



Metropolitan Transportation Authority

Finance Committee Meeting

March 2012

Committee Members

A. Saul, Chair
J. Ballan
J. Blair
J. Banks, III
A. Cappelli
J. Kay
M. Page
M. Pally
J. Sedore, Jr.
V. Tessitore
C. Wortendyke

MEETING AGENDA

MTA FINANCE COMMITTEE

Monday, March 26, 2012 – 12:45 PM

347 Madison Avenue
Fifth Floor Board Room
New York, NY

AGENDA ITEMS

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Date of next meeting: Monday April 23, 2012 at 12:45 PM

Minutes of the MTA Finance Committee Meeting

February 27, 2012

347 Madison Ave

New York, NY

12:45 PM

The following Finance Committee members attended:

Hon. Andrew M. Saul, Chairman

Hon. Andrew Albert

Hon. James F. Blair

Hon. Allen P. Cappelli

Hon. Mark Page

Hon. Mitchell Pally

Hon. James L. Sedore, Jr.

Hon. Carl V. Wortendyke

The following Finance Committee members did not attend:

Hon. Jonathan A. Ballan

Hon. John H. Banks III

Hon. Jeffrey A. Kay

Hon. Vincent Tessitore

The following MTA staff attended:

Robert Foran

Douglas Johnson

Patrick McCoy

Jeffrey Rosen

Chairman Andrew M. Saul called the February 27, 2012 meeting of the Finance Committee to order at 12:45 PM.

I. Public Comments

There was one public speaker, Murray Bodin, who urged the timely distribution of electronic Committee meeting materials.

II. Approval of Minutes

The MTA Board approved the minutes to its previous meeting held on January 23, 2012.

III. Committee Work Plan

There were no changes to the 2012 Committee Work Plan.

IV. Budgets/ Capital Cycle

A. Budget Watch

Mr. Johnson stated that February Budget Watch focuses on preliminary results for January and February. YTD results were slightly worse than Plan, as favorable operating results were more than offset by lower subsidy receipts.

Passenger revenues were slightly more favorable than budget by \$1.8 million, or 0.5%, and toll revenues were more favorable than budget by \$1.7 million or 1.5%, mainly due to milder than usual January weather. MNR, the LIRR, and B&T were favorable by 4.5%, 3.6%, and 1.5% respectively. NYCT was slightly unfavorable by 0.7% due mainly to lower Bus traffic.

Overall, preliminary expense results in January were slightly favorable by \$6.0 million, or 0.8%. January expenses typically have lots of timing variances as the results are so early in the year.

However, Overtime was \$6.4 million or 18.1% unfavorable to budget. Unfavorable variances of \$6.1 million at NYCT and \$1.0 million at the LIRR were partially offset by favorable variances of \$0.6 million at B&T and \$0.1 million at MNR.

In the case of NYCT, the variance included \$2 million due to the unfavorable timing of represented employee banked overtime payments (the budget was spread evenly over the year) and \$1 million from signals inspection and maintenance requirements.

NYCT had an additional overrun of \$2.0 million, which was due primarily to greater bus maintenance requirements.

Payroll Mobility Tax (PMT) receipts for February YTD were below the forecast by \$17.8 million, or 5.1%. It is important to note that February results can be significantly impacted by the timing and amounts of annual bonuses in the financial services industry. These receipts are being monitored closely to determine if a negative trend is developing.

February YTD PBT receipts were also unfavorable by \$5.7 million, which appears to be mostly due to timing. It is not expected to signal a trend.

Total Real Estate taxes for February were \$0.4 million, or 0.7%, below the Adopted Budget forecast, while YTD total Real Estate tax receipts fell short of the forecast by \$3.4 million, or 3.1% unfavorable.

B. Finance Watch

Mr. McCoy stated that the TBTA tendered and remarketed the following series of variable rate bonds: 2003B, 2005A and 2005B. The remarketing was done in order to substitute standby bond purchase agreements with Dexia Bank with letters of credit from a bank consortium that includes US Bank, N.A., CalPERS and CalSTERS. The bonds remarketed are in the following amounts: 2003B for \$206.2 million, 2005A for \$132.8 million, and 2005B for \$195.6 million.

The US bank led consortium submitted the lowest cost bid in response to MTA's solicitation to replace Dexia Bank, which was necessary due to the bank being downgraded and reorganized. Remarketing assignments included US Bancorp, parent of US Bank, N.A., and two of the three existing remarketing agents, Citi and JP Morgan. The transaction closed on January 31, 2012. Initial rates on the bonds ranged from 5 to 9 basis points for daily paper, and 5 to 6 points for weekly paper.

The MTA executed a competitively bid hedge for \$20 million of ultra-low sulfur diesel fuel on February 7, 2012. All three of the MTA's existing approved commodity counterparties participated in bidding on the transaction: Bank of America Merrill Lynch, Deutsche Bank, and Goldman, Sachs & Co. The winning bid was submitted by Goldman, Sachs & Co for an all-in price of \$3.121/gallon. The hedge provides price certainty for 356,011 gallons each month for a period of 18 months. The total notional quantity for this agreement is 6,408,198 gallons. Relative to the budgeted amount of \$2.994/gallon for 2012, the hedge locks in a price that is \$452,134 higher for that portion of fuel purchased in the current fiscal year.

Mr. Albert asked what percentage of the \$20 million was purchased at spot price. Mr. McCoy responded that approximately sixty percent of MTA's revenue fleet fuel needs are unhedged.

The MTA plans to issue \$400 million of Transportation Revenue Bonds through competitive bidding in March. The transaction will be comprised of two subseries: \$150 million of Floating Rate Notes (FRN) and \$250 million of fixed-rate bonds. The transaction is expected to price the week of March 5, 2012 with closing scheduled for the following week. The FRNs are anticipated to be issued with final maturities of 30 years, but will be remarketed at one to three year intervals. The fixed-rate bonds are expected to be issued in maturities beginning with 2 years through 30 years, and structured with level debt service. The transaction is expected to close on March 15, 2012.

This issue was approved by the Board in January as a \$1 billion financing for new money needs for existing approved Transit and Commuter Capital Projects. The balance of the bonds will be issued in a negotiated fixed-rate transaction in April.

Mr. McCoy noted that bidding on the FRNs will be evaluated on the bidder's spread to SIFMA – expressed in basis points, with one year, two year, and three year tranches of the FRN product. Mr. Moerdler inquired about the average length of the bond. Mr. McCoy replied that the bonds will mature 28, 29, and 30 years out. The MTA hopes to issue \$50 million maturing in the first year, \$50 million in the second year, and \$50 million in the final year. The FRNs will have what is called a "soft put," meaning that in the event of a failed remarketing, the bonds will adjust to a penalty rate of 11% until such time that the MTA is able to effect a successful remarketing. Each tranche of the FRN will have a long call provision of 6 months prior to the anniversary, so that there is ample time to remarket the bond.

The MTA is progressing towards a plan of finance to replace Dexia Bank on the outstanding DTF 2002B Bonds in the amount of \$440 million. Responding to a solicitation for liquidity, State Street Bank responded with the low bid for a letter of credit for \$150 million of the

bonds. MTA and the Bank are in the process of negotiating a reimbursement agreement and other key transaction documents. The remainder of the outstanding bonds in the amount of \$290 million will be reissued in different modes: approximately \$128 million will be issued in short maturities in a fixed-rate mode; and approximately \$161 million will be reissued in a term-mode using the Floating Rate Note (FRN) structure, which is a variable rate that will adjust weekly based on SIFMA or LIBOR. The current remarketing agent, Morgan Stanley, will retain its role in the remarketing plan of finance. The transaction is expected to close on March 28, 2012.

Mr. Pally asked whether the State Budget division has exempted the MTA from paying fees for the bonds transactions. Mr. Foran replied no, but the State was aware of the issue; discussions are ongoing.

V. MTA Headquarters and All-Agency Items

A. Action Items

The MTA sought Committee approval on two Action Items, for recommendation to the Board:

1) 2011 TBTA Operating Surplus

The MTA sought to obtain Board approval to certify and transfer: \$527,658,028 to the MTA and NYCT pursuant to Section 1219-a (2) (b) of the Public Authorities Law of the State of New York; transfer \$85,100 representing its 2011 investment income to the MTA; deduct from the operating revenues for the fiscal year ending December 31, 2012 the amount of \$14,548,000 which shall be paid into the Necessary Reconstruction Reserve; and advance the 2012 TBTA Surplus.

2) Mortgage Recording Tax-Escalation Payments to Dutchess, Orange, and Rockland Counties

The MTA sought Board approval to authorize Mortgage Recording Tax-Escalation payments to Dutchess, Orange and Rockland Counties. It is recommended that the Board authorize escalator payments totaling \$1,314,298.74 to Dutchess, Orange and Rockland counties from available funds on deposit in the MRT-2 Corporate Transportation account.

The Committee members voted to recommend the two action items before the Board for approval.

B. Reports and Information Items

1) Strategic Sourcing Initiative Update

Mr. Charles Monheim presented the Strategic Sourcing Initiative Update, in which the materials were included in the Committee book. McKinsey was asked to assist the MTA in identifying greater Strategic Sourcing efficiencies. The contract was initially approved for one year, with another one year option. To-date, McKinsey had identified \$54 million in savings, in which the MTA will pay \$3.8 million in consulting fees. The MTA intends to extend the contract for one more year.

Mr. Blair asked whether McKinsey brought any special skills that made them more qualified in identifying Strategic Sourcing efficiencies as compared to the MTA itself. Mr. Monheim noted that McKinsey possessed the analytical expertise and industry experience in working with other organizations to identify such savings. Mr. Blair inquired whether McKinsey was involved in the implementation of the savings. Mr. Monheim noted that McKinsey was not involved with the actual implementation, which remained the MTA's responsibility.

Mr. Cappelli asked if the \$54 million in Strategic Sourcing savings was already accounted for in the budget. Mr. Monheim stated yes, that some savings were reflected in the 2011 to 2015 time frame. Mr. Cappelli asked about the Unspecified Deficit Reduction, which was increased from \$35 to 40 million in the February Financial Plan. Mr. Foran noted that factoring in the Unspecified Deficit Reduction and the Unspecified Efficiencies, this resulted in approximately \$63 million to be accounted for.

Mr. Moerdler asked whether the IT Consolidations were across the operating agencies. Mr. Monheim clarified that these savings were across all agencies as well as MTA Headquarters. Mr. Monheim noted that the IT effort has been in effect for two years, in which the efforts to consolidate data centers, software systems, and usage of machines for multiple purposes helped achieve greater efficiencies. Mr. Page asked what user comments have been received for the IT Consolidation. Mr. Monheim noted the generally favorable reaction, citing that a consensus among agency IT Directors was used to guide the efficiencies.

Mr. Pally asked whether the car procurement savings was part of the capital program, upon which Mr. Monheim confirmed this was the case.

Mr. Blair asked how McKinsey's \$3.8 million fee was calculated and whether it represented 9% of the \$54 million in identified savings. Mr. Monheim noted that the fee was calculated based on the savings amount for each initiative for a one year time frame. Among the \$54 million in identified savings, there were also recurring savings. Thus MTA's identified savings were higher than 9%.

2) February Financial Plan 2012-2015

Mr. Johnson noted that the purpose of the February Financial Plan was to incorporate Board approved actions and technical adjustments into the Agencies' November Financial Plan budgets and forecasts, as well as to establish a 12-month allocation of the Adopted Budget. Unlike the July and November Plans, the February Plan does not include any new proposals. The implementation of technical changes led to the increase of the Unspecified Deficit

Reduction from \$35 million to \$40 million. The February Plan incorporated some adjustments to the chart of accounts to enhance reporting consistency between the Agencies.

C. Procurements

There were two competitive procurements for MTA Headquarters for a total of \$3.604 million. The Committee voted to recommend the procurement items before the Board for approval.

VI. Metro-North Railroad and Long Island Railroad

A. Procurements

There was one competitive procurement for LIRR with Capital Construction for an RFP Authorizing Resolution, with the amount to be determined. The Committee voted to recommend the procurement item before the Board for approval.

VII. MTA Bus Operations

A. Procurements

There was one non-competitive and one competitive procurement for MTA Bus Operations for a total of \$7.557 million. The Committee voted to recommend the procurement items before the Board for approval.

VIII. Bridges and Tunnels

A. Procurements

There were no procurement items for Bridges and Tunnels for the month of February.

IX. New York City Transit

A. Procurements

There was one competitive procurement for NYCT for a total of \$2.875 million. The Committee voted to recommend the procurement item before the Board for approval.

X. FMTAC

A. Procurements

There were no procurement items for FMTAC for the month of February.

XII. Real Estate Agenda

A. Action Items

The Committee voted to recommend the two Real Estate action items before the Board for approval.

B. Reports and Information Items

Mr. Rosen provided an update with respect to the MTA's office space right-sizing initiative, which included plans to relocate MTA Headquarters from 341-347 Madison Avenue to 2 Broadway, and find new space for the MNR and MTA Police personnel that currently occupy space in such buildings, so as to make the Madison Avenue site available for a long-term ground lease. BSC personnel will also likely relocate to 2 Broadway from its current 34th Street location, which given the advantageous terms of the MTA's lease there, will likely be backfilled with MTAPD, LIRR and/or other uses. The next step will be to reconfigure the space at 2 Broadway to accommodate additional MTA personnel there. It is anticipated that a request for proposals with respect to the disposition of 341-347 Madison Avenue will be issued in a few months and that vacant possession of the buildings will be delivered by 2014. Mr. Page asked about the title to the Madison Avenue properties. Mr. Rosen noted that the title is held in the name of the MTA; 345 and 347 Madison were acquired approximately 20 years ago and 341 about ten years before that.

Mr. Moerdler asked about the air rights. Mr. Rosen noted that 341-347 is a potential receiving site for Grand Central Terminal air rights, which are not owned by the MTA.

Mr. Pally asked about the disposition plans for the MTA's Brooklyn facilities at 370 Jay Street. Mr. Rosen noted that it is an NYC/NYCT master lease property and the MTA is currently working with the City to determine the terms on which the MTA would be prepared to surrender the property to the City so as to make it available for disposition by the City, recognizing that the building contains important telecommunications equipment that needs to be relocated in order to facilitate any redevelopment of the building.

XIII. Adjournment

Upon motion duly made and seconded, the February 27, 2012 meeting of the MTA Finance Committee was adjourned.

Respectfully submitted,

Jody Chin
Financial Analyst

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2012 Finance Committee Work Plan

I. RECURRING AGENDA ITEMS

Responsibility

BudgetWatch	MTA Budget
FinanceWatch	MTA Finance
Approval of Minutes	Board Secretary
Procurements (if any)	Procurement
Action Items (if any)	Agency
MTA Consolidated Reports	MTA Budget

II. SPECIFIC AGENDA ITEMS

Responsibility

March 2012

Action Items:

All-Agency Real Property Disposition Guidelines and All-Agency
Personal Property Disposition Guidelines

MTA Real Estate/MTA
Corporate Compliance
MTA Proc., Agencies

All-Agency Annual Procurement Report

Other:

MTA Prompt Payment Annual Report 2011

MTA Comptroller

April 2012

Action Item:

MTA 2011 Annual Investment Report

MTA Treasury

Other:

Annual Report on Variable Rate Debt

MTA Finance

May 2012

Action Item:

Station Maintenance Bilings Approval

MTA Comptroller

Other:

Annual Pension Fund Report (Audit Committee Members to be invited)

MTA Labor

Annual FMTAC Meeting

MTA RIM

Annual FMTAC Investment Performance Report

MTA RIM

June 2012

SBP/Budget/Capital

Action Item:

PWEF Assessment

MTA Capital Program Mgmt/MTA Budget

July 2012

SBP/Budget/Capital:

Updated Forecast for 2012/2013 Preliminary Budget/

2013-2016 Financial Plan (Joint Session with MTA Board)

MTA Budget, Agencies

Other:

MTA Financial Statements for the Three-Months Ended, March 2012

MTA Comptroller

September 2012

SBP/Budget/Capital:

2013 Preliminary Budget/2013-2016 Financial Plan

MTA Budget

Action Item:

Resolution to Authorize the Execution, Filing and Acceptance of Federal Funds

MTA Grant Mgmt.

Other:

MTA Consolidated Financial Statements as of and for the Period Ended June 30, 2012

MTA Comptroller

October 2012

SBP/Budget/Capital:

2013 Preliminary Budget/2013-2016 Financial Plan

MTA Budget

Other:

Annual Review of MTA's Derivative Portfolio

MTA Finance

MTA 2012 Semi-Annual Investment Report

MTA Treasury

November 2012

SBP/Budgets/Capital:

2013 Preliminary Budget/2013-2016 Financial Plan (July Plan)

MTA Budget

Other:

Station Maintenance Billing Update

MTA Comptroller

Review and Assessment of the Finance Committee Charter

MTA CFO

December 2012

SBP/Budgets/Capital:

2013 Final Proposed Budget/2013-2016 Financial Plan

MTA Budget, Agencies

Action Item:

MTA and TBTA Reimbursement Resolutions for Federal Tax Purposes

MTA Treasury

Other:

Draft 2013 Finance Committee Work Plan

MTA Budget

2013 Finance Committee Work Plan

January 2013

Action Item:

Approval of Supplemental Resolutions Authorizing Refunding Bonds

MTA Finance

Financing Issues:

Special Report: 2012 Year-End Review

MTA Finance

Other:

MTA Financial Statements for the Nine-Months Ended, September 2012

MTA Comptroller

February 2013

SBP/Budget/Capital:

February Financial Plan 2013-2016

MTA Budget, Agencies

Action Items:

2012 TBTA Operating Surplus

B&T/MTA

Mortgage Recording Tax – Escalation Payments to Dutchess, Orange and Rockland Counties

MTA Treasury, Budget

MARCH 2012

Action Items:

All-Agency Real Property Disposition Guidelines and All-Agency Personal Property Disposition Guidelines

Board approval of above guidelines as required annually by Public Authorities Law Sections 2895-2897. MTA Real Estate and MTA Corporate Compliance should be prepared to answer questions regarding these guidelines.

All-Agency Annual Procurement Report

The Agencies and the MTA Procurement Division should be prepared to answer questions on this voluminous State-required report.

Other:

MTA Annual Prompt Payment Status Report 2011

The MTA Financial Management Division should be prepared to discuss a report, to be included in the Agenda materials, that reviews MTA-wide success in meeting mandated prompt-payment deadlines (including the interest penalties incurred as a result of late payment).

APRIL 2012

Action Item:

MTA Annual Investment Report

The MTA Treasury Division should be prepared to answer questions on this voluminous State-required report.

Other:

Annual Report on Variable Rate Debt

The MTA Finance Department will present a report that summarizes the performance of the MTA's various variable-rate debt programs, including a discussion of the savings (compared to long-term rates) achieved through variable rate debt and a discussion on the current policy and limits on the use of variable rate debt.

MAY 2012

Action Item:

Station Maintenance Billings Approval

Under the Public Authorities Law, the Board is required to certify to the City and the counties in the Metropolitan Transportation District the total costs to MTA for operating and maintaining Commuter Railroad passenger stations. The City and county assessments are both now determined through a formula.

