	Budgeted
	2013	2014	2015	2016	2017	2018	2019	2020
Operating Revenues	\$1,009,776	\$1,036,156	\$1,220,463	\$1,298,800	\$1,401,818	\$1,458,141	\$1,495,000	\$1,535,000
Operating Expenses	\$277,513	\$297,821	\$298,479	\$309,239	\$319,538	\$336,361	\$365,374	\$380,248
Net Operating Revenues	\$732,263	\$738,335	\$921,984	\$989,561	\$1,082,279	\$1,121,780	\$1,129,626	\$1,154,752
Debt Service (incl. Liq. Fees)	\$308,255	\$315,485	\$365,398	\$393,912	\$405,840	\$405,840	\$434,351	\$461,358
Debt Service Coverage (X)	2.38	2.34	2.52	2.51	2.67	2.61	2.60	2.50
Build America Bond ("BAB") Subsidies & Pre-paid Interest	\$14,953	\$15,066	\$15,099	\$15,131	\$15,148	\$15,205	\$13,555	\$13,542
Debt Service Coverage after BAB Subsidies & Pre-paid Interest (X)	2.50	2.46	2.63	2.61	2.77	2.71	2.68	2.58

EXHIBIT 95

Note: Annual transfers of revenues to the Trustee-held Debt Service Account included in the "Executive Summary" and "Fund Structure" sections will not match debt service included in the above chart, due to: (i) certain advance funding requirements and other timing-related differences between the funding of the Trustee-held Debt Service Account and the payments of debt service from that Account; and (ii) the additional source of funds from the Build America Bond subsidies (see separate line-item in the above chart) which reduces the amount of revenues required to fund debt service for those bonds.

MUNICIPAL BOND RATINGS

In concert with each new bond issuance, the Tollway applies for municipal bond ratings from Fitch Ratings, Moody's Investor Services and Standard & Poor's. Each rating agency reviews the Tollway's fiscal condition, capital financing plan, debt coverage ratios and various other factors to assess the

Tollway's ability to repay its debt obligations. The underlying ratings of the Tollway's bonds are A1, AA- and AA- by Moody's Investors Service, Fitch Ratings and Standard & Poor's, respectively. These ratings were provided in June 2019. All three rating agencies maintain Stable Outlooks for the Tollway's ratings.

INTEREST RATE EXCHANGE AGREEMENTS

To lower its borrowing costs, the Tollway has entered into multiple variable-to-fixed interest rate exchange agreements (swaps). These swap agreements produce a "synthetic fixed interest rate" in which the Tollway pays a fixed interest rate to the swap provider in exchange for the swap provider's payment of a variable interest rate intended to approximate the variable interest rate paid by the Tollway to bondholders. In all cases, the synthetic fixed interest rates were lower than the fixed interest rates otherwise accessible in the market at the times the various bonds were issued. The Tollway entered into four swaps for the Series 2007A Bonds (the "2007A Swaps") and four swaps for the Series 2008A Bonds (the "2008A Swaps"). One of the 2008A Swaps was terminated in connection with the refunding of a portion of the Series 2008A Bonds in 2010. An additional 2008A Swap and one of the 2007A Swaps were terminated in connection with the refunding of a portion of the Series 2007A Bonds and a portion of the Series 2008A Bonds in January 2019. Both the 2007A Swaps and 2008A Swaps are SIFMA-based. The Tollway exchanges a fixed-rate payment to swap providers for a variable-rate payment based on the USD SIFMA seven-day Municipal Swap Index.

Mark-to-market valuations of the Tollway's swaps typically decline in value (from the Tollway's perspective) when interest rates decline and increase in value when interest rates increase. To the extent any negative valuation of the Tollway's derivatives were to become realized by a swap termination, it is possible (although not certain) that such a realized loss might be mitigated by a lower cost of capital expected to be available in that lower-interest rate market.

Estimated total mark-to-market valuations for recent year-ends are as follows:

December 31,	Estimated MTM Valuation
2010	(\$101.8 million)
2011	(\$289.7 million)
2012	(\$308.8 million)
2013	(\$136.6 million)
2014	(\$257.2 million)
2015	(\$274.0 million)
2016	(\$214.6 million)
2017	(\$208.4 million)
2018	(\$107.5 million)

Estimated mark-to-market valuations for each of the swaps as of September 30, 2019, are as follows:

**The Illinois State Toll Highway Authority
Swap Portfolio as of September 30, 2019
(Note: Valuations are net of accrued interest.)
(\$ thousands)**

Series	Counterparty	Notional Amount	Fixed Rate Paid	Variable Rate Rec'd	Maturity	Valuation
2007A-1	Citibank N.A., New York	175,000	3.9720%	SIFMA	7/1/2030	(\$38,288)
2007A-1	Goldman Sachs Bank USA	175,000	3.9720%	SIFMA	7/1/2030	(\$38,288)
2007A-2d	Wells Fargo Bank *	87,500	3.9925%	SIFMA	7/1/2030	(\$19,283)
2008A-1b	The Bank of New York Mellon	189,600	3.7740%	SIFMA	1/1/2031	(\$37,435)
2008A-2	Bank of America, N.A.**	94,800	3.7640%	SIFMA	1/1/2031	(\$18,647)
TOTAL		\$721,900				(\$151,941)

Estimated swap valuations based on valuations provided by the counterparties.

* Originally Wachovia Bank, N.A.; acquired by Wells Fargo in December 2008; name changed in March 2010.

** Originally Merrill Lynch Capital Services, Inc.; Bank of America acquired Merrill Lynch in December 2008; swap novated to Bank of America, N.A. in October 2011

EXHIBIT 96



BUDGET PROCESS AND DOCUMENTS

GENERAL

The Trust Indenture and the Toll Highway Act provide a basis for the Tollway's budget process. The Trust Indenture requires the preparation of a tentative budget of the operating expenses for the ensuing fiscal year on or before October 31 of each fiscal year. The Tollway must demonstrate that revenues are sufficient to pay for operating costs, debt service and required deposits for the maintenance and repair of the toll roads as certified by an independent consulting engineer. The tentative budget includes the amounts budgeted for operating expenses and amounts required to be deposited into the Renewal and Replacement Account. The Tollway must also provide accompanying estimates of the amount that will be available for credit to the Improvement Account (for improvements to the Tollway system). The tentative budget also includes a statement of the actual revenues for the first eight months of the current fiscal year and estimated revenues for the next four months of the current fiscal year and for the ensuing fiscal year. The tentative budget is submitted to the trustee, the consulting engineer and other entities, as required.

On or before January 31 of each fiscal year, the Tollway will adopt the annual budget for such fiscal year.

BUDGET REVIEW PROCESS AND IMPLEMENTATION

The Tollway's budget process begins in early July each year. The budget office prepares and distributes a preliminary budget for each department at department and cost center levels based on actual and projected expenditures. Departments are asked to submit planning requirements, new initiatives, programs, headcount changes or other assumptions to be incorporated into their upcoming Maintenance and Operations Budget requests, as well as their Capital Budget requests. Once the departmental budget requests are returned to the budget office, the initial preliminary budget is compared to the departmental budget request indicating dollar and percent changes along with proper justification.

The preliminary/departmental comparison budget is then presented to the Chief Financial Officer (CFO) by the budget office. Financial impacts are discussed and the CFO reviews the requests based on the justification provided. Meetings are then held with budget staff, department chiefs and the CFO to discuss and finalize the budget requests. The budget requests are then reviewed by the CFO and Executive Director for final review and sign-off prior to Board approval. This process results in the tentative budget that will be submitted to the Board of Directors.

The tentative budget is presented to the Board of Directors in October. Requested changes by the Board of Directors and executive management will be incorporated into the tentative budget and public hearings will be held in November. The budget office will review and incorporate changes from the Board of Directors, executive management, and public comments. A final budget is then presented to the Board of Directors in December.

The budget is monitored throughout the fiscal year. Quarterly financial reviews that report budget vs. actuals are provided to the Board and posted on the Illinois Tollway's website.

BUDGET AMENDMENT

The Illinois Tollway Board of Directors may at any time adopt an amended annual budget. If the Tollway adopts an amended budget for total operating expenses exceeding 110 percent of the annual budget initially adopted, the Tollway shall give the consulting engineers not less than 10 days prior written notice, including a copy of the proposed amended annual budget. If the consulting engineer files an objection to such notice, such amended budget shall not be effective or supersede any prior annual budget until the Board of Directors adopts the amended budget by not less than a three-fifths vote of all directors at a public meeting. Notice of such public meetings shall be given in accordance with the law.

BUDGETARY BASIS OF ACCOUNTING

The Tollway's financial statements are prepared in accordance with Generally Accepted Accounting Principles (GAAP). The Tollway uses accrual basis of accounting for its proprietary funds. Revenues are recognized in the accounting period they are earned and become measurable. Expenses are recognized in the accounting period in which the liability is incurred.

The annual budget is prepared on a basis of accounting that differs from GAAP. Under the provisions of the Trust Indenture, the basis of accounting followed for the revenue fund and the construction fund differs from GAAP. The following are some of the major differences in accounting treatment:

1. Capital construction and asset acquisitions are charged against fund balance as incurred. In addition, there is no provision for depreciation.
2. Monies received from sale of assets are recorded as revenue when the cash is received.
3. Monies received for long-term fiber optic leases are recorded as revenue when received.
4. Principal retirements on revenue bonds are expensed when paid. The results of defeasement are accounted for as revenue or expense at the time of the transaction.
5. Bond proceeds (including premiums) are recorded as income in the year received. Amounts received from refunding issuances or discounts, if any, are recorded net of transfers to the escrow agent.
6. Capital lease obligations are not recorded. Payments under capital leases are expensed in the period payments are made.
7. GASB 89 was implemented by the Tollway in 2018 which eliminated the requirement to capitalize construction period interest. We continue to amortize previously capitalized interest but no additional interest has been capitalized since January 1, 2018.
8. Recoveries of expenses are classified as decreases in operating expenses for Trust Indenture and as miscellaneous operating revenue for GAAP.
9. Construction expenses incurred under intergovernmental agreements are decreased by payments received under these intergovernmental agreements.
10. Transponder purchases and other miscellaneous expenses are reflected in the Renewal and Replacement Fund as a capital expense, but reflected as operating expense for purposes of GAAP.
11. Prepaid expenses, except for bond issuance, are recorded only if refundable.
12. The provisions of GASB 68 regarding net pension liability and deferred outflows and inflows of resources are not reflected in the trust indenture statements.
13. The provisions of GASB 75 regarding the net OPEB liability and deferred outflows and inflows of resources are not reflected in Trust Indenture reporting.

2020 Budget Planning Calendar by Task	Date(s)	
Prepare capital planning materials including current expenditures for roadway and non-roadway capital projects, new capital budget request forms and instructions.	6/3/2019	6/24/2019
Departments develop new capital requests through internal planning meetings and information gathering. Department chiefs manage the review process before the request is submitted to the budget office.	7/3/2019	8/5/2019
Prepare economic assumptions for salaries, wages, FICA and retirement, and guidelines regarding overall operating budget growth or reduction based on current or future programs.	6/3/2019	7/19/2019
Executive Director and CFO review and approve budget package which includes budget guidance, instructions and spreadsheets requesting justification.	7/12/2019	7/18/2019
Request Annual Toll Revenue Certificate from Traffic Engineer	8/2/2019	8/2/2019
Departments develop their operating budget request through internal planning meetings and information gathering. Department chiefs manage the review process before the request is submitted to the budget office.	8/26/2019	9/6/2019
Budget office reviews departmental budget requests with the CFO and deputy chief of Finance. Financial impacts are discussed and new initiatives are evaluated based on the justifications provided by each department.	8/26/2019	8/30/2019
Accounting office prepares most recent financial data regarding revenues and expenditures for use in projecting revenues and expenditures for year end.	8/30/2019	9/20/2019
Meetings are held with department chiefs, the CFO, deputy chief of Finance and budget staff to discuss and finalize the departmental budget requests.	8/23/2019	9/4/2019
Budget office incorporates any changes to department requests from the meetings held.	8/23/2019	8/30/2019
Meetings are held with the Executive Director, COO, CFO and deputy chief of finance to discuss any modifications to each department's budget request.	9/6/2019	9/13/2019
Traffic Engineer submits Annual Toll Revenue Certificate.	9/6/2019	9/13/2019
RRI Cash Flow is developed with Revenue, Debt Service & RRI costs for review by Consultant Engineer for the RRI letter.	9/11/2019	9/11/2019
Consulting Engineer submits RRI letter.	9/11/2019	10/14/2019
Budget office - Develops 2020 Tentative Budget Power presentation.	9/13/2019	9/25/2019
Meeting with department chiefs, Executive Director and CFO are held, if necessary to finalize 2020 Tentative Budget.	9/18/2019	9/20/2019

2020 Budget Planning Calendar by Task	Date(s)	
CFO and Executive Director /review and approve 2020 Budget presentation.	8/30/2019	9/3/2019
The CFO, deputy chief of finance and the communications department review and edit budget book.	8/30/2019	9/3/2019
CFO and deputy chief of finance meet with Executive Director and COO on budget presentation.	9/11/2019	9/13/2019
Conference call with the Chairman, the Executive Director, COO, CFO and deputy chief of finance for a final review of the budget presentation.	9/13/2019	9/13/2019
Budget does a final review of the budget book and presentation after final comments/updates are received.	9/6/2019	9/6/2019
The 2020 Tentative Budget is presented to the Finance, Administration and Operations Committee via presentation; copies of the budget book are distributed.	10/17/2019	10/17/2019
The Tentative Budget books are delivered to the Board Members, Executive Office and department chiefs on the morning of the Board meeting. The CFO and the deputy chief of finance give a presentation to the Board.	10/17/2019	10/17/2019
2020 Tentative Budget Book and presentation are posted on Tollway's website.	10/17/2019	10/17/2019
Tentative Budget books and signed cover letter from Executive Office send to General Assembly, Governor, the Clerk of the House of Representatives, the Secretary of the State, GOMB and the Commission on Government Forecasting and Accountability.	10/20/2019	10/20/2019
Public hearings for public comments.	11/12/19	11/14/19
Public comment (with public hearing transcripts) report prepared by communications department and distributed to Board members.	11/26/19	11/26/19
Budget Office develops the Final Budget book and presentation to include changes resulting from public hearings, executive letter, Strategic Plans and Demographic sections.	10/30/2019	12/2/2019
2020 Final Budget is presented to the Board for approval.	12/5/2019	12/5/2019
The Final Budget book is posted on the Tollway website.	12/5/2019	12/5/2019
The Final Budget books are distributed to Springfield, Rating Agencies and other entities for compliance with continuing disclosure requirements.	12/31/2019	12/31/2019
A written statement and report covering activities for the preceding calendar year is filed.	1/2/2020	3/13/2020
GFOA application and budget book is submitted for budget award consideration.	2/3/2020	3/13/2020

EXHIBIT 97

FINANCIAL POLICIES AND PRACTICES

GENERAL

The Tollway follows a defined set of policies and practices for directing the Tollway's fiscal affairs. These policies and practices have been reviewed as part of the financial planning process and are the basis for developing the annual budget, as well as our long-term financial plan. These policies will allow the Tollway to keep operating costs low and maintain its strong financial condition while providing quality services to its customers.

REVENUES

Traffic volume assumptions are derived by reviewing historical data and analyzing the impact of current economic conditions, local and regional economic indices, energy price trends, demographic and population trends, employment trends, industry and home building development, household income and roadway capital projects.

Surpluses identified, but not included in the annual base-operating budget, are dedicated to the capital plan.

The Tollway maintains a revenue monitoring system to assist in trend analysis and revenue forecasting.

The Tollway will support legislation that will allow for expanded, progressive and fiscally responsible financing measures.

The revenue model assumes the new passenger vehicle toll schedule, which went into effect January 1, 2012, and previously approved increases in commercial vehicle toll rates beginning January 1, 2015. The passenger vehicle toll rates were passed, and the commercial vehicle toll rates were affirmed coinciding with approval of the *Move Illinois* Program on August 25, 2011.

EXPENDITURES

1. The Tollway will maintain a level of expenditures, which will provide for the public well-being and safety of its roads.
2. Expenditures will be within the availability of generated revenues, bonds issued for construction and unreserved fund balances.
3. The Tollway will maintain expenditure categories according to state statutes, the Trust Indenture and administrative rules.
4. The Tollway will forecast its capital expenditures for the duration of the *Move Illinois* Program and may update this forecast annually with multi-year plans. Expenditure forecasts will be cognizant of the elastic and inelastic structure of revenues.
5. Annual operating and capital budgets should provide for adequate design, construction, maintenance and replacement in the Tollway's capital program.

DEBT ADMINISTRATION

1. The Tollway will maintain regular communication with credit rating agencies and facilitate disclosure of financial and management issues important to investors.
2. Capital plans proposed for financing through debt should be accompanied by an



analysis of the future maintenance and operations costs.

3. The Tollway will oversee and coordinate the timing, process of issuance and marketing of bonds and other capital financing activities required in support of its capital program.
4. The Tollway will allocate sufficient revenues to finance ongoing maintenance needs.
5. No debt will be issued for the purpose of funding capital projects until authorized by the Board of Directors at a public meeting.
6. Borrowing should be of a duration that does not exceed the average economic life of the project(s) that it finances. To the extent possible, the Tollway will design the repayment of debt to recapture rapidly its credit capacity for future use.
7. The Tollway will seek to issue its debt obligations through a sale method that will produce the best results for the Tollway.
8. When determined appropriate, legally permissible and approved by the Board of Directors, the Tollway may elect to sell its debt obligations through competitive sealed bid, competitive selection and negotiation or a private placement.
9. The Tollway may issue advance refunding bonds and current refunding bonds (as defined for federal tax law purpose) when advantageous, legally permissible, prudent and in the best interest of the Tollway and its customers and authorized by the Board.
10. The Tollway may choose to defease its outstanding indebtedness through purchase of its securities on the open market, when market conditions make such an option financially feasible.