Other:

Annual Pension Fund Report

The MTA Labor Division, representatives of the various pension fund boards, and their pension consultants should be prepared to answer questions on a report, to be included in the Agenda materials, that reviews the 2011 investment performance and other experience of the various MTA pension funds. Among other matters, this report should (i) make recommendations on appropriate investment-earnings assumptions in light of the experience of the past three years; (ii) discuss the implications for asset allocations in light of such recommendations; (iii) discuss the effect on (under) funding of the systems in light of such performance and recommendation; (iv) provide appropriate comparisons with other public pension systems; and (v) solicit the opinions of the Board Operating Committees on these recommendations in light of their effects on Agency budgets.

Annual Meeting of the First Mutual Transportation Assurance Company

The MTA's Captive Insurance Company will hold its statutorily required annual meeting in which it will review the prior years operations as well as submit its financial statements and actuarial report for final approval.

First Mutual Transportation Assurance Company Investment Performance Report

The MTA Treasury and Risk Management Divisions, along with the FMTAC's outside investment managers, should be prepared to answer questions on a report that reviews outside-managers performance.

JUNE 2012

SBP/Budget/Capital:

Action Item:

PWEF Assessment

The MTA Budget Division, assisted by the MTA Capital Programs Division, should prepare the usual annual staff summary authorizing the payment of this assessment to the State. The State levies an assessment of the value of construction-contract awards to cover its cost of enforcing prevailing-wage legislation.

JULY 2012

SBP/Budget/Capital:

Updated Forecast of 2012/2013 Preliminary Budget/2013-2016 Financial Plan (to be presented at the Special Finance Committee Meeting with the Board)

The MTA Budget Division will present an update forecast for 2012 and a Preliminary Budget for 2013, and an updated Financial Plan through 2016.

Other:

MTA Financial Statements for the Three-Months Ended, March 2012

Included for information is a copy of the Independent Accountant's Review Report of MTA Financial Statements for the three-months ended March, 2012.

SEPTEMBER 2012

SBP/Budget/Capital:

2013 Preliminary Budget/2013-2016 Financial Plan

Public comment will be accepted on the 2013 Preliminary Budget.

Action Item:

Resolution to Authorize the Execution, Filing and Acceptance of Federal Funds

The MTA Office of Grant Management will hold a public hearing in accordance with Federal law and then request the Board's approval of a resolution that would authorize the Chairman or a designated officer to execute the applications and accept grants of financial assistance from the Federal government.

Other:

MTA Consolidated Financial Statements as of and for the Period Ended June 30, 2012

Included for information is a copy of the Independent Accountant's Review Report of MTA Financial Statements for the six-months ended June, 2012.

OCTOBER 2012

SBP/Budget/Capital:

2013 Preliminary Budget/2013-2016 Financial Plan

Agency will present highlights of the 2013 Preliminary Budget to the Committee. Public comment will be accepted on the 2013 Preliminary Budget.

Other:

Annual Review of MTA's Derivative Portfolio

The Finance Department will provide an update on MTA's portfolio of derivative contracts.

MTA 2012 Semi-Annual Investment Report

The MTA Treasury Division should be prepared to answer questions on this voluminous report.

NOVEMBER 2012

SBP/Budget/Capital:

2013 Preliminary Budget/2013-2016 Financial Plan (To be presented to the Special Finance Committee Meeting with the MTA Board)

Public comment will be accepted on the 2013 Preliminary Budget. (Joint Session with MTA Board.)

Other:

Station Maintenance Billing Update

The MTA Comptroller Division will provide a report on the collection and audit status of station maintenance billings issued as of June 1, 2012.

Review and Assessment of the Finance Committee Charter

MTA Chief Financial Officer will present the most updated Finance Committee Charter to the Finance Committee members for them to review and assess its adequacy. The annual assessment is required under the current Committee Charter.

DECEMBER 2012

SBP/Budgets/Capital:

2013 Final Proposed Budget/2013-2016 Financial Plan

The Committee will recommend action to the Board on the Final Proposed Budget for 2013.

Action Item:

Approval of MTA and TBTA Reimbursement Resolutions for Federal Tax Purposes.

Board action required to allow for the reimbursement of capital expenditures at a later date from the proceeds of tax-exempt bond sales.

Other:

Draft 2013 Finance Committee Work Plan

The MTA Chief Financial Officer will present a proposed 2013 Finance Committee Work Plan that will address major issues, SBP and budget process issues, and reports required by statute.

2013 Finance Committee Work Plan

JANUARY 2013

Action Item:

Approval of Supplemental Resolutions Authorizing Refunding Bonds

Board action required to allow for the refunding to fixed-rate bonds from time to time provided that such refundings comply with the Board approved refunding policy.

Other:

Special Report: 2012 Year-End Review

The MTA Finance Department will present a report that summarizes financing activities for 2012.

MTA Financial Statements for the Nine-Months Ended, September 2012

Included for information is a copy of the Independent Accountant's Review Report of MTA Financial Statements for the nine-months ended September, 2012.

FEBRUARY 2013

SBP/Budget/Capital:

February Financial Plan 2013-2016

MTA Budget will present a revised 2013-2016 Financial Plan. This plan will reflect the 2013 Adopted Budget and an updated Financial Plan for 2013-2016 reflecting the out-year impact of any changes incorporated into the 2014 Adopted Budget.

Action Items:

2012 TBTA Operating Surplus

The MTA Treasury Division, assisted by MTA Bridges and Tunnels and MTA Budget Division, should be prepared to answer questions on a Staff Summary transferring B&T investment income. It is possible that a second Staff Summary, advancing the distribution of 2011 Operating Surplus, may also be submitted if this is not done in December.

Mortgage Recording Tax – Escalation Payments to Dutchess, Orange and Rockland Counties

By State statute, each of these counties is entitled to a share of MTA's MRT-2 tax receipts. The amount may be no less than they received in 1989 (even if the taxes collected fall below the 1989 levels), but there are proportional upward adjustments if taxes collected in the particular county exceed the 1989 totals. The MTA Budget and Treasury Division will be prepared to answer questions on the related Staff Summary authorizing the payments.

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FinanceWatch

March 26, 2012

Recent Market Activity

Transportation Revenue Bonds, Series 2012A and 2012B

On March 7, 2012, MTA priced through competitive bidding \$150 million of Transportation Revenue Bonds, Series 2012A and \$250 million of Transportation Revenue Bonds, Series 2012B. The Series 2012A bonds were issued as Floating Rate Notes (FRNs) in three \$50 million subseries: 2011A-1, 2011A-2 and 2011A-3 maturing on November 15, 2040, November 15, 2041, and November 15, 2042, respectively. MTA received over 10 bids for each of the subseries with the winning bids being submitted by Bank of America Merrill Lynch for the subseries 2012A-1 bonds with a TIC of 0.14% (14 basis point spread to SIFMA), and JP Morgan Chase Bank for both the subseries 2012A-2 and 2012A-3 bonds. The subseries 2012A-2 bonds had a TIC of 0.19% (19 basis point spread to SIFMA) and the subseries 2012A-3 had a TIC of 0.39% (39 basis point spread to SIFMA). The Series 2012B bonds are tax-exempt fixed-rate bonds with a final maturity of November 15, 2039. MTA received a total of 8 bids for this series of bonds and the winning bid was submitted by Bank of America Merrill Lynch with a TIC of 3.77% (all-in TIC of 3.85%). The transactions will close on March 15. Nixon Peabody served as bond counsel for both transactions and Lamont Financial Services was financial advisor.

Bond Summary Statistics

	<u>TRB 2012A (Floating Rate Notes)</u>	<u>TRB 2012B (Fixed Rate)</u>
Par Amount:	\$150 million	\$250 million
Premium:	0	\$10.210 million
All-in TIC:	4.10% ¹	3.85%
Average Life:	29.67 years	17.11 years
Average Coupon:	4.00%	4.09%
Final Maturity:	11/15/2042	11/15/2039
Underwriter's Discount:	N/A	1.96 (\$489,400)
State Bond Issuance Fee:	8.33 (\$1,249,504)	8.33 (\$2,082,507)
Cost of Issuance:	2.28 (\$341,300)	1.22 (\$304,800)
Ratings (S&P/Moody's/Fitch):	A/A2/A	A/A2/A
Underwriters:	Merrill Lynch (2012A-1) JP Morgan Chase Bank (2012A-2 & 2012A-3)	BofA Merrill Lynch

¹Based on the assumed rate of 4% per annum.

\$12 Million Diesel Fuel Hedge

MTA executed a competitively bid hedge for \$12 million of ultra-low sulfur diesel fuel on March 1, 2012. All three of the MTA's existing approved commodity counterparties participated in bidding on the transaction; Bank of America Merrill Lynch, Deutsche Bank, and Goldman, Sachs & Co. The winning bid was submitted by Deutsche Bank for an all-in price of \$3.2125/gallon. The hedge provides price certainty for 207,523 gallons each month for a period of 18 months. The total notional quantity for this agreement is 3,735,414 gallons. Relative to the budgeted amount of \$2.994/gallon for 2012, the hedge locks in a price that is \$408,094 higher for that portion of fuel purchased in the current fiscal year.

Dedicated Tax Fund Bonds, Series 2002B-2 and 2002B-3

MTA priced \$277.85 million of bonds to complete the first part of a restructuring and remarketing of \$440 million Dedicated Tax Fund Bonds, Series 2002B on March 20, 2012. The existing amortization schedule of the 2002B Bonds will not be changed, with principal scheduled for repayment beginning in 2014 through the final maturity in 2022. The transactions on March 20 were executed through a negotiated method of sale with the existing remarketing agent, Morgan Stanley. The issuance involved the pricing of \$116.05 million of fixed-rate bonds, Series 2002B-2, and \$161.8 million of Series 2002B-3 bonds as Floating Rate Notes (FRNs).

The fixed-rate serial bonds mature in 2014 through 2016. The bonds were priced to yield .64%, .89% and 1.14% in 2014, 2015 and 2016 respectively.

The FRNs were issued in four subseries: 2002B-3a, 2002B-3b, 2002B-3c and 2002B-3d, in the amounts of \$46.6 million (maturing on November 1, 2017), \$48.6 million (maturing on November 1, 2018), \$50.7 million (maturing on November 1, 2019), and \$15.9 million (maturing on November 1, 2020), respectively. The FRNs are a variable rate instrument with an interest rate that will adjust weekly based on the Securities Industry and Financial Markets Association (SIFMA) Municipal Swap Index plus a fixed spread. The pricing achieved on March 20 locked in the following fixed spreads of .75%, .90%, .95% and 1% for the bonds in the above referenced subseries maturing in 2017 through 2020 respectively.

The final part of the restructuring/remarketing will involve the issuance of \$150 million of weekly variable rate demand bonds with a letter of credit from State Street Bank.

All components of the restructured DTF 2002B Bonds are expected to close on March 28.

	Bond Summary Statistics	
	<u>DTF 2002B-2 (Fixed Rate)</u>	<u>DTF 2002B-3 (Floating Rate Notes)</u>
Par Amount:	\$116.050 million	\$161.800 million
Premium:	\$13.880 million	0
All-in TIC:	1.08%	4.35% ¹
Average Life:	3.62 years	6.81 years
Average Coupon:	4.32%	4.20%
Final Maturity:	11/01/2016	11/01/2020
Underwriter's Discount:	3.62 (\$420,596)	4.47 (\$722,969)
State Bond Issuance Fee:	N/A	N/A
Cost of Issuance:	1.34 (\$156,050)	1.08 (\$174,188)
Ratings (S&P/Moody's/Fitch):	AA/NAF/AA-	AA/NAF/AA-
Underwriters:	Morgan Stanley	Morgan Stanley

¹Based on the swap rate of 4.06% (swap terminates on 9/1/2013) plus above referenced spreads to SIFMA. Thereafter, the assumed rate will be 4.00%.

METROPOLITAN TRANSPORTATION AUTHORITY
NOVEMBER FINANCIAL PLAN - FINAL FORECAST (1)
DEBT SERVICE
(\$ in millions)
February 2012

	Adopted Budget	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					
NYC Transit	\$32.0	\$31.0	\$1.0		
Commuter Railroads	6.7	6.7	0.0		
<i>Dedicated Tax Fund Subtotal</i>	\$38.7	\$37.6	\$1.0	2.7%	
MTA Transportation Revenue:					
NYC Transit	\$51.7	\$49.0	\$2.7		
Commuter Railroads	34.5	\$31.7	2.8		
MTA Bus	1.4	\$2.0	(0.7)		
<i>MTA Transportation Subtotal</i>	\$87.5	\$82.8	\$4.8	5.5%	Timing of debt service deposits.
Commercial Paper:					
NYC Transit	\$1.8	\$0.1	\$1.8		
Commuter Railroads	1.1	\$0.0	1.1		
MTA Bus	0.0	\$0.0	0.0		
<i>Commercial Paper Subtotal</i>	\$3.0	\$0.1	\$2.9	96.2%	Lower than budgeted rates, timing of interest payments.
2 Broadway COPs:					
NYC Transit	\$1.8	\$1.0	\$0.8		
Bridges & Tunnels	0.3	\$0.1	0.1		
MTA HQ	0.3	\$0.1	0.1		
<i>2 Broadway COPs Subtotal</i>	\$2.3	\$1.3	\$1.1	45.3%	Partial refunding of outstanding 2 Broadway COPs bonds with TRB refunding bonds.
TBTA General Resolution (2)					
NYC Transit	\$15.8	\$16.2	(\$0.4)		
Commuter Railroads	7.4	\$7.3	0.2		
Bridges & Tunnels	16.4	\$13.4	3.0		
<i>TBTA General Resolution Subtotal</i>	\$39.6	\$36.8	\$2.7	6.9%	Timing of debt service deposits.
TBTA Subordinate (2)					
NYC Transit	\$6.6	\$6.9	(\$0.2)		
Commuter Railroads	2.9	\$3.0	(0.1)		
Bridges & Tunnels	2.6	\$2.7	(0.1)		
<i>TBTA Subordinate Subtotal</i>	\$12.2	\$12.6	(\$0.4)	-3.3%	
Total Debt Service	\$183.3	\$171.2	\$12.1	6.6%	
Debt Service by Agency:					
NYC Transit	\$109.7	\$104.1	\$5.6		
Commuter Railroads	52.7	48.7	4.0		
MTA Bus	1.4	2.1	(0.7)		
Bridges & Tunnels	19.3	16.2	3.1		
MTA HQ	0.3	0.1	0.1		
Total Debt Service	\$183.3	\$171.2	\$12.1	6.6%	

Notes:

- (1) Forecasted debt service is calculated based upon projected monthly deposits from available pledged revenues into debt service accounts. Actual payments to bondholders are made from the debt service accounts when due as required for each series of bonds and do not conform to this schedule.
 - (2) Generally, the calendarization of monthly debt service deposits is calculated by dividing projected annual debt service by 12. Month to month variations ("timing differences") on the existing debt portfolio can occur based upon, among other things, (a) for all bonds, the date when income from the securities in which the debt service accounts are invested becomes available varies, (b) for variable rate financings, differences between (i) the budgeted interest rate and the actual interest rate, (ii) projected interest payment dates to bondholders and actual interest payment dates to bondholders, and (iii) projected monthly funding dates for accrued debt service and actual funding dates, (c) for transactions with swaps, the difference between when MTA/TBTA funds debt service and the receipt of the corresponding swap payment by the counterparty, and difference between rates received and rates paid and (d) for commercial paper, the interest payment date is the date of the maturity of the commercial paper and the dealers set the term of the commercial paper from 1 to 270 days, which is not foreseeable at the time the annual debt service budgets are prepared.
 - (3) Debt service is allocated among Transit, Commuter, MTA Bus, and TBTA categories based on actual spending of bond proceeds for approved capital projects. Allocation of 2 Broadway COPs is based on occupancy.
- Totals may not add due to rounding.*

METROPOLITAN TRANSPORTATION AUTHORITY
NOVEMBER FINANCIAL PLAN - FINAL FORECAST (1)
DEBT SERVICE
(\$ in millions)
February 2012 Year-to-Date

	Adopted Budget	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					
NYC Transit	\$63.9	\$63.9	\$0.1		
Commuter Railroads	13.4	\$13.7	(0.4)		
<i>Dedicated Tax Fund Subtotal</i>	<i>\$77.3</i>	<i>\$77.6</i>	<i>(\$0.3)</i>	<i>-0.4%</i>	
MTA Transportation Revenue:					
NYC Transit	\$103.4	\$101.2	\$2.2		
Commuter Railroads	69.0	\$66.9	2.1		
MTA Bus	2.7	\$4.2	(1.5)		
<i>MTA Transportation Subtotal</i>	<i>\$175.1</i>	<i>\$172.3</i>	<i>\$2.8</i>	<i>1.6%</i>	
Commercial Paper:					
NYC Transit	\$3.7	\$0.1	\$3.5		
Commuter Railroads	2.3	\$0.1	2.2		
MTA Bus	0.1	\$0.0	0.0		Lower than budgeted rates, timing
<i>Commercial Paper Subtotal</i>	<i>\$6.0</i>	<i>\$0.2</i>	<i>\$5.8</i>	<i>96.2%</i>	of interest payments.
2 Broadway COPs:					
NYC Transit	\$3.7	\$1.7	\$2.0		
Bridges & Tunnels	0.5	\$0.2	0.3		
MTA HQ	0.5	\$0.2	0.3		Partial refunding of outstanding
<i>2 Broadway COPs Subtotal</i>	<i>\$4.7</i>	<i>\$2.1</i>	<i>\$2.5</i>	<i>54.3%</i>	2 Broadway COPs bonds with TRB
					refunding bonds
TBTA General Resolution (2)					
NYC Transit	\$31.5	\$33.7	(\$2.2)		
Commuter Railroads	14.8	\$15.1	(0.3)		
Bridges & Tunnels	32.8	\$27.9	5.0		
<i>TBTA General Resolution Subtotal</i>	<i>\$79.2</i>	<i>\$76.6</i>	<i>\$2.5</i>	<i>3.2%</i>	
TBTA Subordinate (2)					
NYC Transit	\$13.3	\$13.6	(\$0.4)		
Commuter Railroads	5.8	\$6.0	(0.2)		
Bridges & Tunnels	5.2	\$5.4	(0.1)		
<i>TBTA Subordinate Subtotal</i>	<i>\$24.3</i>	<i>\$25.0</i>	<i>(\$0.7)</i>	<i>-2.7%</i>	
Total Debt Service	\$366.6	\$353.9	\$12.7	3.5%	
Debt Service by Agency:					
NYC Transit	\$219.4	\$214.2	\$5.2		
Commuter Railroads	105.3	101.7	3.6		
MTA Bus	2.8	4.3	(1.5)		
Bridges & Tunnels	38.6	33.5	5.1		
MTAHQ	0.5	0.2	0.3		
Total Debt Service	\$366.6	\$353.9	\$12.7	3.5%	

Notes:

- (1) Forecasted debt service is calculated based upon projected monthly deposits from available pledged revenues into debt service accounts. Actual payments to bondholders are made from the debt service accounts when due as required for each series of bonds and do not conform to this schedule.
 - (2) Generally, the calendarization of monthly debt service deposits is calculated by dividing projected annual debt service by 12. Month to month variations ("timing differences") on the existing debt portfolio can occur based upon, among other things, (a) for all bonds, the date when income from the securities in which the debt service accounts are invested becomes available varies, (b) for variable rate financings, differences between (i) the budgeted interest rate and the actual interest rate, (ii) projected interest payment dates to bondholders and actual interest payment dates to bondholders, and (iii) projected monthly funding dates for accrued debt service and actual funding dates, (c) for transactions with swaps, the difference between when MTA/TBTA funds debt service and the receipt of the corresponding swap payment by the counterparty, and difference between rates received and rates paid and (d) for commercial paper, the interest payment date is the date of the maturity of the commercial paper and the dealers set the term of the commercial paper from 1 to 270 days, which is not foreseeable at the time the annual debt service budgets are prepared.
 - (3) Debt service is allocated among Transit, Commuter, MTA Bus, and TBTA categories based on actual spending of bond proceeds for approved capital projects. Allocation of 2 Broadway COPs is based on occupancy.
- Totals may not add due to rounding.

METROPOLITAN TRANSPORTATION AUTHORITY
VARIABLE RATE: WEEKLY MODE
RATE RESETS REPORT (Trailing 6-Weeks)

Transportation Revenue Bonds

Issue		TRB 2002D-1		TRB 2002G-1		TRB 2005E-1		TRB 2005E-2		TRB 2005D-1		TRB 2011B	
Remarketing Agent		JPMorgan		Merrill Lynch		Jefferies & Co.		Barclays		Merrill Lynch		Merrill Lynch	
Liquidity Provider		WestLB		Bank of Nova Scotia		BNP Paribas		BNP Paribas		Helaba		Bank of America	
Liquidity/Insurer		SBPA/Assured		LoC		LoC		LoC		LoC		LoC	
Par Outstanding (\$m)		200.00		200.00		125.00		125.00		150.00		99.56	
Swap Notional (\$m)		None		200.00		125.00		25.00		150.00		6.92	
Date	SIFMA	Spread to		Spread to		Spread to		Spread to		Spread to		Spread to	
		Rate	SIFMA	Rate	SIFMA	Rate	SIFMA	Rate	SIFMA	Rate	SIFMA	Rate	SIFMA
2/1/2012	0.08%	0.24%	0.16%	0.09%	0.01%	0.44%	0.36%	0.45%	0.37%	0.17%	0.09%	0.09%	0.01%
2/8/2012	0.15%	0.24%	0.09%	0.14%	-0.01%	0.44%	0.29%	0.45%	0.30%	0.21%	0.06%	0.15%	0.00%
2/15/2012	0.17%	0.25%	0.08%	0.16%	-0.01%	0.44%	0.27%	0.45%	0.28%	0.20%	0.03%	0.17%	0.00%
2/22/2012	0.16%	0.23%	0.07%	0.13%	-0.03%	0.44%	0.28%	0.43%	0.27%	0.19%	0.03%	0.17%	0.01%
2/29/2012	0.14%	0.21%	0.07%	0.09%	-0.05%	0.44%	0.30%	0.41%	0.27%	0.18%	0.04%	0.16%	0.02%
3/7/2012	0.13%	0.20%	0.07%	0.09%	-0.04%	0.40%	0.27%	0.41%	0.28%	0.16%	0.03%	0.14%	0.01%

Dedicated Tax Fund Bonds

Issue	DTF 2002B	DTF 2008A-1	DTF 2008A-2	DTF 2008B-1	DTF 2008B-4
Remarketing Agent	Morgan Stanley	Morgan Stanley	Goldman	Barclays	Barclays
Liquidity Provider	Dexia	Morgan Stanley	Bank of Tokyo	Bank of Nova Scotia	KBC Bank N.V. (NY)
Liquidity/Insurer	SBPA/Assured	LoC	LoC	LoC	LoC
Par Outstanding (\$m)	440.00	172.86	172.86	98.14	99.70
Swap Notional (\$m)	440.00	172.86	172.86	None	None
Date	SIFMA	Rate	SIFMA	Rate	SIFMA
2/1/2012	0.08%	0.90%	0.82%	0.08%	0.00%
2/8/2012	0.15%	0.80%	0.65%	0.13%	-0.02%
2/15/2012	0.17%	0.80%	0.63%	0.15%	-0.02%
2/22/2012	0.16%	0.75%	0.59%	0.15%	-0.01%
2/29/2012	0.14%	0.65%	0.51%	0.13%	-0.01%
3/7/2012	0.13%	0.55%	0.42%	0.13%	0.00%

TBTA General Revenue Bonds

Issue	TBTA 2002F	TBTA 2005B-3	TBTA 2005B-4
Remarketing Agent	JP Morgan	Jefferies & Co.	Jefferies & Co.
Liquidity Provider	ABN AMRO	BofA	LBW (NY)
Liquidity/Insurer	SBPA	SBPA	SBPA
Par Outstanding (\$m)	216.40	195.60	195.60
Swap Notional (\$m)	216.40	195.60	195.60
Date	SIFMA	Rate	SIFMA
2/1/2012	0.08%	0.08%	0.00%
2/8/2012	0.15%	0.14%	-0.01%
2/15/2012	0.17%	0.16%	-0.01%
2/22/2012	0.16%	0.14%	-0.02%
2/29/2012	0.14%	0.12%	-0.02%
3/7/2012	0.13%	0.11%	-0.02%

TBTA General Revenue and Subordinate Revenue Bonds

Issue		TBTA 2001B		TBTA 2001C		TBTA 2003B-1		TBTA 2003B-2		TBTA 2005A-2		TBTA 2005A-3	
Remarketing Agent		Citigroup		Citigroup		Citigroup		Citigroup		US Bancorp		US Bancorp	
Liquidity Provider		State Street		JP Morgan		CALPERS		CALSTRS		CALSTRS		U.S. Bank	
Liquidity/Insurer		LoC		SBPA		LoC		LoC		LoC		LoC	
Par Outstanding (\$m)		134.07		133.95		94.59		51.08		32.90		38.97	
Swap Notional (\$m)		88.60		88.70		59.55		None		None		None	
		Spread to		Spread to		Spread to		Spread to		Spread to		Spread to	
Date	SIFMA	Rate	SIFMA	Rate	SIFMA	Rate	SIFMA	Rate	SIFMA	Rate	SIFMA	Rate	SIFMA
1/31/2012	0.08%	0.05%	-0.03%	0.07%	-0.01%	0.06%	-0.02%	0.06%	-0.02%	0.06%	-0.02%	0.05%	-0.03%
2/7/2012	0.15%	0.11%	-0.04%	0.16%	0.01%	0.12%	-0.03%	0.12%	-0.03%	0.14%	-0.01%	0.13%	-0.02%
2/14/2012	0.17%	0.14%	-0.03%	0.19%	0.02%	0.15%	-0.02%	0.15%	-0.02%	0.14%	-0.03%	0.14%	-0.03%
2/21/2012	0.16%	0.11%	-0.05%	0.15%	-0.01%	0.12%	-0.04%	0.12%	-0.04%	0.12%	-0.04%	0.11%	-0.05%
2/28/2012	0.14%	0.10%	-0.04%	0.14%	0.00%	0.12%	-0.02%	0.12%	-0.02%	0.10%	-0.04%	0.09%	-0.05%
3/6/2012	0.13%	0.09%	-0.04%	0.12%	-0.01%	0.11%	-0.02%	0.11%	-0.02%	0.10%	-0.03%	0.09%	-0.04%

Issue	TBTA Sub 2000AB		TBTA Sub 2000CD		
Remarketing Agent	JP Morgan		Citigroup		
Liquidity Provider	JPMorgan		Lloyds TSB (NY)		
Liquidity/Insurer	SBPA/Assured		SBPA/Assured		
Par Outstanding (\$m)	130.25		89.85		
Liquidity/Insurer	130.25		89.85		
Outstanding	SIFMA	Rate	SIFMA	Rate	SIFMA
1/31/2012	0.08%	0.09%	-0.01%	0.12%	0.04%
2/7/2012	0.15%	0.15%	0.00%	0.15%	0.00%
2/14/2012	0.17%	0.16%	-0.01%	0.18%	0.01%
2/21/2012	0.16%	0.13%	-0.03%	0.15%	-0.01%
2/28/2012	0.14%	0.11%	-0.03%	0.14%	0.00%
3/6/2012	0.13%	0.10%	-0.03%	0.13%	0.00%

METROPOLITAN TRANSPORTATION AUTHORITY
Floating Rate Tender Notes
RATE RESETS REPORT (Trailing 6-Weeks)

Dedicated Tax Fund Bonds

Issue		DTF 2008B-3a		DTF 2008B-3b		DTF 2008B-3c	
Remarketing Agent		Goldman Sachs		Goldman Sachs		Goldman Sachs	
Liquidity Provider		None		None		None	
Liquidity/Insurer		None		None		None	
Par Outstanding (\$m)		35.00		54.47		44.74	
Swap Notional (\$m)		None		None		None	
Date	SIFMA	Spread to		Spread to		Spread to	
		Rate	SIFMA	Rate	SIFMA	Rate	SIFMA
2/1/2012	0.08%	0.48%	0.40%	0.63%	0.55%	0.76%	0.68%
2/8/2012	0.15%	0.55%	0.40%	0.70%	0.55%	0.83%	0.68%
2/15/2012	0.17%	0.57%	0.40%	0.72%	0.55%	0.85%	0.68%
2/22/2012	0.16%	0.56%	0.40%	0.71%	0.55%	0.84%	0.68%
2/29/2012	0.14%	0.54%	0.40%	0.69%	0.55%	0.82%	0.68%
3/7/2012	0.13%	0.53%	0.40%	0.68%	0.55%	0.81%	0.68%

Transportation Revenue Bonds

Issue		TRB 2002D-2	
Remarketing Agent		Wells Fargo	
Liquidity Provider		Wells Fargo	
Liquidity/Insurer		CCA/Assured	
Par Outstanding (\$m)		200.00	
Swap Notional (\$m)		200.00	
Date	SIFMA	Spread to	
		Rate	SIFMA
9/28/2011	0.16%	0.99%	0.83%
10/26/2011	0.14%	0.99%	0.85%
11/30/2011	0.12%	1.01%	0.89%
12/28/2011	0.10%	1.02%	0.92%
1/25/2012	0.08%	1.02%	0.94%
2/29/2012	0.16%	1.01%	0.85%

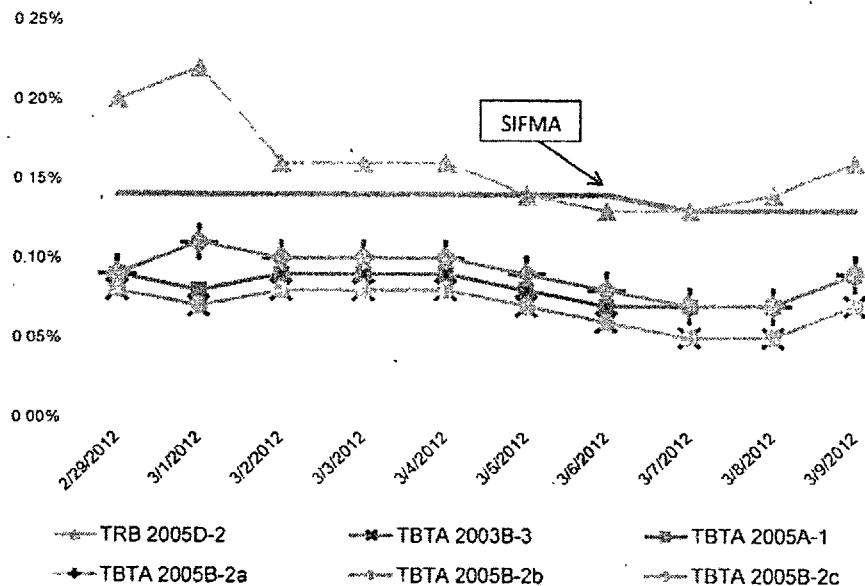
METROPOLITAN TRANSPORTATION VARIABLE RATE REPORT: DAILY RATES

Issue		TRB 2005D-2		TBTA 2003B-3		TBTA 2005A-1		TBTA 2005B-2a		TBTA 2005B-2b		TBTA 2005B-2c	
Dealer		Morgan Stanley		US Bancorp		US Bancorp		JP Morgan		JP Morgan		US Bancorp	
Liquidity Provider		Helaba		US. Bank		CALPERS		CALPERS		CALPERS		US. Bank	
Type of Liquidity		LoC		LoC		LoC		LoC		LoC		LoC	
Par Outstanding (\$m)		100.00		60.52		60.90		89.73		48.50		57.37	
Swap Notional (\$m)		100.00		None		23.76		None		None		None	
Date	SIFMA	Spread to		Spread to		Spread to		Spread to		Spread to		Spread to	
		Rate	SIFMA	Rate	SIFMA	Rate	SIFMA	Rate	SIFMA	Rate	SIFMA	Rate	SIFMA
2/29/2012	0.14%	0.20%	0.06%	0.08%	-0.06%	0.09%	-0.05%	0.09%	-0.05%	0.09%	-0.05%	0.08%	-0.06%
3/1/2012	0.14%	0.22%	0.08%	0.07%	-0.07%	0.08%	-0.06%	0.11%	-0.03%	0.11%	-0.03%	0.07%	-0.07%
3/2/2012	0.14%	0.16%	0.02%	0.08%	-0.06%	0.09%	-0.05%	0.10%	-0.04%	0.10%	-0.04%	0.08%	-0.06%
3/3/2012	0.14%	0.16%	0.02%	0.08%	-0.06%	0.09%	-0.05%	0.10%	-0.04%	0.10%	-0.04%	0.08%	-0.06%
3/4/2012	0.14%	0.16%	0.02%	0.08%	-0.06%	0.09%	-0.05%	0.10%	-0.04%	0.10%	-0.04%	0.08%	-0.06%
3/5/2012	0.14%	0.14%	0.00%	0.07%	-0.07%	0.08%	-0.06%	0.09%	-0.05%	0.09%	-0.05%	0.07%	-0.07%
3/6/2012	0.14%	0.13%	-0.01%	0.06%	-0.08%	0.07%	-0.07%	0.08%	-0.06%	0.08%	-0.06%	0.06%	-0.08%
3/7/2012	0.13%	0.13%	0.00%	0.05%	-0.08%	0.07%	-0.06%	0.07%	-0.06%	0.07%	-0.06%	0.05%	-0.08%
3/8/2012	0.13%	0.14%	0.01%	0.05%	-0.08%	0.07%	-0.06%	0.07%	-0.06%	0.07%	-0.06%	0.05%	-0.08%
3/9/2012	0.13%	0.16%	0.03%	0.07%	-0.06%	0.09%	-0.04%	0.09%	-0.04%	0.09%	-0.04%	0.07%	-0.06%

10-Day Trailing Stats

Max Rate	0.22%
Min Rate	0.05%
Avg Rate	0.09%

10-Day Daily VRDB Rates vs. SIFMA Index



**METROPOLITAN TRANSPORTATION AUTHORITY VARIABLE RATE REPORT:
AUCTION RATE**

WEEKLY AUCTIONS

Issue	LIBOR Formula Fail Rate	LIBOR Formula Fail Rate		
		COPs 2004A-1	COPs 2004A-2	COPs 2004A-3
Outstanding Par (\$ M)	105.250	16.425	11.500	42.825
Swap Notional (\$m)	None	16.425	11.500	42.825
Final Maturity	11/1/2022	1/1/2030	1/1/2030	1/1/2030
Broker Dealer(s)	JP Morgan Merrill Lynch	JP Morgan Merrill Lynch	JP Morgan	JP Morgan Merrill Lynch
Insurer	Assured	Ambac	Ambac	Ambac
Auction Frequency	Tuesday	Monday	Tuesday	Wednesday
Jan. 23 thru Jan. 27, 2012	0.551%	0.760%	0.757%	0.750%
Jan. 30 thru Feb. 3, 2012	0.530%	0.736%	0.728%	0.726%
Feb. 6 thru Feb. 10, 2012	0.514%	0.714%	0.767%	0.701%
Feb. 13 thru Feb. 17, 2012	0.495%	0.683%	0.681%	0.677%
Feb. 20 thru Feb. 24, 2012	0.491%	0.675%	0.675%	0.672%
Feb. 27 thru Mar. 2, 2012	0.488%	0.671%	0.671%	0.670%
Mar. 5 thru Mar. 9, 2012	0.486%	0.668%	0.668%	0.668%
Corresponding Libor Rate	0.243%	0.243%	0.243%	0.243%
Fail Rate	200%	275%	275%	275%

28 & 35 DAY AUCTIONS

Issue	LIBOR Formula Fail Rate	LIBOR Formula Fail Rate	
		COPs 2004A-4	COPs 2004A-5
Outstanding Par (\$ M)	105.250	39.400	4.200
Swap Notional (\$m)	None	39.400	4.200
Final Maturity	11/1/2022	1/1/2030	1/1/2030
Broker Dealer(s)	JP Morgan Merrill Lynch	JP Morgan	JP Morgan
Insurer	Assured	Ambac	Ambac
Auction Frequency	28-Days	35-Days	35-Days
October 2011	0.481%	0.676%	N/A
November 2011	0.490%	N/A	0.681%
December 2011	0.543%	0.746%	0.761%
January 2012	0.593%	0.812%	0.784%
February 2012	0.546%	0.697%	0.675%
Corresponding Libor Rate	0.273%	0.254%	0.246%
Fail Rate	200%	275%	275%

Report Date 3/9/2012

MTA DEBT OUTSTANDING (\$ in Millions)