RESERVE POLICY

1. The Tollway will maintain an operating reserve. The Board of Directors may alter the reserve to best suit financial levels of the Tollway. This reserve shall be created and maintained to provide the capacity to:
 - (a) Offset unexpected downturns or reductions in revenues
 - (b) Ensure sufficient cash flow for daily financial needs at all times
 - (c) Offset unexpected increases in expenditures

CASH MANAGEMENT

1. The Illinois Tollway's Investment Policy ("Policy") describes the Tollway's intent to invest all funds under the Tollway's control in a manner that provides the highest investment return using safe authorized instruments, while meeting the Tollway's daily cash flow demands in conformance with all state statutes and any amended and revised Trust Indenture governing the investment of Tollway funds.
2. The primary objective in the investment of Tollway funds is to ensure the safety of principal, while managing liquidity to pay the financial obligations of the Tollway and providing the highest investment return using authorized instruments.
3. The cash management process is designed to accurately monitor and forecast expenditures and revenues, enabling the Tollway to invest funds for investment purpose to the fullest extent possible. The Tollway will match fund flows to projected disbursements.
4. The Tollway comingles funds. Interest revenue derived from comingled investments is allocated to the participating funds monthly. Criteria for selecting investments and the order of priority are:
 - (a) Safety. The safety of principal is the foremost objective of the investment program. Tollway investments shall be undertaken in a manner that seeks to ensure the preservation of capital in the portfolio. To attain this objective, diversification is required to ensure that the Tollway prudently manages market, interest rate and credit risks.

- (b) Liquidity. The investment portfolio shall remain sufficiently liquid to enable the Tollway to meet all operating requirements that might be reasonably projected.
- (c) Return on Investment. The investment portfolio shall be designed to obtain the highest available return, taking into account the Tollway's investment risk constraints and cash flow requirements.

ACCOUNTING, AUDITING AND FINANCIAL REPORTING POLICIES

1. The Tollway is a component unit of the state of Illinois and is accounted for as a proprietary fund (enterprise fund) using the flow of economic resources measurement focus.
2. The Tollway uses the accrual basis of accounting. Under the accrual basis of accounting, revenue is recognized in the period in which it is earned, and expenses are recognized in the period in which they are incurred.
3. The Tollway accounts for operations and financing in a manner similar to private business enterprises. The intent is that costs of providing goods or services to the general public on a continuing basis be financed or recovered primarily through user charges.
4. The Tollway has established and maintains high standards for accounting practices in conformance with Generally Accepted Accounting Principles (GAAP) for governmental entities as promulgated by the Governmental Accounting Standards Board (GASB).
5. The accounting systems maintain records on bases consistent with accepted standards for governmental accounting.
6. An independent firm of certified public accountants contracted by the Auditor General of Illinois performs an annual financial audit in accordance with Generally Accepted Auditing Standards (GAAS) and publicly issues an opinion, which is published in the Financial and Compliance Examination Report issued by the CPA firm, as well as the Tollway's Comprehensive Annual Financial Report (CAFR).
7. The Tollway annually seeks the Government Finance Officers Association Certificate of Achievement for Excellence in Financial Reporting Program. This certificate has been awarded to the Tollway annually since 1995.
8. The Tollway promotes full disclosure in its annual financial statements and its bond presentations and official statements.
9. The Tollway considers highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

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POPULATION AND DEMOGRAPHICS

Community Served

From its beginnings in the late 1950s, the Illinois Tollway was planned to provide efficient interstate travel between Wisconsin, Illinois and Indiana around the city of Chicago, complementing the Chicago expressway network. The Tollway helped facilitate the economic and residential development of suburban Chicago and served a significant suburban commuter system market. In the 1970s and 1980s, suburban employment grew rapidly and the use of the Tollway system for suburb-to-suburb work trips grew accordingly. In response, the Tollway added interchanges throughout the urbanized area and, in 1989, constructed the North-South Tollway, now the Veterans Memorial Tollway (I-355), to better serve the suburb-to-suburb work trip market. A 12-mile extension of that route into Will County was opened to traffic in 2007. The newest Tollway route, the Illinois Route 390 Tollway, opened in 2016, with an extension opening in November 2017. As a result of this growth, the Tollway saw average daily transactions grow from 485 thousand in 1970 to 2.8 million in 2018 and average daily vehicle counts increased from 255 thousand to more than 1.6 million.

Today, the Tollway provides vital transportation links between people and their jobs and between businesses and their customers. The Tollway provides access to headquarters for the state’s leading employers and largest companies, serving both Chicago-bound, reverse and inter-suburban commuters alike.

Tollway Service Area Map



EXHIBIT 98



User Profile

Passenger cars account for approximately 88 percent of the Tollway usage and commercial vehicles account for the remainder. The heaviest usage of the Tollway is on weekdays. On Saturdays, traffic is typically down about 10 percent from an average day and Sundays see the lowest use, down about 23 percent from an average day. Seasonal variation in traffic also exists. The summer months of June, July and August have the highest levels of usage, with average daily traffic approximately 6 percent higher than the yearly average. During the summer, passenger car recreational usage is higher, but commercial vehicle activity is also slightly higher. January typically has the lowest usage, with average daily traffic about 9 percent below the average month in 2018.

Periodic Origin-Destination surveys* are conducted at locations on the Tollway system. From the latest survey where users were asked questions about their trip-making, a profile of some user characteristics emerged. On a typical weekday, about 61 percent of the peak-hour usage is for work-related trips; either trips to/from a place of employment or for company business. Slightly more than 50 percent of the peak-hour users are on the Tollway at least five times per week. Less than 20 percent of the peak-hour users are fairly infrequent travelers on the Tollway, using it less than once a week. The most typical Tollway weekday user is a resident of the suburban Northern Illinois area. This customer uses the Tollway on a daily basis to make trips to and from work with a work destination in either suburban Chicago or Chicago itself. On weekend days, the usage pattern changes slightly as more of the travel is performed by less frequent users. Non-work travel makes up the majority of the usage during these weekend periods. While the majority of users are from Northern Illinois, there are more out-of-area users on the system on weekend periods than during the weekday periods.

Population

Tollway routes pass through 12-counties in Northern Illinois. Counties served by Tollway routes include Boone, Cook, DeKalb, DuPage, Kane, Lake, Lee, McHenry, Ogle, Whiteside, Will and Winnebago counties.

The 12 counties of the Tollway service area had a combined 2018 population of nearly 9 million, mostly living within the Chicago metropolitan area. The largest county in the area, Cook County, has a population of approximately 5.2 million and includes mature population centers such as the city of Chicago and inner-ring suburbs, as well as fast-growing exurban areas in the northwestern portion of the county. DuPage County, the second most populous county in the metropolitan area, had almost 930,000 residents in 2018. Both Cook and DuPage counties are well served by the Tollway and have a mix of residential and employment-generating land uses. Other counties, including Kane, Lake, McHenry and Will include a mix of mature suburban population centers, satellite cities and recent suburban development.

The remaining six counties in the Tollway service area are generally rural in character, with populations of fewer than 110,000. The exception is Winnebago County with 284,000. It is home to Rockford, the third largest city in Illinois.

*Jane Addams Memorial Tollway Express Toll Lanes Travel Study Report prepared for Delcan (December 2012).

Service Area Population 1980 vs. 2018

County	1980 Population*	2018 Population**	Net Change	Annual % Change
Boone	28,600	53,577	24,977	1.7%
Cook	5,253,600	5,180,493	(73,107)	(0.0%)
DeKalb	74,600	104,143	29,543	0.9%
DuPage	658,900	928,589	269,689	0.9%
Kane	278,400	534,216	255,816	1.7%
Lake	440,400	700,832	260,432	1.2%
Lee	36,330	34,223	(2,107)	(0.2%)
McHenry	147,900	308,570	160,670	2.0%
Ogle	46,300	50,923	4,623	0.3%
Whiteside	66,000	55,626	(10,374)	(0.4%)
Will	324,500	692,310	367,810	2.0%
Winnebago	250,900	284,081	33,181	0.3%
Total	7,606,430	8,927,583	1,390,870	0.4%

*US Census Bureau, 1980 census

**US Census Bureau, County Population Totals and Components of Change: 2010-2018

EXHIBIT 99

Service Area Population 2010 vs. 2018

County	2010 Population*	2018 Population**	Net Change	Annual % Change
Boone	54,200	53,577	(623)	(0.1%)
Cook	5,194,700	5,180,493	(14,207)	(0.0%)
DeKalb	105,200	104,143	(1,057)	(0.1%)
DuPage	916,900	928,589	11,689	0.2%
Kane	515,300	534,216	18,916	0.5%
Lake	703,500	700,832	(2,668)	(0.0%)
Lee	36,000	34,223	(1,777)	(0.6%)
McHenry	308,800	308,570	(230)	(0.0%)
Ogle	53,500	50,923	(2,577)	(0.6%)
Whiteside	58,500	55,626	(2,874)	(0.6%)
Will	677,600	692,310	14,710	0.3%
Winnebago	295,300	284,081	(11,219)	(0.5%)
Total	8,919,500	8,927,583	8,083	0.0%

*US Census Bureau, 2010 census

**US Census Bureau, County Population Totals and Components of Change: 2010-2018

EXHIBIT 100

Tollway Service Area Population 2018 – 2040 Forecast

The population of the 12-county service area is expected to continue to grow. By the year 2040, the total population is estimated to exceed 9.4 million. Nine out of the 12 counties are expected to grow in population over the coming decades, with relatively higher growth rates projected for the outer suburban counties of McHenry, Kane, Boone and Lake. Will County is anticipated to grow by 1.3 percent annually until 2040, surpassing Lake County as the third most populous county in the Tollway service area.

Service Area Population 2018 vs. 2040

County	2018 Population*	2040 Population Estimate**	Net Change	Annual % Change
Boone	53,577	65,200	11,623	0.9%
Cook	5,180,493	5,096,100	(84,393)	(0.1%)
DeKalb	104,143	118,800	14,657	0.6%
DuPage	928,589	984,000	55,411	0.3%
Kane	534,216	665,100	130,884	1.0%
Lake	700,832	767,300	66,468	0.4%
Lee	34,223	32,700	(1,523)	(0.2%)
McHenry	308,570	363,400	54,830	0.7%
Ogle	50,923	51,500	577	0.1%
Whiteside	55,626	53,700	(1,926)	(0.2%)
Will	692,310	921,600	229,290	1.3%
Winnebago	284,081	291,700	7,619	0.1%
Total	8,927,583	9,411,100	483,517	0.2%

*US Census Bureau, County Population Totals and Components of Change: 2010-2018

**Woods & Poole Economics, Inc. (W&P), 2019 Complete Economic and Demographic Data Source (CEDDS).

EXHIBIT 101

Employment

Employment growth is a key indicator of the Tollway service area's economic growth, as well as an important factor in predicting Tollway traffic.

Tollway Service Area Employment 2010 – 2018

Employment in the 12-county service area increased by nearly 760,000 jobs from 2010 to 2018. The largest employment increase occurred in Cook County with nearly 456,000 new jobs followed by 121,600 new jobs in DuPage County. All other counties also showed increases between 800 and 89,500 jobs. It should be noted that 2010 employment reflected the lingering effects of the recent national economic recession that began in the fall of 2007.

Service Area Employment 2010 vs. 2018

County	2010 Employment	2018 Employment *	Net Change	Annual % Change
Boone	19,800	23,900	4,100	2.4%
Cook	3,122,800	3,578,400	455,600	1.7%
DeKalb	52,800	53,600	800	0.2%
DuPage	689,700	811,300	121,600	2.1%
Kane	257,300	280,900	23,600	1.1%
Lake	428,900	472,200	43,300	1.2%
Lee	15,400	17,100	1,700	1.3%
McHenry	134,800	142,100	7,300	0.7%
Ogle	22,400	23,500	1,100	0.6%
Whiteside	27,100	28,000	900	0.4%
Will	252,300	341,800	89,500	3.9%
Winnebago	155,300	164,100	8,800	0.7%
Total	5,178,600	5,936,900	758,300	1.7%

Employment reported based on U.S. Commerce Dept. Bureau of Economic Analysis definition.

*2018 employment from Woods & Poole Economics, Inc. (W&P), 2019 Complete Economic and Demographic Data Source (CEDDS).

EXHIBIT 102

Tollway Service Area Employment 2018 – 2040 Forecast

The following table shows forecasted change in employment for the 12 counties. Significant employment growth is generally expected in the Tollway service area. By 2040, the number of jobs in the service area is forecasted to grow by more than 1.1 million.

Service Area Employment 2018 vs. 2040

County	2018 Employment *	2040 Forecast Employment**	Net Change	Annual % Change
Boone	23,900	32,600	8,700	1.4%
Cook	3,578,400	4,168,500	590,100	0.7%
DeKalb	53,600	64,400	10,800	0.8%
DuPage	811,300	960,600	149,300	0.8%
Kane	280,900	332,800	51,900	0.8%
Lake	472,200	550,900	78,700	0.7%
Lee	17,100	18,200	1,100	0.3%
McHenry	142,100	170,100	28,000	0.8%
Ogle	23,500	26,400	2,900	0.5%
Whiteside	28,000	30,900	2,900	0.4%
Will	341,800	552,200	210,400	2.2%
Winnebago	164,100	174,400	10,300	0.3%
Total	5,936,900	7,082,000	1,145,100	0.8%

*Woods & Poole Economics, Inc. (W&P), 2019 Complete Economic and Demographic Data Source (CEDDS).

EXHIBIT 103

Appendix





701 Warrenville Road, Suite 110
Lisle, Illinois 60532
tel: 630 434-8111

October 4, 2019

Mr. Michael Colsch
Chief Financial Officer
Illinois State Toll Highway Authority
2700 Ogden Avenue
Downers Grove, Illinois 60515

Subject: Annual Toll Revenue Certificate 2020

Dear Mr. Colsch:

In accordance with the Trust Indenture of the Illinois State Toll Highway Authority (Tollway), Section 713(3), the Tollway's Traffic Engineer must submit an annual written estimate of toll revenue for the remainder of the current fiscal year 2019 and the subsequent fiscal year 2020. Estimates of expected revenue contained in this document incorporate the current known construction schedule, system improvements, rate schedule changes, state of the economy, and other considerations pertaining to near-term estimated system performance.

Estimates are of expected revenue, which is the sum of all toll revenue that would be realized if 100 percent of transactions were recorded at the proper rate and resulted in full payment. Expected revenue does not include the effects of overpayments, underpayments, toll evasion, or toll evasion recovery. The term "revenue" in this document means expected revenue.

Short-term revenue forecasts are based on several key variables. CDM Smith reviews recent trends in the context of historical averages. This includes a review of actual transactions and revenue by plaza, month, vehicle classification, and payment type. Any variation from the prevailing trends is noted and, where possible, attributed to a particular event or ongoing condition. By understanding when and where these variances occur, CDM Smith can better estimate how similar events may impact Tollway performance in the future.

Following a thorough review of recent performance, CDM Smith addresses any factors that will affect traffic in the coming months and following year. Factors that may affect future traffic and revenue include scheduled construction, both on and off the system; system improvements, including added capacity or new interchanges; planned developments; and expected near-term economic trends.





Mr. Michael Colsch
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Revenue Performance Year to Date

Total expected revenue for January through August 2019 exceeds expected revenue for the same period in 2018 by an estimated 1.7 percent, or \$15.9 million.¹ Revenue growth in 2019 has been dampened by several significant construction projects on the Tollway. A summary of these projects is presented later in this report (**Table 4**). In addition, the lowest year-over-year revenue growth occurred in January due to several significant weather events. Revenue in January 2019 was 3.3 percent below revenue in January 2018.

Commercial vehicle (CV) expected revenue for January through August 2019 exceeds expected revenue for the same period in 2018 by an estimated 4.0 percent. This can be attributed, in part, to a 2.3 percent increase in CV toll rates, starting on January 1, 2019.

Passenger car (PC) expected revenue for January through August is an estimated 0.4 percent below expected revenue for the same period in 2018. This is attributed to construction impacts that have exceeded growth in passenger vehicle traffic.

Revenue growth in 2020 is expected to outpace 2019. In addition to natural growth in regional travel demand, much of the increase is attributable to the expected completion of major construction projects on I-88, I-355, and I-94. Nevertheless, revenue growth in 2020 is still expected to be dampened by ongoing construction activity, as summarized later in this report (**Table 4**).

The remainder of this document presents a review of transaction performance to date, recent economic performance, and a description of CDM Smith's forecasting methodology and findings.

Recent Transaction Trends

This section compares 2019 year-to-date transactions (January through August) to transaction trends over the last five years—between 2014 and 2018. The comparison is first presented for total transactions on the Tollway, followed by comparisons for PC and CV transactions.

Table 1 presents total observed systemwide transactions by month between January 2014 and August 2019. Between 2014 and 2017, transactions increased annually by an average of 6.0 percent. This significant growth can be attributed to continued economic growth, a rise in CV traffic, the opening of the new IL 390 Tollway, the completion of widening the Jane Addams Memorial Tollway, and the opening of new interchanges. In 2018, growth declined to 1.2 percent. This lower growth rate can be attributed to the start of several significant construction projects in June and July, including reconstruction and widening work on I-355, reconstruction on I-88 between York Road and I-290, and reconstruction on the Edens Spur.

¹ Year-end audited results may differ.





Mr. Michael Colsch
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Table 1 – Total Transactions by Month (Millions)

	2014		2015		2016 ⁽¹⁾		2017 ⁽²⁾		2018 ⁽³⁾		2019	
	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng
January	59.1	9.8%	64.9	3.6%	67.2	10.3%	74.2	4.6%	77.6	-6.6%	72.5	
February	57.7	4.2%	60.1	11.0%	66.6	6.7%	71.1	-0.4%	70.8	3.0%	72.9	
March	67.4	6.2%	71.6	5.0%	75.2	8.4%	81.5	5.1%	85.6	-1.1%	84.7	
April	69.5	5.4%	73.2	1.3%	74.2	8.7%	80.6	4.1%	83.9	0.6%	84.4	
May	74.3	3.7%	77.0	2.7%	79.1	10.1	87.1	3.8%	90.4	-0.1%	90.3	
June	73.5	5.5%	77.5	2.6%	79.5	10.4%	87.8	1.8%	89.3	0.2%	89.5	
July	76.6	5.7%	80.9	4.7%	84.7	3.6%	87.8	2.0%	89.6	2.9%	92.2	
August	76.1	4.7%	79.7	8.0%	86.0	5.1%	90.4	0.1%	90.5	3.2%	93.4	
September	71.4	5.8%	75.5	7.5%	81.2	4.5%	84.9	-2.5%	82.8			
October	75.1	4.0%	78.1	6.5%	83.1	4.2%	86.6	0.9%	87.4			
November	67.6	4.7%	70.8	10.9%	78.5	6.3%	83.5	-3.9%	80.2			
December	70.1	3.2%	72.3	5.7%	76.4	7.1%	81.8	-1.2%	80.8			
Total	838.3	5.2%	881.6	5.7%	931.9	7.0%	997.3	1.2%	1,008.9			
Total (Jan-Aug)									677.7	0.3%	679.9	

(1) Tolling on IL 390 between Lake Street (US 20) and Rohlwing Road (IL 53) began on July 5, 2016.