March 2, 2012

Type of Credit	Series	BPA Sale Date	Principal Iss. Amount	Current Amount Outstanding	Average Annual Debt Service	Maturity Date (Final)	True Interest Cost (%)	Notes
MTA Transportation Revenue Bonds (A2/A/A)								
	2002A	5/9/02	\$2,894,185	\$2,588,720		11/15/12	5.31	
	2002B	5/28/02	210,500	210,500		11/1/22	2.54	(1) (5)
	2002D	5/29/02	400,000	400,000		11/1/22	4.21	(2) (7) (16)
	2002E	6/12/02	397,495	386,090		11/15/21	5.13	
	2002F	11/14/02	446,110	220,725		11/15/31	4.81	
	2002G	11/19/02	499,000	200,090		11/1/26	2.18	(5) (8)
	2003A	5/8/03	475,140	358,450		11/15/32	4.49	
	2003B	7/30/03	751,765	423,525		11/15/32	5.10	
	2005A	2/9/05	650,000	590,640		11/15/15	4.76	
	2005B	6/22/05	750,000	670,750		11/15/35	4.83	
	2005C	10/19/05	150,000	74,390		11/15/16	4.19	
	2005D	11/1/05	250,000	250,000		11/1/35	3.99	(4) (6) (11)
	2005E	11/1/05	250,000	250,000		11/1/35	3.92	(4) (8)
	2005F	11/16/05	468,760	188,920		11/15/35	4.88	
	2005G	12/7/05	250,000	233,540		11/1/26	4.31	
	2005H	11/22/05	173,370	10,160		11/15/12	4.06	
	2006A	7/13/06	475,000	411,045		11/15/35	4.89	
	2006B	12/13/06	717,730	677,665		11/15/36	4.52	
	2007A	6/27/07	125,615	106,025		11/15/37	4.84	
	2007B	12/6/07	415,000	187,170		11/15/37	4.75	
	2008A	2/13/08	512,470	480,700		11/15/38	4.91	
	2008B	2/13/08	187,510	487,530		11/15/30	3.82	(10) (17)
	2008C	10/17/08	500,000	494,000		11/15/33	6.68	
	2009A	10/6/09	592,320	185,900		11/15/39	3.79	(14)
	2010A	1/6/10	161,945	163,945		11/15/39	4.44	(14)
	2010B	2/4/10	656,975	651,975		11/15/39	4.29	(14)
	2010C	6/30/10	510,485	503,910		11/15/40	4.27	
	CP-2	9/16/10	900,000	900,000		59 days	1.21	(9)
	2010D	11/23/10	754,305	742,455		11/15/40	5.15	
	2010E	12/21/10	750,000	750,000		11/15/40	4.57	(14)
	2011A	7/12/11	400,440	400,140		11/15/46	4.95	
	2011B	9/13/11	99,560	99,560		11/1/41	1.24	(5) (8)
	2011C	11/2/11	197,950	197,950		11/15/28	3.99	
	2011D	11/30/11	480,165	480,165		11/15/46	4.57	
	Total		18,117,015	16,086,885	\$1,112.9 thru 2012	WA TIC	4.81	
TBTA General Revenue Bonds (Aa2/AA+/AA-)								
	FFC-1996A	6/26/96	28,445	7,295		1/1/18	5.85	(3)
	2001B	12/18/01	148,290	134,070		1/1/12	6.17	(4) (8)
	2001C	12/18/01	148,206	134,070		1/1/32	6.17	(4) (8)
	2002B	9/19/02	2,157,065	1,608,975		11/15/32	4.56	
	2002F	11/8/02	246,480	216,430		11/1/32	3.04	(2) (4)
	2003B	12/9/03	250,000	206,190		1/1/34	2.16	(8) (13) (18)
	2005A	5/10/05	150,000	132,770		11/1/35	2.24	(5) (8) (18)
	2005B	7/6/05	800,000	586,800		1/1/32	3.86	(4) (8) (18)
	2006A	8/8/06	200,000	179,705		11/15/35	1.72	
	2007A	6/13/07	223,355	207,895		11/15/37	4.84	
	2008A	3/15/08	822,770	779,535		11/15/38	4.91	
	2008B	3/13/08	252,230	252,230		11/15/38	3.02	(10)
	2008C	7/16/08	629,890	599,505		11/15/38	4.72	
	2009A	2/11/09	475,000	466,490		11/15/38	5.15	
	2009B	9/10/09	200,000	200,000		11/15/39	3.63	(14)
	2010A	10/20/10	346,960	341,925		11/15/40	3.45	(14)
	2011A	16/4/11	629,430	609,430		1/1/28	1.59	
	Total		7,688,025	6,663,285	\$470.7 thru 2012	WA TIC	4.43	
TBTA Subordinate Revenue Bonds (Aa3/AA+/A+)								
	2000AB	11/01/00	253,000	150,250		1/1/19	6.32	(2) (4)
	2000CD	11/01/00	263,000	89,850		1/1/19	6.32	(2) (4)
	2002F	10/23/02	756,095	756,095		11/15/32	5.34	
	2003A	2/27/03	500,170	413,715		11/15/32	4.91	
	2008D	7/16/08	491,110	447,545		11/15/28	4.69	
	Total		2,271,375	1,857,455	\$146.7 thru 2012	WA TIC	5.20	
MTA Dedicated Tax Fund Bonds (AA/AA-)								
	2002A	8/7/02	1,246,870	956,810		11/15/32	5.05	
	2002B	9/4/02	440,000	440,000		11/1/22	4.63	(2) (4)
	2004A	2/26/04	250,000	142,995		11/15/18	3.49	
	2004B	1/9/04	500,000	294,460		11/15/28	4.51	
	2004C	12/15/04	120,000	66,670		11/15/18	3.77	
	2006A	6/7/06	350,000	314,880		11/15/35	4.18	
	2006B	10/25/06	410,000	374,165		11/15/36	4.28	
	2008A	6/24/08	352,915	345,715		11/1/31	3.90	(2) (4)
	2008B	8/6/08	348,175	341,710		11/1/34	1.11	(5) (8)
	2009A	3/12/09	261,700	252,935		11/15/39	5.55	(15)
	2009B	4/23/09	500,000	485,575		11/15/30	5.00	
	2009C	4/23/09	750,000	750,000		11/15/39	3.89	(14)
	2010A	3/17/10	502,990	495,285		11/15/40	3.91	(14)
	2011A	3/23/11	127,450	126,915		11/15/21	2.99	
	Total		6,160,100	5,388,115	\$186.9 thru 2014	WA TIC	4.56	
MTA State Service Contract Bonds (AA-/AA-)								
	2002A	6/5/02	1,715,755	1,587,990		7/1/11	5.29	
	2002B	6/26/02	679,450	417,465		7/1/31	4.93	
	Total		2,395,205	2,005,455	\$165.9 thru 2011	WA TIC	5.22	
MTA Certificates of Participation (2 Broadway) (Caa2/C/NK)⁽¹⁾								
	2004A	9/21/04	357,925	114,350		1/1/30	4.15	(1) (4)
	Total		357,925	114,350	\$ 27.2 thru 2030	WA TIC	4.15	
Grand Total - Bonds and Notes:			\$36,991,645	\$32,095,545				

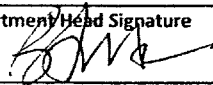

See accompanying notes on next page

NOTES

- (1) Variable Rate Bonds initially issued in Auction Rate Mode.
- (2) Variable Rate Bonds initially issued in Weekly Mode. Backed by Standby Bond Purchase Agreement(s).
- (3) Subsidized loan provided through the NYS Water Pollution Control Revolving Fund for certain projects designed to remedy sources of groundwater contamination at various MTA sites. Estimated TIC after subsidy is 4.2842%, which does not reflect NYS Environmental Facilities Corporation, Series 2011A refunding.
- (4) Variable rate bonds swapped to fixed rate. True Interest Cost (TIC) based on swap rate plus support costs of variable rate bonds. Synthetic fixed rate issues are included in the WATIC.
- (5) TIC represents average cost of financing to date, including interest, liquidity or auction agent fees, and remarketing fees. Variable rate issues are not included in the WATIC.
- (6) Subseries 2005D-2 are Variable Rate Bonds initially issued in Daily Mode. Backed by a Direct pay letter of credit.
- (7) Subseries 2002D-1 swapped to fixed at 3.385% to 1/1/2006, 4% variable rate estimated thereafter. Subseries 2002D-2 swapped to fixed in two steps: 3.627% to 1/1/2007, 4.45% thereafter to maturity. True Interest Cost (TIC) based on swap rate, estimated variable rate plus support costs of variable rate bonds.
- (8) Variable Rate Bonds initially issued in Weekly Mode. Backed by a Direct pay letters of credit.
- (9) Variable Rate BANs issued as Commercial Paper. Maturities range from 1 to 270 days. Average maturity and cost of capital are listed. CP cost of capital is not included in WATIC.
- (10) Variable Interest Rate Bonds initially issued in Term Rate Mode.
- (11) Variable Rate Bonds initially issued in Auction Rate Mode, converted to Variable Rate bonds on 11/7/2008 2005D-1 \$150m in Weekly Mode; 11/11/2008 2005D-2 \$100m in Daily Mode.
- (12) Reflects rating of Ambac Assurance Corporation.
- (13) Variable rate bonds are partially swapped to fixed rate. True Interest Cost (TIC) based on swap rate plus support costs of variable rate bonds.
- (14) Fixed rate bonds, all or part of which, were issued as federally taxable Build America Bonds (BABs). In case of BABs, True Interest Cost (TIC) is net of 35% interest subsidy.
- (15) On 8/3/2011 Subseries 2008B-2 and B-3 were converted to Floating Rate Tender Notes subseries 2008B-3a,b, and c.
- (16) On 5/25/2011 Subseries 2002D-2 were converted to Term Rate Mode and then privately placed.
- (17) On 11/2/2011 Subseries 2008B-1 were converted into Fixed Rate Mode.
- (18) On 1/1/2012 Subseries 2003B-3, 2005A-1, and 2005B-2 were converted into Daily Mode. Backed by a Direct pay letter of credit.

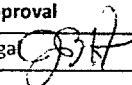

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Staff Summary

Subject Authorization to issue TBTA General Revenue Bonds, Series 2012A
Department Finance
Department Head Name Robert E. Foran, Chief Financial Officer
Department Head Signature 
Project Manager Name Patrick J. McCoy, Director of Finance 

Date March 28, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Comm.	3/26	X		
2	Board	3/28	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Legal 	2	Chief of Staff 

Background:

In connection with the proposed issuance of Triborough Bridge and Tunnel Authority General Revenue Bonds, the MTA Finance Department is seeking MTA Board authorization and approval of the necessary documentation to issue new money bonds, notes or other obligations to provide net proceeds (exclusive of premiums) sufficient to fund up to \$250 million of capital projects contained in approved capital programs of the Triborough Bridge and Tunnel Authority.

The MTA Finance Department will continue to report to the Finance Committee of the Board at each regularly scheduled meeting of such committee on the status of the proposed debt issuance schedule, the results of each bond issue, planned bond issues for the following month, including potential refundings, and information relating to amendments, modifications, or terminations of previously outstanding swap transactions.

PURPOSE:

1. To obtain MTA Board approval of the following resolution and activities in connection with the issuance of bonds in an aggregate principal amount necessary to provide net proceeds (exclusive of premiums) sufficient to fund up to \$250 million of capital projects of the Triborough Bridge and Tunnel Authority:
 - o Series 2012A Supplemental Resolution authorizing Triborough Bridge and Tunnel Authority General Revenue Obligations, including providing for the issuance of an aggregate principal amount of Triborough Bridge and Tunnel Authority General Revenue Bonds in one or more series necessary to finance capital projects of the Triborough Bridge and Tunnel Authority, plus applicable issuance costs, and any original issue discount.
2. With respect to the above-referenced financial transactions set forth in paragraph 1, to obtain MTA Board approval delegating authority to the Chairman and Chief Executive Officer, the Vice-Chairman, the Chair of the Finance Committee, and in each case, on behalf of MTA and TBTA, the Chief Financial Officer of MTA, and the Director of Finance of MTA to award the obligations either pursuant to competitive bid or to members (or entities

related to such firms) of the MTA underwriting syndicate (as referred to in the Supplemental Resolution) and to execute and/or deliver in each case, where appropriate:

- o Notices of Sale and bid forms,
- o Purchase Agreements with underwriters,
- o Official Statements and other disclosure documents, (incorporating the most recent applicable continuing disclosure filings of the MTA, as well as the most current "recent developments" disclosure available and reasonably current TBTA financial and traffic data)
- o Continuing Disclosure Agreements and related filings, and
- o Dealer and Broker-Dealer Agreements.

Any such documents will be in substantially the form of any document previously entered into by MTA for previous issues and programs, with such changes as approved by any one or more of the foregoing officers. In addition, such officers are hereby authorized to terminate, amend, supplement, replace or extend any such documents related thereto, as they shall deem advisable.

3. On behalf of MTA and its subsidiaries and affiliates, to authorize the Chairman and Chief Executive Officer, the Chair of the Finance Committee, the Vice-Chairman, and in each case, on behalf of MTA Bridges and Tunnels, the Chief Financial Officer of MTA, and the Director of Finance of MTA to take such other actions as may be necessary or desirable to effectuate the issuance of the new money bonds.

ALTERNATIVES:

There are no alternative sources of funds to provide for the capital needs of the Triborough Bridge and Tunnel Authority.

RECOMMENDATION:

The MTA Board approve the above-referenced resolutions and documents and all other actions described above, including the execution and delivery of such other documents, and the taking of all other actions, from time to time deemed necessary or desirable by such officers in connection therewith.

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

**SERIES 2012A
GENERAL REVENUE BOND
SUPPLEMENTAL RESOLUTION**

Adopted March __, 2012

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**SERIES 2012A
GENERAL REVENUE BOND
SUPPLEMENTAL RESOLUTION**

BE IT RESOLVED by the Triborough Bridge and Tunnel Authority (the "Issuer"), as follows:

ARTICLE I

DEFINITIONS AND STATUTORY AUTHORITY

SECTION 1.01. Supplemental Resolution. This resolution is supplemental to, and is adopted, in accordance with Article II and Article A-VIII of, a resolution of the Issuer adopted on March 26, 2002, entitled "General Resolution Authorizing General Revenue Obligations" (the "Resolution").

SECTION 1.02. Definitions.

1. All capitalized terms which are used but not otherwise defined in this Series 2012A General Revenue Bond Supplemental Resolution (the "Supplemental Resolution") shall have the same meanings, respectively, as such terms are given by Section 102 of the Resolution.

2. In this Supplemental Resolution:

"Authorized Officer" shall include the officers designated as such in the Resolution, and the Chairman and Chief Executive Officer, the Chair of the Finance Committee, the Chief Financial Officer or the Director of Finance, as well as any officer duly designated as "Acting" in said officer's capacity, except that, for the purposes of any delegation set forth herein that does not expressly include any Assistant Secretary, "Authorized Officer" shall not include any Assistant Secretary of the Issuer.

"Board" shall mean, when used with respect to the Issuer, the board of the Issuer acting as such pursuant to the provisions of the Issuer Act, and when used with respect to the MTA, the members of the MTA acting as such pursuant to the provisions of the MTA Act.

"Bond Counsel" shall mean Hawkins Delafield & Wood LLP, Nixon Peabody LLP or any other attorney or firm of attorneys of nationally recognized standing in the field of law relating to the issuance of obligations by state and municipal entities, selected by the Issuer.

"Code" shall mean the Internal Revenue Code of 1986, as amended, and regulations thereunder.

SECTION 1.03. Authority for this Supplemental Resolution. This Supplemental Resolution is adopted pursuant to the provisions of the Issuer Act and the Resolution.

ARTICLE II

AUTHORIZATION OF SERIES 2012A BONDS

SECTION 2.01. Authorized Principal Amount, Designation and Series.

Pursuant to the provisions of the Resolution and in order to finance Capital Costs, a Series of General Revenue Obligations (which may be issued in one or more Series or subseries, which for purposes of this Supplemental Resolution shall collectively be referred to herein as the "Series 2012A Bonds", constituting Capital Cost Obligations, subject to redesignation as hereinafter provided) entitled to the benefit, protection and security of such provisions are hereby authorized to be issued in an aggregate principal amount not exceeding the principal amount necessary so that, after giving effect to any net original issue discount and underwriters' discount from the principal amount, the amount to be deposited in the Proceeds Account pursuant to, or otherwise applied to effectuate the purposes of, Section 2.02 and Section 3.01 of this Supplemental Resolution (exclusive of the amount so deposited therein determined in any Certificate of Determination as estimated to be necessary to pay capitalized interest or to pay any Costs of Issuance of the Series 2012A Bonds) shall not exceed the amount or amounts determined in one or more Certificates of Determination to be necessary to effectuate the purposes set forth in Section 2.02 hereof; provided, however, that the Series 2012A Bonds issued to finance Capital Costs shall not exceed \$250,000,000 (excluding all amounts excluded above, such as net original issue discount, underwriters' discounts, capitalized interest and Costs of Issuance). For all purposes of this Section 2.01, net original issue premium as determined to be advisable by an Authorized Officer in connection with the marketing of the Series 2012A Bonds, shall not be counted.

Series 2012A Bonds shall be designated as, and shall be distinguished from the Obligations of all other Series by the title, "General Revenue Bonds, Series 2012A" or such other title or titles set forth in one or more Certificates of Determination.

SECTION 2.02. Purposes. The purposes for which the Series 2012A Bonds are issued shall be set forth in one or more Certificates of Determination and may include the payment of all or any part of the Capital Costs, all to the extent and in the manner provided in this Supplemental Resolution.

SECTION 2.03. Dates, Maturities, Principal Amounts and Interest. The Series 2012A Bonds, except as otherwise provided in the Resolution, shall be dated the date or dates determined in the related Certificate of Determination. The Series 2012A Bonds shall mature on the date or dates and in the year or years and principal amount or amounts, and shall bear interest at the rate or rates per annum, if any, specified in or determined in the manner provided in any Certificate of Determination.

SECTION 2.04. Interest Payments. The Series 2012A Bonds shall bear interest from their date or dates and be payable on such date or dates as may be determined pursuant to any Certificate of Determination. Except as otherwise provided in any Certificate of Determination, interest on the Series 2012A Bonds shall be computed on the basis of twelve (12) 30-day months and a 360-day year.

SECTION 2.05. Denominations, Numbers and Letters. Unless otherwise provided in any Certificate of Determination, the Series 2012A Bonds shall be issued in fully registered form without coupons in the denomination of \$5,000 or any integral multiple thereof.

The Series 2012A Bonds shall be lettered and numbered as provided in any Certificate of Determination.

SECTION 2.06. Places of Payment and Paying Agent. Except as otherwise provided in any Certificate of Determination, principal and Redemption Price of the Series 2012A Bonds shall be payable to the registered owner of each Series 2012A Bond when due upon presentation of such Series 2012A Bond at the principal corporate trust office of the Trustee. Except as otherwise provided in any Certificate of Determination, interest on the registered Series 2012A Bonds will be paid by check or draft mailed on the interest payment date by the Paying Agent, to the registered owner at his address as it appears on the registration books or, at the option of any Owner of at least one million dollars (\$1,000,000) in principal amount of the Series 2012A Bonds, by wire transfer in immediately available funds on each interest payment date to such Owner thereof upon written notice from such Owner to the Trustee, at such address as the Trustee may from time to time notify such Owner, containing the wire transfer address (which shall be in the continental United States) to which such Owner wishes to have such wire directed, if such written notice is received not less than twenty (20) days prior to the related interest payment date (such notice may refer to multiple interest payments).

SECTION 2.07. Sinking Fund Installments. The Series 2012A Bonds, if any, determined in any Certificate of Determination shall be subject to redemption in part, by lot, or otherwise as determined in accordance with Section A-404 of the Resolution, on each date in the year or years determined in any Certificate of Determination at the principal amount thereof plus accrued interest up to but not including the date of redemption thereof, from mandatory Sinking Fund Installments which are required to be made in amounts sufficient to redeem on each such date the principal amount of such Series 2012A Bonds.

SECTION 2.08. Redemption Prices and Terms. The Series 2012A Bonds may also be subject to redemption prior to maturity, at the option of the Issuer, upon notice as provided in Article A-IV of the Resolution, at any time as a whole or in part (and by lot within a maturity, or otherwise as determined in accordance with Section A-404 of the Resolution, if less than all of a maturity is to be redeemed), from maturities designated by the Issuer on and after the date and in the years and at the Redemption Prices (expressed as a percentage of principal amount or otherwise as determined pursuant to Section 2.09.1(f)) determined in any Certificate of Determination, plus accrued interest up to but not including the redemption date.