(2) Widening and reconstruction on the Jane Addams Memorial Tollway was completed at the end of 2016.

(3) Tolling on IL 390 between Rohlwing Road (IL 53) and Busse Road (IL 83) began on November 1, 2017.

For 2019 year to date, transactions are 0.3 percent higher than in the same period last year. This low growth can be attributed to the continuation of construction projects that began in July 2018, as well as the addition of construction work on the north and central Tri-State in 2019.

Recent PC and CV transaction trends are presented in **Table 2** and **Table 3**. While still increasing year over year, PC transaction growth slowed in both 2018 and 2019. For January through August 2019, PC transactions are up 0.2 percent over the same period last year. This low growth can be attributed to several construction projects that began in July 2018 and continued in 2019.

CV transactions continued to show strong growth in 2018, despite the start of several significant construction projects. This can be attributed to high rates of CV diversion to alternate Tollway routes. In 2019, this CV diversion was dampened by an increase in construction on competing routes. For 2019 year-to-date, CV transactions growth slowed to 1.3 percent over the same period in 2018.



Mr. Michael Colsch
 October 4, 2019
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Table 2 – Passenger Car Transactions by Month (Millions)

	2014		2015		2016 ⁽¹⁾		2017 ⁽²⁾		2018 ⁽³⁾		2019	
	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng
January	51.7	10.5%	57.1	4.2%	59.5	10.4%	65.7	4.1%	68.4	-7.4%	63.3	
February	50.6	4.4%	52.8	11.2%	58.8	7.2%	63.0	-1.2%	62.2	2.7%	63.9	
March	59.4	6.1%	63.0	5.2%	66.3	8.7%	72.1	5.0%	75.7	-1.1%	74.8	
April	61.0	5.5%	64.4	1.6%	65.4	9.6%	71.7	3.4%	74.1	0.2%	74.2	
May	65.4	4.1%	68.1	2.7%	70.0	10.2%	77.1	3.3%	79.6	-0.1%	79.6	
June	64.7	5.6%	68.4	2.4%	70.0	10.9%	77.7	1.5%	78.8	0.4%	79.2	
July	67.5	6.2%	71.7	5.3%	75.5	3.8%	78.3	1.0%	79.2	2.8%	81.4	
August	67.1	5.1%	70.5	7.7%	76.0	5.0%	79.8	-0.4%	79.5	3.4%	82.3	
September	62.5	6.4%	66.5	7.9%	71.7	4.9%	75.2	-2.9%	73.0			
October	65.6	4.6%	68.6	7.1%	73.5	4.0%	76.4	0.0%	76.4			
November	59.7	4.8%	62.5	10.8%	69.3	6.3%	73.7	-4.4%	70.5			
December	61.9	3.4%	64.0	5.7%	67.7	7.5%	72.8	-1.4%	71.8			
Total	737.2	5.5%	777.7	5.9%	823.6	7.3%	883.5	0.6%	889.2			
Total (Jan-Aug)									597.5	0.2%	598.7	

Table 3 – Commercial Vehicle Transactions by Month (Millions)

	2014		2015		2016 ⁽¹⁾		2017 ⁽²⁾		2018 ⁽³⁾		2019	
	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng
January	7.4	5.0%	7.8	-0.8%	7.7	10.1%	8.5	8.5%	9.2	-0.8%	9.1	
February	7.1	2.4%	7.2	8.9%	7.9	2.5%	8.1	6.1%	8.6	5.2%	9.0	
March	8.0	6.9%	8.5	4.0%	8.9	6.4%	9.4	5.8%	10.0	-1.6%	9.8	
April	8.4	4.8%	8.8	-0.9%	8.8	2.3%	9.0	9.4%	9.8	4.2%	10.2	
May	8.8	0.3%	8.9	3.0%	9.1	9.5%	10.0	7.7%	10.8	-0.1%	10.8	
June	8.8	4.6%	9.2	3.5%	9.5	6.7%	10.2	3.8%	10.5	-1.5%	10.4	
July	9.1	1.7%	9.2	-0.3%	9.2	2.7%	9.5	9.9%	10.4	3.9%	10.8	
August	8.9	2.1%	9.1	10.1%	10.0	5.4%	10.6	3.4%	10.9	1.6%	11.1	
September	8.9	1.9%	9.1	4.9%	9.5	1.8%	9.7	1.1%	9.8			
October	9.5	-0.3%	9.5	2.3%	9.7	5.2%	10.2	7.9%	11.0			
November	8.0	4.0%	8.3	11.1%	9.2	6.3%	9.8	-0.3%	9.8			
December	8.2	1.5%	8.3	5.5%	8.7	3.8%	9.1	-0.3%	9.0			
Total	101.0	2.8%	103.9	4.2%	108.3	5.2%	113.9	5.2%	119.8			
Total (Jan-Aug)									80.2	1.3%	81.2	

(1) Tolling on IL 390 between Lake Street (US 20) and Rohlwing Road (IL 53) began on July 5, 2016.

(2) Widening and reconstruction on the Jane Addams Memorial Tollway was completed at the end of 2016.

(3) Tolling on IL 390 between Rohlwing Road (IL 53) and Busse Road (IL 83) began on November 1, 2017.





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Economic Trends

CDM Smith reviewed recent socioeconomic trends and projections for the Chicago area, the Midwest, and the United States. Socioeconomic measures included regional long-term population and employment history and forecasts, historical variations in regional and national Gross Domestic Product (GDP) and unemployment, and short-term projections of national real GDP and unemployment from various sources. CDM Smith reviews and incorporates data from more than 20 independent economic forecasting organizations.

For 2019, the average estimated growth rate for national real GDP is 2.4 percent. This rate is lower than the actual 2.9 percent growth rate observed in 2018. In 2020, the average national real GDP growth rate is projected to decline to 1.9 percent. The labor market is expected to continue its relatively strong recent momentum, with an average national unemployment rate forecast of 3.7 percent for both 2019 and 2020. These forecasts are lower than the 2018 actual national unemployment rate of 3.9 percent.

Construction Projects

In 2011, the Tollway adopted the 15-year, \$12 billion capital program, *Move Illinois: The Illinois Tollway Driving the Future*. Major projects in that program include the widening of the Jane Addams Memorial Tollway (I-90), the construction of new access points on the Jane Addams Memorial Tollway, and the construction of the Elgin-O'Hare Western Access (IL 390 and I-490). In April 2017, the Tollway Board of Directors authorized an additional \$2.1 billion for the expansion of the Central Tri-State Tollway, increasing the *Move Illinois* program to slightly more than \$14 billion.

Several construction projects on the Tollway system have impacted 2019 revenue and are expected to impact 2020 revenue. **Table 4** identifies the Tollway construction projects that are anticipated to have a significant impact on Illinois Tollway traffic and revenue in 2019 and 2020.





Mr. Michael Colsch
 October 4, 2019
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Table 4 - Illinois Tollway Construction and Expansion Projects with Significant Traffic Impacts Anticipated in 2019 and 2020

Route	Project	Limits		2019 - Q1	2019 - Q2	2019 - Q3	2019 - Q4	2020 - Q1	2020 - Q2	2020 - Q3	2020 - Q4	
		From	To									
I-94	Resurface existing 3.4 miles pavement	Lake Cook Road	IL 22	▲	▲	▲	▲	●				
I-94	Reconstruct existing 5.4-Mile Edens Spur	-	-	▲	▲	▲	▲	▲	▲	▲	▲	
I-294	Rehabilitation at 82nd and 83rd Street Mainline Plazas	-	-	▲	▲	●						
I-294	Reconstruct Bridge and Rehabilitate Ramps at 159th Street	-	-	▲	▲	●						
I-294	Rehabilitate and widen 2 miles pavement	O'Hare Oasis	Balmoral Avenue		▲	▲	▲	▲	▲	●		
I-294	Reconstruct BNSF Bridge over Tollway	-	-			▲	▲	▲	▲	▲	▲	
I-294	Reconstruct and widen Mile-Long Bridge	Archer Avenue	75th Street			▲	▲	▲	▲	▲	▲	
I-294	Rehabilitate Archer Avenue Bridge	-	-					▲	▲	▲	▲	
I-294	Rehabilitate and widen 1.5 miles pavement	Wolf Road	O'Hare Oasis					▲	▲	▲	▲	
I-294	Reconstruct existing 22.3 miles pavement	I-55	Ogden Ave					▲	▲	▲	▲	
I-294	Reconstruct existing 22.3 miles pavement	Cermak Mainline	St. Charles Rd					▲	▲	▲	▲	
I-294	Reconstruct and widen 2.7 miles pavement	North Avenue	Wolf Road								▲	
I-294	Reconstruct and widen 1.5 miles pavement	St. Charles Rd	North Avenue								▲	
I-90	New WB entrance ramp at Roselle Rd via Central Rd	-	-	●								
I-90	New interchange at IL 23	-	-					●				
I-90	New interchange construction at planned connection with I-490 Tollway	Elmhurst Road	Mount Prospect Road		▲	▲						
				▲	Construction with Significant Impacts Assumed				●	Opening Quarter		





Mr. Michael Colsch
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Table 4 (Continued) - Illinois Tollway Construction and Expansion Projects with Significant Traffic Impacts Anticipated in 2019 and 2020

Route	Project	Limits		2019 - Q1	2019 - Q2	2019 - Q3	2019 - Q4	2020 - Q1	2020 - Q2	2020 - Q3	2020 - Q4	
		From	To									
I-88	Reconstruct existing 1.5 miles pavement	York Rd	I-290	▲	▲	▲	▲	●				
I-88	Reconstruct existing East-West Connector ramps	I-88	I-294	▲	▲	▲	▲	●				
I-88	Rehabilitate interchange at IL 56	-	-		▲	▲	●					
I-88	Patchwork between IL 56 and Aurora Mainline Plaza	-	-			▲	●					
I-88	New WB exit ramp and EB entrance ramp at IL 47			▲	▲	▲	▲	●				
I-88	Rehabilitate existing 5.5 miles pavement	Aurora Plaza	IL-59					▲	▲	▲	▲	
I-355	Reconstruct and add lane to 2 miles pavement	Roosevelt Rd	Butterfield Rd	▲	▲	▲	▲	●				
I-355	Rehabilitate BNSF Bridge	-	-			▲	●					
				▲	Construction with Significant Impacts Assumed				●	Opening Quarter		

Methodology and Assumptions

CDM Smith's methodology in developing the 2020 Revenue Certificate is similar to the methodology used in previous years. The forecast is based on historical performance evaluated at a monthly level. This level of detail allows construction impacts to be isolated and analyzed more effectively across years. Construction activity in particular has been found to significantly impact transactions, especially during the peak construction months, generally April to October. In addition, analysis at a monthly level allows CDM Smith to account for holiday and weather-related anomalies.

Multiple assumptions were used to calculate the forecasted expected revenue for the 2020 Revenue Certificate. For example, as of February 1, 2018, I-PASS customers who frequently use the Tollway without a transponder pay a higher toll rate. Under the revised policy, I-PASS customers that are





Mr. Michael Colsch

October 4, 2019

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video tolled (V-Tolled²) more than five times in a calendar month on any individual license plate registered to a customer's I-PASS or other electronic tolling account will be charged the cash toll rate for the sixth and every subsequent V-Toll incurred that month.³ Based on year-to-date performance, CDM Smith estimates V-Toll revenue in the amount of \$12.0 million in 2019. Available trend data indicates a year-over-year decline in eligible V-Toll transactions of approximately 15.0 percent, which CDM Smith has applied to 2020 for a surcharge revenue forecast of \$10.2 million in that year.

CV assumptions also impact forecast. Since 2018, CV toll rates have increased annually at the rate of inflation.⁴ CV rates increased 1.8 percent in 2018 and 2.3 percent in 2019. In 2020, rates will increase 2.1 percent—an increase from the previously assumed 2.0 percent. In addition to annual inflation-based toll rate increases, CV forecasts are impacted by the distribution of CV classes. CV forecasts are adjusted to reflect the most recent plaza-level classification distribution.

Lastly, an adjustment process is applied to account for variations in the monthly weekday/weekend distribution, the impacts of holidays, and weather impacts. Holiday impacts vary depending on the day of the week on which a holiday falls. Weather impacts vary in timing and severity. Expected monthly weather impacts are applied to December, January, February, and March based on average impacts for those months between 2007 and 2017 (excluding the very severe 2013-2014 winter). Winter weather is inherently unpredictable, and could result in relatively volatile revenue performance. Applying average winter weather impacts to these four months helps to account for potential variability, but does not eliminate the risk of revenue impacts, as compared to forecast.

Estimated 2019 and 2020 Toll Revenue

Total expected 2019 toll revenue is estimated at approximately \$1.46 billion. Revenue in 2019 is a function of natural growth in travel demand, scheduled construction activity, the CV toll rate increase, an increase in I-PASS participation, and the application of cash toll rates to some V-Toll transactions. In 2020, revenue is estimated to increase by 4.1 percent to approximately \$1.52 billion. **Table 5** presents actual transactions and revenue for January through August 2019 and estimated transactions and revenue for September through December 2019. **Table 6** presents estimates for 2020.

² A V-Toll occurs when no transponder is read but, upon image review, the license plate is found to correspond to an I-PASS account. This may happen for a number of reasons, including the improper mounting of or absence of an I-PASS transponder. If an I-PASS account is in good standing, the V-Toll will be applied at the I-PASS rate, up to the monthly maximum set in Tollway policy.

³ Joint Committee on Administrative Rules. Title 92: Transportation. Chapter IV: Illinois State Toll Highway Authority. Section 2520.550: State Toll Highway Rules I-PASS Customer – Penalties and Fees.

⁴ Consumer Price Index for all Urban Consumers, or its successor index, over the 12-month period ending on June 30th of the previous year. Source: Illinois Tollway Board Resolution No. 18516, dated November 20, 2008.





Mr. Michael Colsch
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Table 5 – Estimated 2019 Transactions and Expected Toll Revenue

Month	Transactions (in thousands)	Expected Revenue (in thousands)
January ⁽¹⁾	72,459	\$105,115
February ⁽¹⁾	72,941	\$105,096
March ⁽¹⁾	84,659	\$120,062
April ⁽¹⁾	84,434	\$121,205
May ⁽¹⁾	90,324	\$129,170
June ⁽¹⁾	89,538	\$127,205
July ⁽¹⁾	92,191	\$131,551
August ⁽¹⁾	93,386	\$133,886
September	85,442	\$121,881
October	89,505	\$129,498
November	83,749	\$118,869
December	80,611	\$113,596
Total ⁽²⁾	1,019,239	\$1,457,135

(1) Actual transactions and expected toll revenue as reported by the Illinois Tollway. August values are preliminary.

(2) Values may not sum due to rounding.

Table 6 – Estimated 2020 Transactions and Expected Toll Revenue

Month	Transactions (in thousands)	Expected Revenue (in thousands)
January	78,744	\$113,671
February	75,542	\$108,636
March	87,201	\$124,827
April	88,225	\$127,185
May	92,444	\$130,872
June	92,912	\$134,271
July	95,292	\$136,677
August	94,075	\$134,402
September	89,462	\$129,049
October	92,592	\$133,467
November	84,769	\$121,266
December	86,083	\$121,470
Total ⁽¹⁾	1,057,341	\$1,515,790

(1) Values may not sum due to rounding.





Mr. Michael Colsch
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CDM Smith will continue to monitor economic activity, traffic growth, and the impacts of construction on the Illinois Tollway. We trust the information herein meets your needs. Please let us know if you have questions or need additional information.

Sincerely,

A handwritten signature in blue ink that reads "Jonathon D. Hart". The signature is written in a cursive style with a long horizontal stroke extending to the right.

Jonathon D. Hart, AICP
CDM Smith Inc.
Principal Planner - Senior Project Manager



September 26, 2019

Mr. Michael Colsch
Chief Financial Officer
Illinois State Toll Highway Authority
2700 Ogden Avenue
Downers Grove, Illinois 60515

RE: Consulting Engineers Services - RR-15-9975RR
2020 Renewal and Replacement Deposit

Dear Mr. Colsch:

WSP USA Inc. (WSP) as the Consulting Engineers for the Illinois Tollway, has reviewed the renewal and replacement needs of the Illinois Tollway system in order to develop our recommendation for the deposit to be made to the Renewal and Replacement (R&R) Account in 2020. In addition to the maintenance and rehabilitation needs of the system, the Amended and Restated Trust Indenture, dated March 31, 1999 also permits the purchase of capital equipment under the R&R Account.

On August 29, 2019, the Illinois Tollway provided WSP with projected annual capital expenditures for the R&R Account for the years 2020 through 2026. These projected expenditures were developed by the Program Management Office (PMO) based upon methods understood by WSP to be consistent with sound engineering practice. The Illinois Tollway also identified the projected ending balance of the R&R Account for 2019 as approximately \$269 million, which includes the 2019 R&R deposit. WSP reviewed the data provided by the Illinois Tollway to identify the estimated deposits through 2026 required to maintain reasonable account balances based upon the estimated funds available and potential capital expenditures.