SECTION 2.09. Delegation to an Authorized Officer. 1. There is hereby delegated to each Authorized Officer, subject to the limitations contained in this Supplemental Resolution, the following powers with respect to the Series 2012A Bonds:

(a) to determine whether and when to issue any Series 2012A Bonds constituting Capital Cost Obligations, the amount of the Series 2012A Bonds to be applied to finance Capital Costs, and the amount of the proceeds of the Series 2012A Bonds estimated to be necessary to pay the Costs of Issuance of the Series 2012A Bonds and capitalized interest, if any;

(b) to determine the purpose or purposes for which the Series 2012A Bonds are being issued, which shall be one or more of the purposes set forth in Section 2.02 of this Supplemental Resolution;

(c) to determine the principal amounts of the Series 2012A Bonds to be issued for the purposes set forth in Section 2.02 of this Supplemental Resolution and whether such principal amounts constitute a separate Series or a subseries of Series 2012A Bonds, which principal amounts (and the aggregate of all such Series and subseries) shall not exceed the principal amounts permitted by Section 2.01 of this Supplemental Resolution, and to determine Accreted Values and Appreciated Values, if applicable;

(d) to determine the maturity date and principal amount of each maturity of the Series 2012A Bonds and the amount and due date of each Sinking Fund Installment, if any;

(e) to determine the date or dates which the Series 2012A Bonds shall be dated and the interest rate or rates of the Series 2012A Bonds or the manner of determining such interest rate or rates; provided, however, that any Series 2012A Bonds issued as Tax-Exempt Obligations shall be subject to a maximum interest rate of not greater than 10% per annum, any Series 2012A Bonds issued as Taxable Obligations shall be subject to a maximum interest rate of not greater than 12% per annum, any Variable Interest Rate Obligations issued as Tax-Exempt Obligations shall be subject to a maximum interest rate of not greater than 15% per annum, any Variable Interest Rate Obligations issued as Taxable Obligations shall be subject to a maximum interest rate of not greater than 18% per annum and any Parity Reimbursement Obligations shall be subject to a maximum interest rate of not greater than 25% per annum, or, in each such case, such higher rate or rates as determined by the Issuer's Board;

(f) to determine the Redemption Price or Redemption Prices, if any, and the redemption terms, if any, for the Series 2012A Bonds; provided, however, that if the Series 2012A Bonds are to be redeemable at the election of the Issuer, the Redemption Price shall not be greater than one hundred three percent (103%) of the principal amount of the Series 2012A Bonds to be redeemed, plus accrued interest thereon up to but not including the date of redemption;

(g) to determine whether the sale of the Series 2012A Bonds shall be conducted on either a negotiated or competitive bid basis and, as applicable, to determine the purchase price for the Series 2012A Bonds to be paid by the purchasers referred to in one or more Purchase Agreements or the purchase price for the Series 2012A Bonds to be paid by the winning bidder, if such sale is conducted by competitive bid pursuant to a Notice of Sale, in either case as such document is described in Section 2.10 of this Supplemental Resolution, which may include such original issue discount and original issue premium as shall be determined in the related Certificate of Determination; provided, however, that the underwriters' discount reflected in such purchase price shall not exceed \$10.00 for each one thousand dollars (\$1,000) principal amount of the Series 2012A Bonds;

(h) to take all actions required for the Series 2012A Bonds to be eligible under the rules and regulations of The Depository Trust Company ("DTC") for investment and trading as uncertificated securities, to execute and deliver a standard form of letter of representation with

DTC and, notwithstanding any provisions to the contrary contained in this Supplemental Resolution, to include in any Certificate of Determination such terms and provisions as may be appropriate or necessary to provide for uncertificated securities in lieu of Series 2012A Bonds issuable in fully registered form;

(i) to determine whether to issue all or any portion of the Series 2012A Bonds as Tax-Exempt Obligations, Taxable Obligations, Put Obligations, Variable Interest Rate Obligations or as any other form of Obligations permitted by the Resolution and any matters related thereto, including (i) the terms and provisions of any such Series 2012A Bonds, (ii) the selection of remarketing agents, tender agents, calculation agents, auction agents, dealers, bidding agents or any other agents or parties to ancillary arrangements and the terms of any such arrangements, and (iii) the methods for determining the accrual of Debt Service;

(j) to determine the advisability, as compared to an unenhanced transaction, of obtaining one or more Credit Facilities, to select a provider or providers thereof and to determine and accept the terms and provisions and price thereof, to determine such other matters related thereto as in the opinion of the officer executing any Certificate of Determination shall be considered necessary or appropriate and to effect such determinations by making any changes in or additions to this Supplemental Resolution required by Credit Facility providers, if any, or required by a Rating Agency in order to attain or maintain specific ratings on the Series 2012A Bonds, or relating to the mechanisms for the repayment of amounts advanced thereunder or payment of fees, premiums, expenses or any other amounts, notices, the provision of information, and such other matters of a technical, mechanical, procedural or descriptive nature necessary or appropriate to obtain or implement a Credit Facility with respect to the Series 2012A Bonds, and to make any changes in connection therewith;

(k) to make such changes in or from the form of this Supplemental Resolution as may be necessary or desirable in order to cure any ambiguities, inconsistencies or other defects; and

(l) to determine such other matters specified in or permitted by (i) Sections 202, 203, and A-201 of the Resolution or (ii) this Supplemental Resolution, including preparation of any documentation therefor.

2. Any Authorized Officer shall execute any Certificate of Determination evidencing the determinations made pursuant to this Supplemental Resolution and such Certificate of Determination shall be conclusive evidence of the determinations of such Authorized Officer, as stated therein. More than one Certificate of Determination may be delivered to the extent more than one Series or subseries of Series 2012A Bonds are delivered, or other authority is exercised under this Supplemental Resolution from time to time and each such Certificate of Determination shall be delivered to the Trustee prior to the authentication and delivery of the respective Series or subseries of Series 2012A Bonds by the Trustee or other documentation. Determinations set forth in any Certificate of Determination shall have the same effect as if set forth in this Supplemental Resolution. Any such Authorized Officer may exercise any authority delegated under this Supplemental Resolution from time to time following issuance of any Series 2012A Bonds, as appropriate for any purposes, including, in order to change interest rate modes or auction periods, obtain a substitute or additional Credit Facility or to

appoint new or additional agents or other parties deemed appropriate to a particular form or mode of Obligation or manner of sale.

SECTION 2.10. Sale of Series 2012A Bonds. If it is determined that any sale of Bonds shall be conducted on a negotiated basis, each Authorized Officer is hereby authorized to sell and award the Series 2012A Bonds to the purchasers who shall be on the list of underwriters then approved by the Issuer and shall be referred to in the Purchase Agreement or Agreements, which Purchase Agreement or Agreements shall be substantially in the form most recently executed or delivered by the Issuer in connection with the sale of Obligations, with such revisions to reflect the terms and provisions of the Series 2012A Bonds as may be approved by the officer executing the Purchase Agreement (each, a "Purchase Agreement"). Each Authorized Officer is hereby authorized to agree to the selection of the representative of the underwriters as referred to in the Purchase Agreement or Agreements and to execute and deliver the Purchase Agreement or Agreements for and on behalf and in the name of the Issuer with such changes, omissions, insertions and revisions as may be approved by the officer executing the Purchase Agreement or Agreements, said execution being conclusive evidence of such approval and concurrence in the selection of the representative of the underwriters.

If it is determined that any sale of Series 2012A Bonds shall be conducted on a competitive bid basis each Authorized Officer is hereby further authorized to conduct the sale and award of the Series 2012A Bonds on the basis of a competitive bid, pursuant to the terms of a notice of sale, including bid form (the "Notice of Sale"), in a form, including any limitations on permitted bidders and a description of the basis for determining the winning bidder or bidders, determined by such Authorized Officer. Each Authorized Officer is hereby authorized to conduct such competitive sale of the Series 2012A Bonds in a manner consistent with this Supplemental Resolution and to utilize the services of the Authority's financial advisor and the services of an electronic bidding service, as such Authorized Officer shall determine, and the execution by such Authorized Officer of a letter of award shall be conclusive evidence of such award.

Each Authorized Officer is hereby authorized to make public and to authorize the use and distribution by said purchasers or other appropriate parties of a preliminary official statement, offering circular, or other disclosure document (the "Preliminary Official Statement") in connection with each public offering or any private placement of the Series 2012A Bonds, in substantially the form most recently executed or delivered by the Issuer in connection with the sale of Obligations, with such changes, omissions, insertions and revisions as such officer shall deem advisable. The Issuer authorizes any of said officers to deliver a certification to the effect that such Preliminary Official Statement or Official Statement, if deemed necessary or appropriate, together with such other documents, if any, described in such certificate, was deemed final as of its date for purposes of Rule 15c2-12 of the Securities and Exchange Commission as applicable.

Each Authorized Officer is hereby authorized to make public and to authorize distribution of a final Official Statement in substantially the form of each Preliminary Official Statement or the most recently executed and delivered Official Statement if there is not a Preliminary Official Statement, with such changes, omissions, insertions and revisions as such officer shall deem advisable, to sign such Official Statement and to deliver such Official

Statement to the purchasers of such issue of the Series 2012A Bonds, such execution being conclusive evidence of the approval of such changes, omissions, insertions and revisions.

Each Authorized Officer is hereby authorized to execute and deliver for and on behalf and in the name of the Issuer, to the extent determined by such Authorized Officer to be necessary or convenient, a Continuing Disclosure Agreement, substantially in the form appended to the Purchase Agreement or Notice of Sale, with such changes, omissions, insertions and revisions as such officer shall deem advisable (the "Continuing Disclosure Agreement"), said execution being conclusive evidence of the approval of such changes, omissions, insertions and revisions.

The proceeds of each good faith check, if any, received by the Issuer from the purchasers of the Series 2012A Bonds under the terms of the related Purchase Agreement or Notice of Sale may be invested by the Issuer pending application of the proceeds of such good faith check for the purposes provided in Section 2.02 of this Supplemental Resolution at the time of the issuance and delivery of such Series 2012A Bonds.

Each Authorized Officer (including any Assistant Secretary of the Issuer) is hereby authorized and directed to execute, deliver, amend, replace or terminate any and all documents and instruments (including any remarketing agreements, tender agency agreements, dealer agreements, broker-dealer agreements, tender agent agreements, or auction agency agreements, any investment agreements or arrangements, or any reimbursement agreements or documents or instruments relating to a Credit Facility deemed appropriate to a given form or mode of an Obligation) and to do and cause to be done any and all acts necessary or proper for carrying out each Purchase Agreement or Notice of Sale, each Continuing Disclosure Agreement, the terms of any Credit Facility or other such agreement or arrangement, and the issuance, sale and delivery of the Series 2012A Bonds and for implementing the terms the Series 2012A Bonds and the transactions contemplated hereby or thereby.

When reference is made in this Supplemental Resolution to the authorization of an Authorized Officer to do any act, such act may be accomplished by any of such officers individually.

SECTION 2.11. Forms of Series 2012A Bonds and Trustee's Authentication Certificate. Subject to the provisions of the Resolution, the form of registered Series 2012A Bonds, and the Trustee's certificate of authentication, shall be substantially in the form set forth in Exhibit One to the Resolution including, if necessary, any changes to comply with the requirements of DTC or the provisions of this Supplemental Resolution or any Certificate of Determination.

SECTION 2.12. Appointment of Trustee and Paying Agent. Unless otherwise provided by Certificate of Determination, U.S. Bank Trust National Association shall be the Trustee under the Resolution and the Paying Agent for the Series 2012A Bonds.

ARTICLE III

DISPOSITION OF SERIES 2012A BOND PROCEEDS

SECTION 3.01. Disposition of Series 2012A Bond Proceeds. Any proceeds of the sale of the Series 2012A Bonds, other than accrued interest, if any, shall be deposited, simultaneously with the issuance and delivery of the Series 2012A Bonds, in the Proceeds Account which is deemed to be established for such Series in the Proceeds Fund to be applied, or shall otherwise be applied pursuant to a Certificate of Determination to:

- (a) the payment of all or any part of the Capital Costs;
- (b) the balance of such proceeds, exclusive of accrued interest, shall be deposited in the COI Account and applied to the payment of Costs of Issuance or otherwise applied to the payment of Costs of Issuance.

Unless otherwise provided in a Certificate of Determination, the accrued interest, if any, and any capitalized interest, received on the sale of the Series 2012A Bonds shall be deposited in the Debt Service Fund.

ARTICLE IV

TAX COVENANTS AND DEFEASANCE

SECTION 4.01. Tax Covenants Relating to the Series 2012A Bonds. The Issuer covenants that, in order to maintain the exclusion from gross income for Federal income tax purposes of the interest on the Series 2012A Bonds issued as Tax-Exempt Obligations, the Issuer will satisfy, or take such actions as are necessary to cause to be satisfied, each provision of the Code necessary to maintain such exclusion. In furtherance of this covenant, the Issuer agrees to comply with such written instructions as may be provided by Bond Counsel. In furtherance of the covenant contained in the preceding sentence, the Issuer agrees to continually comply with the provisions of any "Arbitrage and Use of Proceeds Certificate" or "Tax Certificate" to be executed by the Issuer in connection with the execution and delivery of any Series 2012A Bonds issued as Tax-Exempt Obligations, as amended from time to time.

Notwithstanding any other provision of the Resolution to the contrary, upon the Issuer's failure to observe, or refusal to comply with, the above covenant (a) the Owners of the Series 2012A Bonds, or the Trustee acting on their behalf, shall be entitled to the rights and remedies provided to Owners or the Trustee under Section 702 of the Resolution, other than the right (which is hereby abrogated solely as to the Issuer's failure to observe, or refusal to comply with the above covenant) to declare the principal of all Obligations then Outstanding, and the interest accrued thereon, to be due and payable pursuant to Section 567 of the Issuer Act, and (b) neither the Owners of the Obligations of any Series or holders of any Parity Debt (other than the Series 2012A Bonds or the Trustee acting on their behalf), nor the Trustee acting on their behalf, shall be entitled to exercise any right or remedy provided to the Owners, the Parity Debt holders or the Trustee under the Resolution based upon the Issuer's failure to observe, or refusal to comply with, the above covenant.

The provisions of the foregoing covenants set forth in this Section shall not apply to any Series 2012A Bonds, including any subseries thereof, which the Issuer determines pursuant to the applicable Certificate of Determination to issue as Taxable Obligations.

SECTION 4.02. Defeasance. In the event the Issuer shall seek, prior to the maturity or redemption date thereof, to pay or cause to be paid, within the meaning and with the effect expressed in the Resolution, all or less than all Outstanding Series 2012A Bonds issued as Tax-Exempt Obligations and the provisions of Section 4.01 hereof shall then be of any force or effect, then, notwithstanding the provisions of Article A-XI of the Resolution, the Series 2012A Bonds issued as Tax-Exempt Obligations which the Issuer then seeks to pay or cause to be paid shall not be deemed to have been paid within the meaning and with the effect expressed in Section A-1101 of the Resolution unless (i) the Issuer has confirmed in writing that the Owners of the Series 2012A Bonds issued as Tax-Exempt Obligations which the Issuer then seeks to pay or cause to be paid will continue, after such action, to have the benefit of a covenant to the effect of the covenant of the Issuer contained in Section 4.01 hereof or (ii) there shall have been delivered to the Trustee an Opinion of Bond Counsel to the effect that non-compliance thereafter with the applicable provisions of the Code will not affect the then current treatment of interest on the Series 2012A Bonds issued as Tax-Exempt Obligations in determining gross income for Federal income tax purposes.

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Staff Summary

Subject
2011 Annual Procurement Report
Department
MTA Business Service Center
Department Head Name
Diana E. Beecher
Department Head Signature
<i>Diana E. Beecher</i> 3/14/12
Division Head Name
Procurement Directors

Date
March 28, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	3/26/12	X		
2	Board	3/28/12	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Legal <i>[Signature]</i>		
2	Corporate Compliance <i>[Signature]</i>		
3	Director, Strategic Initiatives <i>[Signature]</i>		
4	Chief of Staff <i>[Signature]</i>		

Purpose:

To authorize the filing with the State of New York of the annual MTA All-Agency Procurement report for the period January 1, 2011 – December 31, 2011 as required under Section 2879 of the Public Authorities Law.

This report includes the following required material:

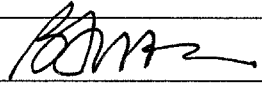
1. Contracts awarded in 2011 as prepared by each agency with payments made in 2011 as prepared by each agency and
2. Contracts awarded prior to 2011 as prepared by each agency with payments made in 2011 as prepared by each agency.

The report, which is being submitted on CD, conforms to the format/content requirements of the Public Authorities Reporting Information System (PARIS) overseen by the New York State Authorities Budget Office. The All –Agency Procurement Guidelines will be attached to the report, as required by Section 2879 of the Public Authorities Law.

Many of the contracts on this list came before the Board during the course of the calendar year. The active contracts that were awarded prior to this calendar year were also included in the prior years' annual procurement reports, which have previously been reviewed by the Board.


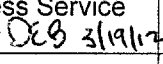


Staff Summary

Subject MTA Prompt Payment Annual Report 2011
Department Chief Financial Officer
Department Head Name Bob Foran
Department Head Signature 
Project Manager/Division Head Patrick Kane

Date March 16, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Comm.	3/26/12			
2	Board	3/28/12			

Internal Approvals			
Order	Approval	Order	Approval
	Chief of Staff		Chief Financial Officer
	Chief Operating Officer	2	Legal 
1	Senior Director of Business Service Center  3/19/12		Administration
	Other		

Purpose:

To submit to the Board the MTA All Agency Annual Prompt Payment Report for 2011.

Discussion:

State legislation enacted in April, 1988 required that the Authority adopt a Prompt Payment policy. Consistent with this legislation, the MTA Prompt Payment Policy requires payment of amounts due under its contracts within 30 days of the receipt of a proper invoice or the receipt of the goods or services, whichever is later. When payment of a proper invoice is delayed beyond the allotted time, the agency must pay interest at the rate set forth by the New York State Commission of Taxation and Finance which is currently at 7.5%, if such interest payment exceeds a ten dollars threshold.

Additionally, the Prompt Payment legislation requires that the MTA issue an annual report within ninety days after each fiscal year. This report shall include the following:

- 1) A listing of the types of categories of contracts which the Authority entered into during the twelve month period covered by the report, together with a brief description of whether each such type or category of contract was subject to the prompt payment requirements promulgated by the Authority and, if not, the reasons why;
- 2) The total amount and number of interest payments made to vendors for contracts allocated to the type or category;
- 3) The number of interest "chargeable" days and the total number of days required to process each delayed/late contract vendor payment; and

- 4) A summary of the "principal" reasons why such delayed/late payments occurred.

For the year 2011, the total amount of prompt payment interest paid, Agency-wide, was \$31,170 on a total invoice value paid of \$8,639,766,641.

Enclosed is a copy of the Annual Prompt Payment Report for 2011, which in accordance with the legislative requirement will be filed with the State Comptroller, State Director of the Budget, the Chairman of the Senate Finance committee, and the Chairman of the Assembly Ways and Means Committee.