The PMO has estimated total draws for the R&R Program in 2020 to be approximately \$327 million. The combination of deposits and draws on the cash balance of the R&R Account will fund the projects in the Program, I-PASS Transponders, Information Technology projects, the Intelligent Transportation Systems program, and other Capital Projects. These values appear reasonable under the circumstances under which this letter was prepared. Based on these values, we recommend a deposit of \$240 million to the R&R Account for 2020.

The Illinois Tollway did not request WSP to provide and WSP does not offer to provide any services constituting the services of "municipal advisor" as defined in Federal Law (such as the Dodd-Frank Wall Street Reform and Consumer Protection Act), nor does WSP owe a fiduciary duty pursuant to Section 15B of the Securities Exchange Act of 1934 to the Illinois Tollway with respect to the information and material contained in this letter. This letter is based on WSP's professional judgement regarding the Illinois Tollway's practices, our understanding and judgment regarding setting levels for the R&R Account for



ILLINOIS
TOLLWAY GEC

2020, and our reliance of information supplied to us by the PMO. WSP does not make any warranty or representation that projected values mentioned here will actually be realized or achieved in 2020.

If we can be of further assistance, please feel free to contact me.

Sincerely,

WSP USA Inc.

A handwritten signature in black ink, appearing to read 'Ryan Hanks'.

Ryan Hanks, P.E.
Project Manager

cc: Paul Kovacs, Greg Stukel, Cathy Williams, William O'Connell, Sam Samra, Hope Garrett, Nick Smith

2200 WESTERN COURT · SUITE 120 · LISLE, IL 60532

2020 BUDGET
THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY
CERTIFICATE OF AUTHORIZED OFFICER

Set forth below is a statement showing actual and estimated Revenues (including estimates of toll revenues prepared by the Traffic Engineers, CDM Smith), Operating Expenses, Aggregate Debt Service and Renewal and Replacement Deposits (prepared by the Consulting Engineers, WSP) for the years 2019 and 2020. This statement is prepared for the purpose of determining whether the Net Revenues, as projected, will be sufficient to at least equal the Net Revenue Requirements in each of such years, in accordance with the requirements of Section 713 of the Trust Indenture.

		(\$ Millions)	
		FY 2019	FY 2020
Net Revenues :			
Actual Revenues - First Eight Months:			
	Toll Revenues *	\$917.4	
	Evasion Recovery	57.7	
	Investment Income	27.3	
	Concession and Miscellaneous	6.4	
	First Eight Months Revenues	\$1,008.9	
Estimated Revenues - Last Four Months:			
	Toll Revenues *	\$449.6	
	Evasion Recovery	25.3	
	Investment Income	7.7	
	Concession and Miscellaneous	3.6	
	Last Four Months Revenues	\$486.1	
Estimated Revenues:			
	Toll Revenues *	\$1,367.0	\$1,420.0
	Evasion Recovery	83.0	75.0
	Investment Income	35.0	30.0
	Concession and Miscellaneous	10.0	10.0
	Total Estimated Revenues	\$1,495.0	\$1,535.0
	Less: Total Budgeted Operating Expenses	\$365.4	\$380.2
	Estimated Net Revenues	\$1,129.6	\$1,154.8
	Net Revenue Requirement		
	Aggregate Debt Service **	\$434.4	\$461.4
	Renewal and Replacement Account Deposit per WSP	420.0	240.0
	Net Revenue Requirement (Aggregate Debt Service + Renewal Replacement Deposit)	\$854.4	\$701.4
	Alternative Net Revenue Requirement (1.3 X Aggregate Debt Service)	564.7	599.8
	Revenues in Excess of Net Revenue Requirement	\$275.3	\$453.4
	Build America Bond subsidy reduces transfers required for Debt Service	\$13.6	\$13.5
	Other Adjustments to Transfers from Revenue Fund to Operating and Debt Service Accounts	23.5	-1.8
	Additional deposit to Renewal and Replacement Account and Improvement Account	\$312.3	\$465.2

* CDM Smith has estimated expected toll revenues to total \$1,457.1 million in 2019 and \$1,515.8 million in 2020. The amounts included in this certificate are adjusted to reflect the Tollway's estimate of evaded tolls and underpayments. These adjustments reduce toll revenues by \$90.1 million in 2019 and \$95.8 million in 2020.

**Aggregate Debt Service includes credit enhancement, remarketing, rating and other costs/contingencies related to the Tollway's variable rate bonds.

Totals may not add due to rounding.

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Acronyms



ACRONYMS

AA	Affirmative Action
ACEC	American Council of Engineering Companies
ACM	Automatic Coin Machine
ACPA	American Concrete Pavement Association
ACT	Toll Highway Act
ADA	Americans with Disabilities Act
AFSCME	American Federation of State, County and Municipal Employees
ALI	Automatic Location Identification
ANI	Automatic Number Identification
ATPM	Automatic Toll Payment Machine
ATM	Active Traffic Management
ATP	Authorization to Proceed
ATS	Accenture Tolling Solutions
BEP	Business Enterprise Program
C5	Contract Cost Change Controls Committee
CAD	Computer-Aided Dispatch
CAFR	Comprehensive Annual Financial Report
CEC	Continuing Education Credit
CIS	Central Information Services
CMAQ	Congestion Mitigation and Air Quality
CRP	Congestion-Relief Program
CW	Central Warehouse
DBE	Disadvantaged Business Enterprise
D/M/WBE	Disadvantaged, Minority- and Women-Owned Business Enterprise firms
DQS	Data Quality Services

DUI	Driving Under the Influence
ECP	Earned Credit Program
ECW	Electrical Conductive Weapon
EEO	Equal Employment Opportunity
EMS	Emergency Medical Services
EO/L	Equipment Operator/Laborers
EPASS	Electronic Pay Stub System
ERP	Enterprise Resource Planning
FCIAA	Fiscal Control and Internal Auditing Act
FHWA	Federal Highway Administration
FICA	Federal Insurance Contributions Act
GAAP	Generally Accepted Accounting Principles
GAAS	Generally Accepted Auditing Standards
GASB	Governmental Accounting Standards Board
GFOA	Government Finance Officers Association
GIS	Geographic Information System
HVAC	Heating, Ventilation and Air Conditioning
ICED	Interagency Committee on Employees with Disabilities
IDOT	Illinois Department of Transportation
IGA	Intergovernmental Agreement
INVEST	Infrastructure Voluntary Evaluation Sustainability Tool
IPDC	Intermediate Power Distribution and Communication
IRTBA	Illinois Road and Transportation Builders Association
ISO	International Organization for Standardization
ISP	Illinois State Police
IT	Information Technology

ITS	Intelligent Transportation Systems
IV&V	Independent Validation and Verification
JOC	Job Order Contracting
K.I.S.S.	Kids Identification and Safety Seat
LAC	Local Advisory Committee
LCA	Life Cycle Assessment
LED	Light-Emitting Diode
LEED	Leadership in Energy and Environmental Design
LIDAR	Light Detection and Ranging
M and O	Maintenance and Operations
MADS	Maximum Annual Debt Service
MAP	Metropolitan Alliance of Police
MP	Milepost
MPS	Master Program Schedule
NCR	Non-Conformance Report
NOC	Network Operations Center
PBX	Private Branch Exchange Telephone System
PCI	Payment Card Industry
PMO	Program Management Office
PSB	Professional Service Bulletin
QFR	Quarterly Financial Review
R and R	Renewal and Replacement
RFP	Request for Proposal
ROW	Right-of-Way
RTA	Regional Transportation Authority
SDVOSB	Service Disabled, Veteran-Owned Small Business

SEIU	Service Employees International Union
SERS	State Employees Retirement System
SIFMA	Securities Industry and Financial Markets Association
SOP	Standard Operating Procedure
SQL	Structured Query Language
TIMS	Traffic and Incident Management System
UL	Underwriters Laboratories
UPS	Uninterruptible Power Supply
VASCAR	Visual Average Speed Computer and Recorder
VES	Violation Enforcement System
VMI	Vendor Managed Inventory
VOIP	Voice Over Internet Protocol
VOSB	Veteran-Owned Small Business
WIM	Weigh-in-Motion

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Glossary



GLOSSARY

APPROPRIATION – Spending authority from a specific fund for a specific amount, purpose and time period. The Tollway’s budget is not subject to annual appropriation by the State of Illinois.

BASIS OF ACCOUNTING – The method of accounting used to track and report revenues and expenditures, for example, cash, budgetary or accrual.

BEST PRACTICES – Best practices are the processes, practices and systems identified in public and private organizations that performed exceptionally well and are recognized as improving an organization’s performance and efficiency in specific areas. Successfully identifying and applying best practices can reduce business expenses and improve organizational efficiency.

BOND RATING – An assessment of credit risk by a nationally recognized credit rating agency with respect to either (i) a specific bond issue; or (ii) the issuer. If in reference to an issuer, the bond rating typically refers to the issuer’s senior lien rating.

BUDGET REQUEST – The Budget Office’s recommended budget to be presented to the Board for final approval.

CAPITAL EXPENDITURE – Non-recurring expenditures for the preservation, replacement, repair, renewal, reconstruction, modification or expansion of Tollway assets.

CONSTRUCTION FUND – The fund that receives proceeds from the sale of bonds to be used for capital projects.