METROPOLITAN TRANSPORTATION AUTHORITY
2011 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY MTA - BRIDGES AND TUNNELS

V-18

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	NUMBER OF PAYMENTS	INTEREST AMOUNT PAID	CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
1 PURCHASE CONTRACTS	YES		0	\$0.00	0	0	
2 PUBLIC WORKS	YES		0	0.00	0	0	
3 PERSONAL SERVICES	YES		0	0.00	0	0	
4 REAL ESTATE	YES		0	0.00	0	0	
5 PUBLIC UTILITIES	YES		57	1,650.28	954	2,124	MISSING INVOICE INTERNAL PROCESS DELAY
6 MISCELLANEOUS	YES		0	0.00	0	0	
TOTALS FOR MTA - BRIDGES AND TUNNELS			57	\$1,650.28	954	2,124	
GRAND TOTAL FOR MTA - ALL AGENCIES			470	\$31,169.86	13,195	27,625	

METROPOLITAN TRANSPORTATION AUTHORITY
2011 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY MTA - LONG ISLAND BUS

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	NUMBER OF PAYMENTS	INTEREST AMOUNT PAID	CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
1 PURCHASE CONTRACTS	YES		0	\$0 00	0	0	
2 PUBLIC WORKS	YES		0	0 00	0	0	
3 PERSONAL SERVICES	YES		0	0 00	0	0	
4 REAL ESTATE	YES		0	0 00	0	0	
5 PUBLIC UTILITIES	YES		3	4 29	38	128	UNPAID BALANCE PRIOR TO BSC
6 MISCELLANEOUS	YES		0	0 00	0	0	
TOTALS FOR MTA - LONG ISLAND BUS			3	\$4 29	38	128	

METROPOLITAN TRANSPORTATION AUTHORITY
2011 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY MTA - METRO-NORTH RAILROAD

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	NUMBER OF PAYMENTS	INTEREST AMOUNT PAID	CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
1 PURCHASE CONTRACTS	YES		0	\$0 00	0	0	
2 PUBLIC WORKS	YES		0	0 00	0	0	
3 PERSONAL SERVICES	YES		0	0 00	0	0	
4 REAL ESTATE	YES		0	0 00	0	0	
5 PUBLIC UTILITIES	YES		158	3,847 99	3,854	9,104	MISSING INVOICES, INTERNAL PROCESS DELAY LATE PAYMENT OF INVOICES
6 MISCELLANEOUS	YES		0	0 00	0	0	
TOTALS FOR MTA - METRO-NORTH RAILROAD			158	\$3,847 99	3,854	9,104	

METROPOLITAN TRANSPORTATION AUTHORITY
2011 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY MTA - STATEN ISLAND RAILWAY

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	INTEREST		CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
			NUMBER OF PAYMENTS	AMOUNT PAID			
1 PURCHASE CONTRACTS	YES		0	\$0 00	0	0	
2 PUBLIC WORKS	YES		0	0 00	0	0	
3 PERSONAL SERVICES	YES		0	0 00	0	0	
4 REAL ESTATE	YES		0	0 00	0	0	
5 PUBLIC UTILITIES	YES		0	0 00	0	0	
6 MISCELLANEOUS	YES		0	0 00	0	0	
TOTALS FOR MTA - STATEN ISLAND RAILWAY			0	\$0 00	0	0	

METROPOLITAN TRANSPORTATION AUTHORITY
2011 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY MTA - NEW YORK CITY TRANSIT

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	NUMBER OF PAYMENTS	INTEREST AMOUNT PAID	CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
1 PURCHASE CONTRACTS	YES		0	\$0 00	0	0	
2 PUBLIC WORKS	YES		0	0 00	0	0	
3 PERSONAL SERVICES	YES		0	0 00	0	0	
4 REAL ESTATE	YES		0	0 00	0	0	
5 PUBLIC UTILITIES	YES		0	0 00	0	0	
6 MISCELLANEOUS	YES		0	0 00	0	0	
TOTALS FOR MTA - NEW YORK CITY TRANSIT			0	\$0 00	0	0	

METROPOLITAN TRANSPORTATION AUTHORITY
2011 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY MTA - LONG ISLAND RAIL ROAD

V-23

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	NUMBER OF PAYMENTS	INTEREST	CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
				AMOUNT PAID			
1 PURCHASE CONTRACTS	YES		0	\$0 00	0	0	
2 PUBLIC WORKS	YES		0	\$0 00	0	0	
3 PERSONAL SERVICES	YES		0	0 00	0	0	
4 REAL ESTATE	YES		0	0 00	0	0	
5 PUBLIC UTILITIES	YES		193	6,635 75	5,648	11,288	UNPAID BALANCE PRIOR TO BSC DELAY IN PAYMENT, INVOICE GOING TO AGENCY, NOT I
6 MISCELLANEOUS	YES		0	0 00	0	0	
TOTALS FOR MTA - LONG ISLAND RAIL ROAD			193	\$6,635 75	5,648	11,288	

METROPOLITAN TRANSPORTATION AUTHORITY
2011 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY MTA - HEADQUARTERS

V-24

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	INTEREST		CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
			NUMBER OF PAYMENTS	AMOUNT PAID			
1 PURCHASE CONTRACTS	YES		0	\$0 00	0	0	
2 PUBLIC WORKS	YES		0	0 00	0	0	
3 PERSONAL SERVICES	YES		0	0 00	0	0	
4 REAL ESTATE	YES		0	0 00	0	0	
5 PUBLIC UTILITIES	YES		31	607 43	1,331	2,801	MISC LATE CHARGES INTERNAL PROCESS DELAY
6 MISCELLANEOUS	YES		0	0 00	0	0	
TOTALS FOR MTA - HEADQUARTERS			31	\$607 43	1,331	2,801	

METROPOLITAN TRANSPORTATION AUTHORITY
2011 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY MTA - BUS COMPANY

V-25

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	INTEREST		CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
			NUMBER OF PAYMENTS	AMOUNT PAID			
1 PURCHASE CONTRACTS	YES		0	\$0 00	0	0	
2 PUBLIC WORKS	YES		0	0 00	0	0	
3 PERSONAL SERVICES	YES		0	0 00	0	0	
4 REAL ESTATE	YES		0	0 00	0	0	
5. PUBLIC UTILITIES	YES		28	18,424 12	1,370	2,180	UNPAID BALANCE PRIOR TO BSC MISSING INVOICES, INTERNAL PROCESS DELAY
6 MISCELLANEOUS	YES		0	0 00	0	0	
TOTALS FOR MTA - BUS COMPANY			28	\$18,424 12	1,370	2,180	

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Staff Summary



Metropolitan Transportation Authority

Page 1 of 1

Subject
Request for Authorization to Award Various Procurements
Department
Strategic Initiative
Department Head Name
Charlie Monheim
Department Head Signature
Division Head Name
Clifford Shockley

Date
March 19, 2012
Vendor Name
Various
Contract Number
Various
Contract Manager Name
Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	3/26/12			
2	Board	3/28/12			

Internal Approvals			
Order	Approval	Order	Approval
			Office of Civil Rights
		2	Legal
4	CFO		EITG
1	Procurement	3	Strategic Initiative

PURPOSE:

To obtain approval of the Board to award various contracts/contract modifications and purchase orders, as reviewed by the MTA Finance Committee.

DISCUSSION:

MTAHQ proposes to award Non-competitive procurements in the following categories:

of Actions **\$ Amount**

None None

MTAHQ proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote

Schedule C: Competitive Request for Proposals (Award of Purchase and Public Works Contracts)	1	\$ 3,444,749.00
Schedule E: Miscellaneous Procurement Contracts	1	\$ 771,758.05
Schedule F: Personal Services Contracts	2	\$ 10,990,050.00
Schedule G: Miscellaneous Service Contracts	1	\$ 8,737,764.00
Schedule J: Modifications to Miscellaneous Procurement Contracts	1	\$ 250,000.00
SUBTOTAL	6	\$ 24,194,321.05

MTAHQ presents the following procurement actions for Ratification:

None None

TOTAL **6** **\$ 24,194,321.05**

BUDGET IMPACT: The purchases/contracts will result in obligating MTAHQ operating and capital funds in the amount listed. Funds are available in the current MTAHQ operating/capital budgets for this purpose.

RECOMMENDATION: That the purchases/contracts be approved as proposed. (Items are included in the resolution of approval at the beginning of the Procurement Section.)

BOARD RESOLUTION

METROPOLITAN TRANSPORTATION AUTHORITY

WHEREAS, in accordance with Section 1265-a and Section 1209 of the Public Authorities Law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous procurement contracts, and certain change orders to procurement, public work, and miscellaneous procurement contracts; and

WHEREAS, in accordance with Section 2879 of the Public Authorities Law and the All Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

NOW, the Board resolves as follows:

1. As to each purchase and public work contract set forth in the annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.

2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which authorization to solicit proposals is requested, for the reasons specified therein the Board declares competitive bidding to be impractical or inappropriate, declares it is in the public interest to solicit competitive request for proposals and authorizes the solicitation of such proposals.

3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.

4. The Board ratifies each action taken set forth in Schedule D for which ratification is requested.

5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; v) the contract modifications to purchase and public work contracts set forth in Schedule I; and vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.

6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.

7. The Board authorizes the budget adjustments to estimated quantity contracts set forth in Schedule L.

LIST OF PROCUREMENTS FOR BOARD APPROVAL, MARCH 2012
COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

C. Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)

(Staff Summaries required for items requiring Board approval)

- | | | |
|--|---------------------------------------|--------------------------------------|
| 1. All Agency E-Procurement of PCs and Laptops
Contract No. 12003-0100 thru -0200 | \$3,444,749
(not-to-exceed) | <u>Staff Summary Attached</u> |
| a. Dell Marketing LP (or their M/WBE Authorized Resellers) | | |
| b. Derive Technologies | | |

Competitively negotiated – 5 proposals – 24 months

To obtain Board approval to award two All Agency competitively negotiated, purchase contracts using the e-procurement process to Dell Marketing, LP (or their M/WBE authorized resellers) to provide standard and power desktop PCs and Derive Technologies, Inc. to provide standard and power laptop computers on an as-needed basis. This PC Purchase Contract is required to standardize desktops and laptops across all agencies. As a result of the e-procurement RFP process, the total cost of \$2,872,422 submitted by Dell Marketing is \$3,038,544 or an average of 51.2% lower than New York State's Micro Computer contract for desktops (standard and power). The total cost of \$572,327 submitted by Derive Technologies is \$528,733 or an average of 46.3% lower than New York State's Micro Computer contract for laptops (standard and power). Based on the above and the negotiated savings of \$3,567,277 for the two-year term of the contracts, the above cost is considered to be fair and reasonable.

E. Miscellaneous Procurement Contracts

(Staff Summaries required for all items greater than: \$100K Sole Source; \$250K Other Non-Competitive)

- | | | |
|----|--|---------------------------------|
| 2. | Acquia, Inc.
Cloud Based Infrastructure
And Web Application
Contract No. 12059-0100 | \$771,758.05
(not-to-exceed) |
|----|--|---------------------------------|

New York State Contract Ride – 36 months

The installation of countdown clocks in more than 160 subway stations has been wildly successful with the MTA's customers. A 2011 MTA survey found that 96% of customers were satisfied or very satisfied with countdown clocks. The MTA can build on that success and expand our customers' access to real-time data exponentially if the MTA creates a web feed for application software developers. Creation of an MTA web feed of subway arrival estimates for A Division lines 1 through 6 will make it possible for app developers to deliver real-time information currently displayed in countdown clocks to our customers' cell phones, smartphones and other hand-held digital devices.

METROPOLITAN TRANSPORTATION AUTHORITY

COMPETITIVE PROCUREMENTS

With the launch of this MTA web feed for app developers, 37% of our 5.3 million weekday subway riders will gain access to new apps that will offer real-time subway-arrival estimates. The real-time information our customers now see in countdown clocks on station mezzanines and subway platforms would now be readily available *before* they enter the station because this real-time information is on their phones or other hand-held devices – and, most important, available on demand. In future phases of this Open Data initiative, the MTA should be able to broaden our customers' access to subway arrival estimates to riders of B Division lines, including the L line and the 40% of the B Division that is at-grade or elevated.

A launch of a web feed for lines 1 through 6 would significantly improve customer service and begin to deliver the same level of customer service available to those who use mass transit in other major U.S. and world cities, including London, Chicago, Boston, San Francisco and Washington. All of these mass transit operators publish feeds of train-arrival estimates for app developers. Providing this real-time data to customers anytime they need it is consistent with other successful MTA Open Data initiatives, including the roll-out of BusTime for bus riders and Train Time for customers on MTA Metro-North.

To ensure that the MTA web feed for app developers has the optimal IT architecture and is operated and maintained in a cost-effective manner, the MTA will have its web feed – and other projects described herein – hosted and managed in the cloud. To achieve this objective, the MTA will utilize an existing New York State Senate contract with Acquia Inc. Acquia will be tasked with providing a suite of cloud services and associated professional services, which will meet the MTA's requirements. In order to increase capability while simultaneously reducing costs associated with supporting the MTA's Website, MTA.INFO, the MTA is seeking to enter into an agreement with Acquia Inc. to provide hosted internet cloud services and associated professional services. Acquia's services will include support for open source software such as Drupal, Apache and MySQL, which will eliminate software licensing costs for the MTA. Acquia will also provide 24x7 monitoring and support of MTA's sites. The use of Drupal, a content management and development framework, will give the MTA access to a large and growing development community which will provide the MTA with an innovative and efficient platform for current and future development of MTA.INFO. The cloud solution will afford the MTA significant increases in scalability at a fraction of the cost the MTA would incur if we were to attempt to provide the same capability using on-premise resources. In addition, Acquia can automatically and proactively increase capability based on MTA customer demand and Acquia can contract that capability as demand subsides. Acquia's infrastructure will initially be leveraged for the following:

1. MTA.INFO Weather and Emergency System
2. "A" Division Real Time Data Feeds (Count Down Clock Data) for external developers
3. MTA's Capital Program Dashboard
4. MTA Press Release Management System
5. MTA Web News Management System
6. "Eye on the Future" Update System

METROPOLITAN TRANSPORTATION AUTHORITY **COMPETITIVE PROCUREMENTS**

Over time, the MTA expects to move more and more public-facing content to a cloud-based architecture to achieve significant reductions in the need to maintain in-house assets and resources for the support of the MTA's website.

Acquia's Professional Services on-site engagement will assist and guide the MTA in designing, developing, building and maintaining the aforementioned "cloud based" infrastructure and web applications.

As a result of negotiations, the initial cost of \$623,469 for three years of hosting and technical support, was reduced to \$521,758.05 for a savings of \$101,710.95, which is 16.3% lower than the New York State and Federal Government pricing. A contingency of \$250,000 is being included under this contract. Based on the above, the total not-to-exceed amount of \$771,758.05 is considered fair and reasonable.

F. Personal Service Contracts

(Staff Summaries required for items greater than: \$100K Sole Source; \$250K Other Non-Competitive; \$1M Competitive)

3. **All-Agency Transportation Planning Consulting Retainer Services** **\$10,000,000** *Staff Summary Attached*
Contract Nos. 11007-0100 thru 0600'

Competitively negotiated – 7 proposals – 48 months

Contractors to provide transportation planning consultant services on an as-needed basis for a period of forty-eight months. The MTA and its operating agencies require the services of transportation planning firms to conduct research projects on an ad hoc basis to support capital investments and improvements, service planning, and strategic business initiatives. Examples of projects planned for the next four years include: origin-destination surveys of transit and commuter rail customers required by FTA regulations, studies of travel needs in selected corridors (such as the Queens Boulevard corridor) in support of the development of the next twenty Year Needs Assessment, and studies of ridership demand to help inform capital program needs. The six (6) selected firms originally proposed hourly rates ranging from \$58.75 (for technician) to \$318.03 (for system expert). These hourly rates were negotiated down to a range of \$58.75 to \$241.90 representing a reduction of 0% to 23.9%. These rates will remain the same for the full term of the contract. The negotiated hourly rates are in the same range of the current MTA contracts for these services that have been in effect for four (4) years. Based on the above, the negotiated hourly rates are considered fair and reasonable.

4. **AFT Project** – AFT to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials at the bus depot specified below.
Competitively negotiated – 120 proposals – 24 months
Shinique Smith, Mother Clara Hale Bus Depot-NYCT (Contract No. 12057-0100- \$990,050)

METROPOLITAN TRANSPORTATION AUTHORITY
COMPETITIVE PROCUREMENTS

G. Miscellaneous Service Contracts

(Staff Summaries required for all items greater than: \$100K Sole Source; \$250K Other Non-Competitive; \$1M RFP;
No Staff Summary required if Sealed Bid Procurement)

- 5 **Guardian Service Industries, Inc.** **\$8,737,764** **Staff Summary Attached**
 Custodial and Unarmed Security Guard Services (Not-to-exceed)
 For MTAHQ and Custodial Services for MTAPD
 Contract No. 11159-0100

Competitively negotiated – 7 proposals – 36 months

To obtain Board approval to award a competitively negotiated, miscellaneous services contract using the e-procurement process for custodial and unarmed security guard services for MTA Headquarters and nine (9) MTA Police Facilities. The custodial contractor is required to provide a high quality level of cleaning and un-armed security guard services for MTAHQ. As a result of the e-procurement RFP process, the total cost of \$8,737,764 is \$772,229.06 or 8.1% lower than the current three-year contract of \$9,509,993.06. Based on the above and the negotiated savings of \$772,229.06 for the three-year term of the contract, the above cost is considered to be fair and reasonable.

J. Modifications to Miscellaneous Procurement Contracts

(Approvals/Staff Summaries required for individual change orders greater than \$250K. Approvals without staff summaries required for change orders greater than 15% of previously approved amount which are also at least \$50K)

6. **MIS Science Corporation** **\$250,000**
 All-Agency Customer E-Mail Alert System (not-to-exceed)
 Contract No. 07252-0100, c/o # 2

Base plus Change Order No. 1 = \$680,000

In February 2008 the Board approved a five-year, competitively negotiated, miscellaneous procurement contract expiring March 20, 2013 for an all-agency email and text message notification system (the Authority will be seeking competitive proposals for a new contract in the Fall). Additional funds are required to replenish contract funding through the contract expiration. This notification system allows the MTA to notify customers of both planned service changes and service advisories if service is disrupted. In order to participate, customers sign up for this service via MTA's website and indicate which of our transportation facilities they wish to be notified about. Due to the overwhelming success of the e-mail and text message alert program, resulting in a larger than anticipated number of customers who have signed up for alerts, there has been a substantial increase of SMS messages. This increase has caused the contract funds to be depleted sooner than expected. This depletion of funds is because regular cell phones get text messages for free as part of a web-based service, whereas newer "smart" phones (including Blackberrys) use SMS for their text messages, a situation not known or anticipated when the contract was written. The fixed monthly cost for unlimited text messages and e-mails remain unchanged. For SMS to designated e-mail accounts, cell phones, Blackberrys and other similar communications devices and voice messages, the base unit price for messages over the contract limit (50,000/each/monthly) was reduced from \$0.025 per message to \$0.0115 for a savings of 54% as compared to the current price.

Staff Summary

Schedule C: Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)

Page 1 of 1

Item Number: 1

Vendor Name (& Location): Dell Marketing LP Derive Technologies
Description: All-Agency E-Procurement of PCs and Laptops
Contract Term (including Options, if any): April 1, 2012 through March 31, 2014
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:

Contract Number: 12003-0100 thru 0200	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: \$3,444,749 (not-to-exceed)	
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div&Dept/Div Head Name: Charles Monheim	
Contract Manager: Elissa Stewart	

DISCUSSION:

To obtain Board approval to award two All-Agency competitively negotiated, purchase contracts using the e-procurement process, to Dell Marketing, LP (or their M/WBE authorized resellers) to provide standard and power desktop PCs and Derive Technologies, Inc. to provide standard and power laptop computers on an as-needed basis, for a period of two (2) years from April 1, 2012 through March 31, 2014 at a not-to exceed cost of \$3,444,749, which represents a total negotiated savings of \$3,567,277 off of the New York State's Micro Computer contract for desktops and laptops.

These PC purchase contracts are required to standardize desktops and laptops across all agencies. A competitive Request for Proposal (RFP) using the e-procurement process was publicly advertised and letters informing prospective proposers of the availability of the RFP package were sent to twenty two (22) firms of which five (5) were D/M/WBE firms. The Office of Diversity and Civil Rights established mandatory goals of 10% MBE and 10% WBE for these contracts. Five proposals were received, two of whom were certified MBE firms.

A Selection Committee consisting of representatives from MTAHQ, Metro-North, MTAPD, LIRR, NYCT, MTA Bus, and MTA B&T recommended that, through the e-procurement process, Procurement negotiate with all five technically qualified firms (Dell Marketing, Inc., Hewlett Packard, Lenovo, Derive Technologies, Inc., and Compulink Technologies, Inc.). As a result of the e-procurement RFP process, Dell Marketing LP offered the MTA the best prices for desktop computers and Derive Technologies, a certified MBE and HP authorized reseller, offered the best prices for laptop computers. MTA has conducted a responsibility review and other due diligence on Dell Marketing and Derive Technologies and has deemed them to be responsible for award.

As a result of the e-procurement RFP process, the total cost of \$2,872,422 submitted by Dell Marketing is \$3,038,544 or an average of 51.2% lower than New York State's Micro Computer contract for desktops (standard and power). The total cost of \$572,327 submitted by Derive Technologies is \$528,733 or an average of 46.3% lower than New York State's Micro Computer contract for laptops (standard and power). Based on the above and the negotiated savings of \$3,567,277 for the two-year term of the contracts, the above cost is considered to be fair and reasonable.

Staff Summary

Schedule F: Personal Service Contracts

Item Number:						SUMMARY INFORMATION	
Dept & Dept Head Name: Planning/William Wheeler						Vendor Name: Various	
Division & Division Head Name:						Contract Number: 11007-0100 thru -0600	
						Description: All-Agency Transportation Planning Consultant Retainer Services	
						Total Amount: \$10,000,000 (for first year)	
						Contract Term (including Options, if any) April 1, 2012 – March 31, 2016	
						Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
						Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
						Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
						Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
						Funding Source: <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

Board Reviews					
Order	To	Date	Approval	Info	Other
1	Finance	3/26/12			
2	Board	3/28/12			
Internal Approvals					
Order	Approval	Order	Approval	Info	Other
1	Procurement	4	Diversity and Civil Rights		
2	Planning	5	Legal		
3	Capital Programs	6	CFO		

Narrative

I. PURPOSE/RECOMMENDATION

To recommend that the Board approve the award of six (6) competitively negotiated, all-agency personal services contracts for Transportation Planning Consultant Retainer Services on an as-needed basis for a period of forty-eight months from April 1, 2012 to March 31, 2016 to the firms listed below. The combined cost for all transportation planning contracts will not exceed \$10 million in 2012, the amount allocated to planning studies in the approved first two years of the 2010-2014 capital program. Funding for subsequent years will be based on the Board approved budgets for MTA headquarters and the operating agencies for those years and will not exceed limits approved by the Board.

- | | |
|---|---|
| 1. AECOM USA, Inc.
2. Cambridge Systematics, Inc.
3. The Louis Berger Group, Inc. | 4. Stantec Consulting Services, Inc.
5. URS Corporation – New York
6. VHB Engineering, Surveying & Landscape Architecture, PC |
|---|---|

II. DISCUSSION

The current all-agency planning retainer contracts will expire on March 31, 2012. The MTA and its operating agencies require the services of transportation planning firms to conduct research projects on an ad hoc basis to support capital investments and improvements, service planning, and strategic business initiatives. In order to continue these services, a Request for Proposals (RFP) was publicly advertised and letters advising potential proposers of the RFP's availability were mailed to eighty-one (81) vendors, thirty seven (37) of which were D/M/WBE firms. Seven (7) proposals were received. The Selection Committee, consisting of representatives from MTA Headquarters, Long Island Rail Road, Metro-North Railroad, Bridges & Tunnels, New York City Transit, and MTA Bus, evaluated the proposals and determined that the six firms listed above were the most technically qualified and best suited to perform the services identified by the RFP.

Staff Summary

MTA headquarters and the operating agencies will use transportation planning firms to conduct research related specifically to demand modeling for service planning, cost/benefit analyses for capital investments and budget priority setting, sample design for large origin and destination surveys, demand estimation and forecast studies, feasibility studies, and long term service planning and strategic business initiatives. Examples of projects planned for the next four years include: origin-destination surveys of transit and commuter rail customers required by FTA regulations, studies of travel needs in selected corridors (such as the Queens Boulevard corridor) in support of the development of the next twenty Year Needs Assessment, and studies of ridership demand to help inform capital program needs. MTA has conducted a responsibility review and other due diligence on these firms. Review of information submitted by three of the firms, AECOM, The Louis Berger Group, Inc. and URS Corp., revealed significant adverse information within the definition of the All Agency Responsibility Guidelines ("Guidelines"). MTA has reviewed the information in accordance with the Guidelines and following such review has found each of the firms to be responsible for award.

The six (6) selected firms originally proposed hourly rates ranging from \$58.75 (for technician) to \$318.03(for system expert). These hourly rates were negotiated down to a range of \$58.75to \$241.90 representing a reduction of 0% to 23.9%. These rates will remain the same for the full term of the contract. The negotiated hourly rates are in the same range of the current MTA contracts for these services that have been in effect for four (4) years. Based on the above, the negotiated hourly rates are considered fair and reasonable.

III. D/M/WBE INFORMATION

The MTA's Department of Diversity and Civil Rights established 10% MBE and 10% WBE goals for these contracts.

IV. IMPACT ON FUNDING

The total cost for the work assigned for this contract in 2012 will not exceed \$10,000,000. Funding for subsequent years will be based on the Board approved budgets for MTA headquarters and the operating agencies for those years and will not exceed limits approved by the Board.

Actual expenditures for Year 2012 are dependent upon approval of projects in development by the MTA headquarters and the operating agencies. Any expenditure incurred will be apportioned to the operating agencies in accordance with the cost of projects actually implemented by an agency.

V. ALTERNATIVES

1. Perform all services in-house. This alternative is not feasible since performing these specialized functions in-house would require full and part-time employees, including associated overhead costs, which would not be cost effective. These projects are managed better by independent outside firms monitored closely by MTA staff.

2. Do not approve award of the contracts. This would severely curtail MTA's ability to implement a comprehensive planning program to support capital investments and improve customer services. Also, some of these studies are mandated by the federal government.

Staff Summary

Schedule G: Miscellaneous Service Contracts

Page 1 of 1

Item Number:

Vendor Name (& Location): Guardian Service Industries, Inc.
Description: Custodial and un-armed Security Guard Services for MTAHQ and Custodial Services for MTAPD
Contract Term (including Options, if any): April 1, 2012 through March 31, 2015
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:

Contract Number: 11159-0100	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: \$8,737,764 (not-to-exceed)	
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept./Div & Dept/Div Head Name: Chief Financial Office/Facilities/ Phil DeCapua	
Contract Manager: Scott Mayclim	

DISCUSSION:

To obtain Board approval to award a competitively negotiated, miscellaneous services contract using the e-procurement process, to Guardian Service Industries, Inc., the incumbent, to provide custodial and un-armed security guard services at MTA Headquarters and various MTA Police locations for a period of three (3) years from April 1, 2012 through March 31, 2015 at a not-to exceed cost of \$8,737,764.

The current competitively awarded custodial and un-armed security guard contract which was approved by the Board in June 2008 for a period of three years (which was subsequently extended pending a collective bargaining agreement between local 32BJ and the Realty Advisory Board) will expire on March 31, 2012. The custodial contractor is required to provide a high quality level of cleaning and un-armed security guard services for MTAHQ. In order to continue these essential services, a competitive Request for Proposal (RFP) using the e-procurement process was publicly advertised and letters informing prospective proposers of the availability of the RFP package were sent to fifty (50) firms of which ten (10) were D/M/WBE firms. The office of civil rights established mandatory goals of 10% MBE and 10% WBE for these contracts. Seven proposals were received.

A Selection Committee consisting of representatives from MTAHQ, Metro-North, and MTAPD recommended that, through the e-procurement process, Procurement negotiate with the six technically qualified firms (Pritchard Industries, Inc., Airway Cleaners (LLC), Guardian Service Industries, Quality Building Services, Collins Building Services, Inc., and ABM Building Services). As a result of the e-procurement RFP process, Guardian Service Industries, Inc. offered the MTA the best prices. MTA has conducted a responsibility review and other due diligence on Guardian Service Industries, Inc. and has deemed Guardian Service Industries to be responsible for award.

The proposed contract provides for on-site coverage at the following locations:

- MTA Headquarters (341, 345 and 347 Madison Avenue)
- The Transit Museum Store in Grand Central Terminal
- MTA Police:
- 565 Commercial Ave., Garden City, NY 11530
- 7-11 Beekman St., Beacon, NY 12508
- 1 Station Drive, Harriman, NY 10926
- 24 South Maquesten Parkway, Mt. Vernon, NY 10552
- 65 Third Ave., Mineola NY 11501
- 14 Perrin Lane, Stormville, NY 12582
- Sunrise Highway (between Hewlett and Merrick Ave.), Merrick, NY 11566
- 10 W. Suffolk Ave. Central Islip, NY 11722
- 3301 Northern Blvd. Long Island City, NY 11101

As a result of the e-procurement RFP process, the total cost of \$8,737,764 is \$772,229.06 or 8.1% lower than the current three-year contract of \$9,509,993.06. Based on the above and the negotiated savings of \$772,229.06 for the three-year term of the contract, the above cost is considered to be fair and reasonable.

Item Number: 1

Vendor Name (& Location) UTC Fire & Security, America's Corporation (Salem, OR)	
Description Installation of Bus Camera Security Systems	
Contract Term (including Options, if any) February 15, 2011 – December 31, 2017	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a	
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Department of Buses, Darryl C. Irick	

Contract Number C-52097	AWO/Modification # 3
Original Amount:	\$ 9,748,256
Prior Modifications:	\$ 144,663
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 9,892,919
This Request:	\$ 22,642,618
% of This Request to Current Amount:	228.8%
% of Modifications (including This Request) to Original Amount:	233.8%

Discussion:

This modification will exercise an option for the provision and installation of additional Bus Camera Security Systems (BCSSs) for 1,150 buses and 12 depots and purchase three additional servers. These systems will enhance safety and security for employees and the riding public.

This contract was awarded to UTC Fire & Security (UTCFS) under an Immediate Operating Need for the provision and installation of a BCSS consisting of cameras and digital video recorders on 426 buses as well as software and hardware for nine depots with an option for an additional 1,150 buses and corresponding depots. The decision to select UTCFS was the result of an informal competitive Request For Proposal process which allowed the Authority to evaluate technical performance, price and warranty provisions and ultimately select a superior product at a competitive price. The BCSS allows video images to be captured on buses and then wirelessly uploaded along with a system health report from buses to depot servers during the refueling process. As of March 1, 2012, BCSS have been installed on 297 buses and five depots.

Modification #1 incorporated the provision, installation and integration of a central server into the BCSS to enable NYC Transit's Department of Buses (DOB) to conduct system-wide searches for video data without the need to physically access each depot's local server. Modification #2 is for the provision of Data Management Services (DMS). The UTCFS provided data manager will process video requests, retrieve video data, package the video data for distribution, and ensure the integrity of the video data collection and the retention process. These DMS are required due to the increase in the number of buses and depots with BCSS equipment being installed.

This modification will exercise an option for the provision and installation of additional BCSSs for 1,150 buses and 12 depots and purchase three additional servers. The 1,150 BCSS will be installed on new bus fleets that are being delivered pre-wired by the bus manufacturers. The depot equipment is required to accommodate BCSS installations on these new fleets. The three additional servers are required to replace aging servers that were provided under a previous contract and are approaching the end of their useful life.

The pricing for this option was included in the base contract. The contract contains three pricing Tiers (Tier 1: 1-1000, Tier 2: 1001-2000, Tier 3: 2000+). In the event that the total quantity of BCSSs installed and accepted on buses (base plus option[s]) crosses into the next pricing Tier, the Authority is entitled to receive a credit equal to the difference between the pricing Tier previously paid and the pricing associated with the Tier achieved. UTCFS has agreed to provide all of the 1,150 BCSSs for buses which are the subject of this modification #3 at the Tier 2 prices and will provide the NYC Transit a credit in the amount of \$72,607 for the first 426 buses once Tier 2 has officially been achieved.

The total option award of \$22,642,618 will consist of BCSSs on 1,150 buses at an average price of approximately \$17,524/bus (\$20,153,060), 12 depots at a price of \$208,573/depot (\$2,502,876), three server systems at a price of \$19,763/server (\$59,289) and a credit in the amount of approximately \$72,607. The credit for the original 426 buses will be triggered once more than 1,000 total buses (base and option) have been outfitted with BCSSs and accepted by DOB. The final price of \$22,642,618 was found to be fair and reasonable.

A background check and review of information submitted by UTCFS revealed significant adverse information (SAI) within the meaning of the All Agency Responsibility Guidelines concerning its parent, United Technologies Corporation (UTC) and its affiliates. Following review by Senior Management, UTCFS has been found to be a responsible contractor for award of this option.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 4
Vendor Name (& Location) Trillium USA.
Description Maintenance and repair services for the CNG Fueling Facilities at the College Point and Spring Creek Depots
Contract Term (including Options, if any) March 1, 2006 through December 31, 2014
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: modification
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: Facilities/ George Menguina

Contract Number	AWO/Modification #
CNG200501	8
Original Amount including options:	
\$2,062,900	
Prior Modifications (including options):	
\$6,539,039	
Prior Budgetary Increases:	
\$445,000	
Current Amount:	
\$9,046,939	
This Request:	
\$5,401,074	
% of This Request to Current Amount:	
60%	
% of Modifications (including This Request) to Original Amount:	
262%	

Discussion:

It is requested that the Board formally ratify this modification to extend the contract for the maintenance of Compressed Natural Gas (CNG) facilities at MTA Bus Company's (MTABC) College Point (CP) and Spring Creek (SC) depots for 3 years utilizing the per therm pricing contained in NYC Transit (NYCT) Contract No. 06A9336 for the operation and maintenance of the CNG facility at the Jackie Gleason depot. The term of this contract will be co-terminous with the NYCT contract base term ending December 31, 2014.

MTABC and NYCT have 4 fast-fill compressed natural gas (CNG) facilities operated and maintained by Trillium USA (Trillium) under two contracts at NYCT and one at MTABC, all competitively negotiated. The three contracts provide for operation, maintenance, and equipment replacement. Pricing for the NYCT contracts is calculated based on the number of CNG therms used at each facility per month for regular maintenance and contains separate pricing for equipment replacement or overhaul, i.e. compressor engines are overhauled after 25,000 hours of service – typically 6-7 years. Pricing for the original MTABC contract was based on actual time and materials (T&M) cost, which is not as advantageous as per therm pricing.

The CP and SC Depots are responsible for operating and fueling 153 and 50 CNG buses respectively, approximately 16% of MTABC's fleet. The unique technical nature of the facilities as well as the need to safely manage the high pressure in the fueling facilities requires an experienced, technically qualified contractor to operate and maintain the facilities, ensuring safe and continuous operation so MTABC as well as NYCT can provide the high standard of service on which its customers depend.

The February 2006 Board approved the award of an 18 month competitively negotiated MTABC contract to Trillium USA (Trillium) for the design, construction and installation of a compressed natural gas (CNG) compressor skid and for the operation and maintenance of the existing CNG fueling facility at the CP depot through August 31, 2007. The contract contained two options, each to extend the contract for 1 year and a clause which permitted MTABC to add the same or similar services at other MTABC facilities. Pursuant to this clause, when KeySpan terminated its operator/maintainer agreement in 2007, MTA Bus added SC to the contract. In addition, six other modifications have been issued to date exercising both extension options, for upgrades and replacement of equipment beyond its useful life, and further extending the term through February 2012.

In 2009, a plan was developed to conduct a joint procurement with Long Island Bus (LIB) when its CNG maintenance contract under a different vendor expired. However, that plan was first delayed due to funding source issues between the agencies and then halted in 2011 due to the termination of the Lease and Operating Agreement with Nassau County for the operation of LIB.

MTABC determined the most advantageous method to continue these required services was to extend its current contract with Trillium converting the current payment terms from T&M to per therm of CNG used, utilizing the terms and conditions of NYCT's existing Contract No. 06A9336 with Trillium for the operation and maintenance of the CNG facility Jackie Gleason Depot. Of the two NYCT contracts, Trillium's contract for the Jackie Gleason depot provided more favorable tier pricing for MTABC's CNG volume than the West Farms contract.

This Modification No. 8 provides for (i) 3 years of labor and materials for standard maintenance of the CNG facilities at per therm pricing, estimated at \$3,223,930, a \$534,339 (14.2%) savings over the estimated expenditures utilizing T&M pricing (\$3,758,269) for the same period; (ii) \$1,861,784 for replacement of 2 compressors (SC/CP) and 1 gas dryer at SC which are over 15 years old; and (iii) \$315,359 for the balance of the unanticipated work in 2011 including the full redesign, relocation, and replacement of the CNG muffler system at College Point, compressor overhaul and gas dryer rebuild at Spring Creek, all for a total estimated amount of \$5,401,074. Although the 3 year term begins in 2012, Trillium also conceded to a retroactive savings of \$136,322 for per therm pricing for calendar year 2011, which is captured in this modification. Both the MTABC and NYCT contract terms include an annual escalation factor tied to a CPI index. All estimated amounts include 2.5% annual escalation to account for fluctuations in CNG volume and increases to the CPI, and the estimated T&M amount was calculated based on 2011 T&M actuals with the 2.5% annual escalation. Actual amounts may increase or decrease based on the CNG volume and the annual CPI adjustment. Total estimated savings are \$670,661 (retroactive actual and projected).

Based on the above, this modification is considered fair and reasonable and was issued in March 2012 to take advantage of the significant savings retro and proactively. MTABC will participate in a follow-on joint procurement with NYCT for future CNG operations and maintenance. NYCT's contract contains an option for 3 additional years of maintenance. Should NYCT determine that due to market conditions it is in its best interest to exercise the option, MTABC will seek Board approval at that time for the option period.

Schedule H: Modifications to Personal Service & Miscellaneous Contracts



Item Number: 1

Vendor Name (& Location) Henry Brothers Electronics, Inc. (Fairlawn, NJ)	
Description Preventive and remedial maintenance for security systems at two revenue facility sites and a remote site.	
Contract Term (including Options, if any) April 1, 2008 – March 31, 2012	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Division of Revenue Control, Alan Putre	

Contract Number	AWO/Modification #
06G9430	4
Original Amount:	
Option Amount:	
Total Amount:	
Prior Modifications:	
Prior Budgetary Increases:	
Current Amount:	
This Request:	
% of This Request to Current Amount:	
% of Modifications (including This Request) to Total Amount:	

Discussion:

This modification is to extend the contract for one year through March 31, 2013 and to upgrade the existing network video switching system and 40 cameras. Under this contract, Henry Brothers Electronics, Inc. (HBE) provides preventive and remedial maintenance for security systems at the Consolidated Revenue Facility (CRF) shared by NYC Transit and MTA Bridges and Tunnels (B&T), a reviewing and access control station at a B&T remote site and NYC Transit's disaster recovery site to ensure that all electronic intrusion detection devices, access control and CCTV equipment, including approximately 700 cameras, and related software are in good working order. It has been established that B&T's portion of the security systems at the CRF and their remote site make up 14.4% of the overall security systems, and, therefore, B&T will be responsible for 14.4% of the recurring monthly costs and any applicable proportional amount of task order work.