CONSULTING ENGINEER – An independent engineer or engineering firm retained by the Tollway for the purpose of carrying out the duties imposed on the Consulting Engineer by the Trust Indenture and other duties as assigned.

DEPARTMENT – A major administrative division of the Tollway that has overall management responsibility for an operation or group of related operations within a functional area.

DEBT SERVICE – Principal, interest and other obligations associated with bond indebtedness.

DEBT SERVICE ACCOUNT – A sub-account of the Revenue Fund from which Debt Service payments are made.

DYNAMIC MESSAGE SIGN (DMS) – Over-the-road message signs that the Traffic and Incident Management System (TIMS) uses to communicate with customers.

ELECTRONIC TOLL COLLECTION – An electronic means for motorists to pay toll charges. Method of electronic toll collection include attachment of an electronic signal device, known as a transponder, onto the windshield to automatically deduct a toll charge from a pre-paid balance as the vehicle passes through a toll plaza. This method of electronic toll collection is used by many toll highway systems, including the Illinois Tollway, which calls it I-PASS.

ENVIRONMENTAL IMPACT STATEMENT – An EIS is a full disclosure document that details the process through which a transportation project was developed, includes consideration of a range of reasonable alternatives, analyzes applicable environmental laws and executive orders. The EIS process is completed in the following ordered steps: Notice of Intent (NOI), draft EIS, final EIS, and record of decision (ROD).

E-ZPASS GROUP – An association of 29 toll agencies, including the Illinois Tollway, in 17 states whose primary purpose is to help facilitate toll interoperability among its member agencies.

FICA AND RETIREMENT – Line item for employee retirement, consisting of: (i) employer (i.e. the Tollway) payments into Social Security; and (ii) employer contributions into the State Employees' Retirement System (SERS).

FISCAL YEAR – The annual period used for purposes of accounting and preparing financial statements. The Tollway's fiscal year is January 1 through December 31. The State of Illinois' fiscal year is July 1 through June 30. The fiscal year is the period for which annual appropriations are authorized, although it should be noted that the Tollway's budget is not subject to annual appropriation by the State of Illinois.

FULL-TIME EMPLOYEE – For purposes of certain "per full-time employee" performance metrics, a full-time employee's work is based on a 40-hour work week for 52 weeks or 2,080 hours per year.

FUND – A fund, which may include one or multiple accounts and sub-accounts, established by the Trust Indenture to hold money for specific programs, activities or objectives.

FUND BALANCE – The difference between fund assets and fund liabilities, typically as reported at the end of a financial reporting period. For annual budgetary purposes, this represents the sum of over-realized and unanticipated net revenues and unspent reserves at the end of each fiscal year.

GROUP INSURANCE – Life and health insurance program for all Tollway employees, retirees and their dependents.

HEADCOUNT – A statement or description of the number of employees for a specific time period, usually the actual number or the calculated full-time equivalent.

H.E.L.P. TRUCKS – Highway Emergency Lane Patrol trucks are designed to enhance roadside assistance given to Tollway customers.

IMPROVEMENT – Any system expansion project or any acquisition, installation, construction, reconstruction, modification or enhancement of or to any real or personal property (other than operating expenses) for which a currently effective resolution of the Tollway has been adopted authorizing the deposit of revenues to the credit of the improvement account for such system expansion project or acquisition, installation, construction, reconstruction, modification or enhancement including, without limitation, the cost of related feasibility studies, plans, designs or other related expenditures.

I-PASS – The name of the Illinois Tollway's prepaid electronic toll collection system that allows for automatic payments of tolls by using a small radio-frequency identified device (transponder) that mounts in a vehicle.

KAPSCH – International technology company, including serving as a supplier of technology, solutions and services for the Intelligent Transportation Systems (ITS) market.

MAINLINE PLAZA – Toll collection plaza that spans the roadway. The Illinois Tollway has mainline plazas located throughout its system, all of which offer electronic payment of tolls via open road tolling and most of which offer cash payment of tolls.

MAINTENANCE AND OPERATIONS (M AND O) – Maintenance and Operations covers the day-to-day operating cost of the Illinois Tollway.

MONEY ROOM – The Tollway’s centralized cash and coin counting operation.

MOVE ILLINOIS: THE ILLINOIS TOLLWAY DRIVING THE FUTURE – Capital Program for 2012 - 2026 approved by the Illinois Tollway Board of Directors on August 25, 2011 to address existing needs of the Tollway System and certain system expansion projects.

PROFESSIONAL SERVICE BULLETIN (PSB) – Contains information pertaining to the advertisement for Statements of Interest and Requests for Proposals for professional services for the Illinois Tollway.

PROJECT – Any Improvement or Renewal and Replacement.

PROGRAM MANAGEMENT OFFICE (PMO) – The engineer or firm of engineers and their duly authorized employees, agents and representatives engaged by the Tollway to observe the work to determine whether or not it is being performed and constructed in compliance with Project contracts.

RECORD OF DECISION (ROD) – This is issued by the Federal Highway Administration (FHWA) to signal formal federal approval of an Environmental Impact Statement (EIS) or Environmental Assessment (EA) concerning a proposed highway project. The ROD authorizes the respective state transportation agency to proceed with design, land acquisition and construction based on the availability of funds.

RECOVERY OF EXPENSES – This process claims and recovers damages caused to Tollway property or fixtures such as light poles, guard rails, toll gates, etc. Charges for emergency vehicles such as ambulances and fire equipment are also recovered.

RENEWAL AND REPLACEMENT – Preservation, replacement, repairs, renewals and reconstruction or modification of the Tollway system or any part of it constituting real or personal property, whether leased or purchased, but does not include system expansion projects.

RESERVE – Portion of a budget cost intentionally set aside and not spent either to increase lapse or as a contingency for increased liabilities in other line items.

REVENUES – (i) All tolls, fees, charges, rents and other income and receipts derived from the operations of the Tollway system, (ii) the proceeds of any use and occupancy insurance relating to the Tollway system and of any other insurance that insures against loss of revenues, (iii) investment income from any monies or securities held in Funds, Accounts or Sub-Accounts established under the Trust Indenture, other than the Construction Fund (iv) transfers to the Revenue Fund of excess amounts in the Construction Fund for any project(s) upon their completion and (v) transfers from the System Reserve Account to remedy any deficiencies in the various accounts and sub-accounts of the Revenue Fund. Revenues excludes federal and State grants and appropriations, loan proceeds, gifts or donations of any kind, transfers, if any to the Tollway as permitted under any escrow agreement and receipts not related to the Tollway’s performance of its obligations under the Trust Indenture or to the operations of the Tollway system.

REVENUE FUND – The fund that receives revenues, to be applied to the following accounts, listed in order of priority: Maintenance and Operations Account; Debt Service Account; Debt Reserve Account; Junior Bond Accounts (not currently applicable); Renewal and Replacement Account; Improvement Account; and System Reserve Account.

RIGHT-OF-WAY – A general term denoting land, property or interests therein acquired for or devoted to a highway.

SPECIFICATIONS – The general term comprising the direction, provision, instruction and requirement.

STATE EMPLOYEES' RETIREMENT SYSTEM (SERS) – Single-employer, public employee defined-benefit pension plan for State employees, including substantially all employees of the Tollway.

SYSTEM EXPANSION PROJECT – Any acquisition, improvement, betterment, enlargement or capital addition that extends the Tollway system.

TOLL – A fee for usage or passage such as over a highway.

TOLL COLLECTOR – A Tollway employee hired to take tolls manually from customers.

TOLL HIGHWAY OR TOLLWAY – Limited-access highway including all facilities and appurtenances thereto which requires payment of tolls by the user and was built or is proposed to be built by the Illinois Tollway.

TOLLWAY SYSTEM – Collectively the 294 miles (plus any additional miles subsequently added from current or future projects) of toll highways operated and maintained by the Tollway and projects, properties, equipment and facilities to the extent used in connection with such operation and maintenance.

TRANSPONDER – The device that communicates through radio signals with the toll plaza as the vehicle it is attached to passes through the plaza, making a record of a paid toll.

TRAFFIC AND INCIDENT MANAGEMENT SYSTEM (TIMS) – System that allows the Tollway to monitor weather, traffic incidents and construction areas that may affect the flow of traffic. This system can also alert customers by communicating to them specific areas of interests or concern by using the message signs along the system. The system also generates travel times that are available to motorists via the Travel Midwest website - www.travelmidwest.com.

TRAFFIC ENGINEER – An independent engineer or engineering firm (Other than the Consulting Engineer and Program Management Office) retained by the Tollway for the purpose of carrying out the duties imposed on the Traffic Engineers by the Trust Indenture, and other duties as assigned.

TRUST INDENTURE – A contract between the Tollway and its bondholders that establishes the rights and obligations of both parties. The Trust Indenture, as amended, restated and supplemented from time to time including as amended and restated effective March 31, 1999, establishes for senior bondholders a pledge of and lien on the Tollway's net revenues and amounts on deposit in all funds, accounts and sub-accounts except for the Maintenance and Operation Account and any junior lien bond account.

VIOLATION ENFORCEMENT SYSTEM (VES) – A system that has been developed for the Tollway to collect unpaid tolls from violators. The system takes digital images of license plates of the vehicle and a fine notice is mailed to toll violators.

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