Under this modification, the contract will be extended for an additional year for services at the CRF and other sites while a new five year contract is solicited. This modification also includes the removal and replacement of the network video switching system (matrix switch) and existing Pan/Tilt/Zoom (PTZ) cameras with a new matrix switch and PTZ cameras. Since the matrix switch is one of the most critical components of the security system, these upgrades can not be deferred as the current matrix switch has reached the end of its useful life and is no longer supported and parts are difficult, if not impossible, to find. The replacement of the existing PTZ cameras with new PTZ cameras will ensure compatibility with the new matrix switch. These upgrades will also foster competition for the successor maintenance contract as the entire system will be in a state of good repair.

Following negotiations with HBE, the agreed upon cost is \$979,974 and consists of \$414,312 for monthly preventive and remedial maintenance of the security systems at the CRF and other sites, including a 3% increase consistent with the current contract. The balance is for the replacement of the current matrix switch system, PTZ cameras and associated hardware. The cost of the matrix switching system, PTZ cameras and associated hardware is 35% less than prices offered to other customers utilizing HBE's NYS Office of General Services contract. Labor rates to install the new equipment will remain the same for this extension. Based on the forgoing, the cost is considered fair and reasonable.

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METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2012 Adopted Budget
Consolidated Accrual Statement of Operations by Category
January 2012
(\$ in millions)

	Nonreimbursable				Reimbursable				Total			
	Adopted Budget	Actual	Favorable (Unfavorable)		Adopted Budget	Actual	Favorable (Unfavorable)		Adopted Budget	Actual	Favorable (Unfavorable)	
			Variance	Percent			Variance	Percent			Variance	Percent
Revenue												
Farebox Revenue	\$396.7	\$398.4	\$1.7	0.4	\$0.0	\$0.0	\$0.0	-	\$396.7	\$398.4	\$1.7	0.4
Vehicle Toll Revenue	111.9	113.7	1.8	1.6	0.0	0.0	0.0	-	111.9	113.7	1.8	1.6
Other Operating Revenue	43.8	44.3	0.5	1.2	0.0	0.0	0.0	-	43.8	44.3	0.5	1.2
Capital & Other Reimbursements	0.0	0.0	0.0	-	109.1	93.2	(16.0)	(14.6)	109.1	93.2	(16.0)	(14.6)
Total Revenue	\$552.4	\$556.4	\$3.9	0.7	\$109.1	\$93.2	(\$16.0)	(14.6)	\$661.6	\$649.5	(\$12.0)	(1.8)
Expenses												
Labor:												
Payroll	\$359.7	\$357.6	\$2.1	0.6	\$40.5	\$36.8	\$3.8	9.3	\$400.3	\$394.3	\$5.9	1.5
Overtime	39.3	47.1	(7.9)	(20.0)	6.6	7.1	(0.5)	(7.7)	45.9	54.2	(8.4)	(18.3)
Health and Welfare	71.8	70.0	1.8	2.5	4.2	3.8	0.4	9.3	76.0	73.8	2.2	2.9
OPEB Current Payment	35.1	33.2	2.0	5.6	0.0	0.0	0.0	-	35.1	33.2	2.0	5.6
Pensions	49.7	44.6	5.1	10.2	2.4	2.6	(0.2)	(9.6)	52.1	47.2	4.9	9.3
Other Fringe Benefits	45.5	45.1	0.4	0.9	10.8	9.8	1.3	11.6	56.3	54.7	1.7	3.0
Reimbursable Overhead	(24.8)	(21.3)	(3.5)	(14.1)	24.8	21.4	3.4	13.8	0.0	0.1	(0.1)	-
Total Labor Expenses	\$576.4	\$576.3	\$0.1	0.0	\$89.3	\$81.2	\$8.1	9.1	\$665.6	\$657.5	\$8.2	1.2
Non-Labor:												
Electric Power	\$42.6	\$42.3	\$0.2	0.5	\$0.0	\$0.0	\$0.0	-	\$42.6	\$42.3	\$0.2	0.5
Fuel	24.5	22.6	1.9	7.8	0.0	0.0	0.0	-	24.5	22.6	1.9	7.8
Insurance	1.8	(0.4)	2.2	-	0.6	0.6	0.0	0.7	2.4	0.2	2.2	90.8
Claims	17.0	18.1	(1.1)	(6.7)	0.0	0.0	0.0	-	17.0	18.1	(1.1)	(6.7)
Paratransit Service Contracts	31.1	33.4	(2.3)	(7.3)	0.0	0.0	0.0	-	31.1	33.4	(2.3)	(7.3)
Maintenance and Other Operating Contracts	41.0	32.2	8.9	21.7	5.4	2.6	2.8	51.1	46.4	34.8	11.6	25.1
Professional Service Contracts	21.0	17.3	3.7	17.6	2.2	1.3	0.9	39.6	23.2	18.7	4.6	19.7
Materials & Supplies	39.4	39.2	0.1	0.4	11.2	7.0	4.2	37.6	50.6	46.2	4.4	8.6
Other Business Expenses	12.6	13.1	(0.5)	(4.4)	0.4	0.4	0.0	9.8	13.0	13.5	(0.5)	(3.9)
Total Non-Labor Expenses	\$231.1	\$216.0	\$15.1	5.7	\$19.6	\$12.0	\$7.9	39.8	\$250.9	\$229.9	\$21.0	8.4
Other Expense Adjustments:												
Other	2.8	1.3	1.5	53.3	0.0	0.0	0.0	-	2.8	1.3	1.5	53.3
General Reserve	0.0	0.0	0.0	-	0.0	0.0	0.0	-	0.0	0.0	0.0	-
Total Other Expense Adjustments	\$2.8	\$1.3	\$1.5	53.3	\$0.0	\$0.0	\$0.0	-	\$2.8	\$1.3	\$1.5	53.3
Total Expenses before Non-Cash Liability Adjs.	\$810.3	\$795.6	\$14.7	1.8	\$109.1	\$93.1	\$16.0	14.6	\$919.4	\$886.7	\$30.7	3.3
Depreciation	174.8	171.1	3.6	2.1	0.0	0.0	0.0	-	174.8	171.1	3.6	2.1
OPEB Obligation	27.2	24.6	2.4	8.8	0.0	0.0	0.0	-	27.2	24.6	2.4	8.8
Environmental Remediation	0.2	0.2	0.0	0.2	0.0	0.0	0.0	-	0.2	0.2	0.0	0.2
Total Expenses	\$1,012.4	\$991.7	\$20.7	2.0	\$109.1	\$93.1	\$16.0	14.6	\$1,121.5	\$1,084.8	\$36.7	3.3
Net Surplus/(Deficit) excluding Subsidies and Debt Service	(\$460.0)	(\$435.3)	\$24.7	5.4	\$0.0	\$0.0	(\$0.0)	(3.5)	(\$459.9)	(\$435.3)	\$24.7	5.4
Subsidies	285.8	214.5	(71.2)	(24.9)	0.0	0.0	0.0	-	285.8	214.5	(71.2)	(24.9)
Debt Service	163.3	162.7	0.6	0.3	0.0	0.0	0.0	-	163.3	162.7	0.6	0.3

AABB actual operating savings are captured within the category construct of MTA's traditional financial statements.

-- Results are preliminary and subject to audit review.

-- Differences are due to rounding.

* Variance exceeds 100%.

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2012 Adopted Budget
Consolidated Accrual Statement of Operations by Category
January Year-to-Date
(\$ in millions)

	Nonreimbursable				Reimbursable				Total			
	Adopted Budget	Actual	Favorable (Unfavorable) Variance	Percent	Adopted Budget	Actual	Favorable (Unfavorable) Variance	Percent	Adopted Budget	Actual	Favorable (Unfavorable) Variance	Percent
Revenue												
Farebox Revenue	\$398.7	\$398.4	\$1.7	0.4	\$0.0	\$0.0	\$0.0	-	\$398.7	\$398.4	\$1.7	0.4
Vehicle Toll Revenue	111.9	113.7	1.8	1.6	0.0	0.0	0.0	-	111.9	113.7	1.8	1.6
Other Operating Revenue	43.8	44.3	0.5	1.2	0.0	0.0	0.0	-	43.8	44.3	0.5	1.2
Capital & Other Reimbursements	0.0	0.0	0.0	-	109.1	93.2	(16.0)	(14.6)	109.1	93.2	(16.0)	(14.6)
Total Revenue	\$552.4	\$556.4	\$3.9	0.7	\$109.1	\$93.2	(\$16.0)	(14.6)	\$661.6	\$649.5	(\$12.0)	(1.8)
Expenses												
Labor												
Payroll	\$359.7	\$357.6	\$2.1	0.6	\$40.5	\$36.8	\$3.8	9.3	\$400.3	\$394.3	\$5.9	1.5
Overtime	39.3	47.1	(7.9)	(20.0)	6.6	7.1	(0.5)	(7.7)	45.9	54.2	(8.4)	(18.3)
Health and Welfare	71.8	70.0	1.8	2.5	4.2	3.8	0.4	9.3	76.0	73.8	2.2	2.9
OPEB Current Payment	35.1	33.2	2.0	5.6	0.0	0.0	0.0	-	35.1	33.2	2.0	5.6
Pensions	49.7	44.6	5.1	10.2	2.4	2.6	(0.2)	(9.6)	52.1	47.2	4.9	9.3
Other Fringe Benefits	45.5	45.1	0.4	0.9	10.8	9.6	1.3	11.6	56.3	54.7	1.7	3.0
Reimbursable Overhead	(24.8)	(21.3)	(3.5)	(14.1)	24.8	21.4	3.4	13.8	0.0	0.1	(0.1)	*
Total Labor Expenses	\$576.4	\$576.3	\$0.1	0.0	\$89.3	\$81.2	\$8.1	9.1	\$665.6	\$657.5	\$8.2	1.2
Non-Labor												
Electric Power	\$42.6	\$42.3	\$0.2	0.5	\$0.0	\$0.0	\$0.0	-	\$42.6	\$42.3	\$0.2	0.5
Fuel	24.5	22.6	1.9	7.8	0.0	0.0	0.0	-	24.5	22.6	1.9	7.8
Insurance	1.8	(0.4)	2.2	*	0.6	0.6	0.0	0.7	2.4	0.2	2.2	90.8
Claims	17.0	18.1	(1.1)	(6.7)	0.0	0.0	0.0	-	17.0	18.1	(1.1)	(6.7)
Paratransit Service Contracts	31.1	33.4	(2.3)	(7.3)	0.0	0.0	0.0	-	31.1	33.4	(2.3)	(7.3)
Maintenance and Other Operating Contracts	41.0	32.2	8.9	21.7	5.4	2.6	2.8	51.1	46.4	34.8	11.6	25.1
Professional Service Contracts	21.0	17.3	3.7	17.8	2.2	1.3	0.9	39.6	23.2	18.7	4.6	19.7
Materials & Supplies	39.4	39.2	0.1	0.4	11.2	7.0	4.2	37.6	50.6	46.2	4.4	8.6
Other Business Expenses	12.6	13.1	(0.5)	(4.4)	0.4	0.4	0.0	9.6	13.0	13.5	(0.5)	(3.9)
Total Non-Labor Expenses	\$231.1	\$216.0	\$15.1	5.7	\$19.8	\$12.0	\$7.9	39.8	\$250.9	\$229.9	\$21.0	8.4
Other Expense Adjustments:												
Other	2.8	1.3	1.5	53.3	0.0	0.0	0.0	-	2.8	1.3	1.5	53.3
General Reserve	0.0	0.0	0.0	-	0.0	0.0	0.0	-	0.0	0.0	0.0	-
Total Other Expense Adjustments	\$2.8	\$1.3	\$1.5	53.3	\$0.0	\$0.0	\$0.0	-	\$2.8	\$1.3	\$1.5	53.3
Total Expenses before Non-Cash Liability Adjs.	\$810.3	\$795.6	\$14.7	1.8	\$109.1	\$93.1	\$16.0	14.6	\$919.4	\$888.7	\$30.7	3.3
Depreciation	174.8	171.1	3.8	2.1	0.0	0.0	0.0	-	174.8	171.1	3.8	2.1
OPEB Obligation	27.2	24.8	2.4	8.8	0.0	0.0	0.0	-	27.2	24.8	2.4	8.8
Environmental Remediation	0.2	0.2	0.0	0.2	0.0	0.0	0.0	-	0.2	0.2	0.0	0.2
Total Expenses	\$1,012.4	\$991.7	\$20.7	2.0	\$109.1	\$93.1	\$16.0	14.6	\$1,121.5	\$1,084.8	\$36.7	3.3
Net Surplus/(Deficit) excluding Subsidies and Debt Service	(\$480.0)	(\$435.3)	\$24.7	5.4	\$0.0	\$0.0	(\$0.0)	(3.6)	(\$459.9)	(\$435.3)	\$24.7	5.4
Subsidies	285.8	214.5	(71.2)	(24.8)	0.0	0.0	0.0	-	285.8	214.5	(71.2)	(24.8)
Debt Service	183.3	182.7	0.6	0.3	0.0	0.0	0.0	-	183.3	182.7	0.6	0.3

* ABBB actual operating savings are captured within the category construct of MTA's traditional financial statements.

-- Results are preliminary and subject to audit review.

-- Differences are due to rounding.

* Variance exceeds 100%.

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2012 ADOPTED BUDGET
EXPLANATION OF VARIANCES BETWEEN ADOPTED BUDGET AND ACTUAL ACCRUAL BASIS
January 2012
(\$ in millions)

Generic Revenue or Expense Category	Nonreimb or Reimb	January		Reason for Variance	YEAR-TO-DATE		Reason for Variance
		Favorable (Unfavorable)			Favorable (Unfavorable)		
		\$	%		\$	%	
Farebox Revenue	NR	1.7	0.4	Higher-than-forecasted ridership was responsible for favorable variances at MNR and the LIRR of \$1.9M and \$1.6M, respectively, while lower ridership resulted in an unfavorable variance at NYCT of (\$1.9M).			
Vehicle Toll Revenue	NR	1.8	1.6	Toll revenues were favorable due to higher traffic volume attributable to the mild winter weather.			
Other Operating Revenue	NR	0.5	1.2	FMTAC was favorable by \$3.6M due to a positive shift in the market value of the invested asset portfolio. MTA Bus was \$0.3M favorable due to greater insurance recoveries and student fare reimbursements. MNR and MTA HQ were both favorable by \$0.2M - these outcomes were mainly attributable to higher GCT tenant and parking revenues and the timing of sales at the Transit Museum, respectively. These results were partially offset by unfavorable variances of (\$2.9M) at the LIRR mainly due to technical adjustments and lower advertising revenues; and (\$0.8M) at NYCT due to lower advertising revenue.			SAME AS MONTH
Payroll	NR	2.1	0.6	Vacancies were primarily responsible for favorable variances of \$1.1M at both NYCT and MTAHQ, and \$0.7M at MNR. The LIRR had a favorable variance of \$0.6M due to a shift of Engineering work to project activity and the timing of retiree vacation/sick payments and other accruals. B&T had a favorable variance of \$0.5M due to timing. Partially offsetting these variances was an unfavorable variance of (\$2.0M) at MTA Bus due to greater extra holiday pay as well as timing.			
Overtime	NR	(7.9)	(20.0)	NYCT was (\$6.1M) unfavorable due to the timing of "banked" overtime payments to represented employees and additional signal inspection and signal/bus maintenance requirements. The LIRR's unfavorable result of (\$1.0M) was primarily due to higher vacancy/absentee coverage and maintenance. At MTA HQ, the unfavorable outcome of (\$0.8M) reflects the timing of reimbursements for Directed Patrol. MTA Bus was (\$0.6M) unfavorable due to a new maintenance initiative focused on enhancing the inspection process to increase bus reliability and performance. These results were partially offset by a favorable outcome of \$0.6M at B&T due to lower vacancy/absentee coverage, safety and weather-related overtime.			
Health and Welfare	NR	1.8	2.5	MNR, the LIRR and MTA HQ were favorable by \$1.1M, \$0.9M and \$0.2M respectively, due to lower premiums and headcount. B&T was \$0.7M favorable primarily due to timing. Partially offsetting these results were unfavorable variances at NYCT and MTA Bus of (\$0.9M) and (\$0.2M) respectively.			

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2012 ADOPTED BUDGET
EXPLANATION OF VARIANCES BETWEEN ADOPTED BUDGET AND ACTUAL ACCRUAL BASIS
January 2012
(\$ in millions)

January					YEAR-TO-DATE		
Generic Revenue or Expense Category	Nonreimb or Reimb	Favorable (Unfavorable)		Reason for Variance	Favorable (Unfavorable)		Reason for Variance
		\$	%		\$	%	
OPEB - Current Payment	NR	2.0	5.6	NYCT and the LIRR had favorable variances of \$1.6M and \$0.3M respectively, due to lower rates and fewer retirees. Partially offsetting these results was an unfavorable variance at MNR of (\$0.2M) due to additional retirees.			
Pensions	NR	5.1	10.2	MTAHQ was \$2.5M favorable due to lower accruals for MTA Police pensions. Timing was responsible for the favorable variances at NYCT and the LIRR of \$2.1M and \$0.5M, respectively.			
Other Fringe Benefits	NR	0.4	0.9	The LIRR was \$1.1M favorable primarily due to a reclassification adjustment with Claims expenses. MNR was \$0.7M favorable primarily due to lower- than-projected Federal Employers Liability Act (FELA) indemnity and medical payments. Partially offsetting these results were unfavorable variances of (\$1.2M) at NYCT due to lower direct overhead credits resulting from reimbursable payroll underruns and (\$0.2M) at MTAHQ primarily due to the timing of FICA expenses.			SAME
							AS
							MONTH
XI-4 Reimbursable Overhead	NR	(3.5)	(14.1)	MTA HQ was (\$2.3M) unfavorable due to the timing of expense recovery billings. NYCT was (\$0.8M) due to lower overhead credits resulting from reimbursable payroll underruns.			
Electric Power	NR	0.2	0.5	The favorable variance of \$1.2M at MNR primarily reflects lower-than-projected prices on the NHL. Lower consumption contributed to favorable variances of \$0.4M and \$0.3M at MTA HQ and B&T, respectively. These favorable outcomes were partially offset by unfavorable results of (\$1.2M) at NYCT due to the timing of non-traction accrual adjustments and (\$0.4M) at the LIRR primarily due to higher rates.			
Fuel	NR	1.9	7.8	NYCT was favorable by \$1.0M primarily due to lower heating fuel expenses (due to the mild winter) and lower diesel fuel consumption. MNR and the LIRR were favorable by \$0.7M and \$0.2M, respectively, primarily due to the timing of year-end payments and lower consumption. B&T was favorable by \$0.2M.			
Insurance	NR	2.2	*	MTA HQ was \$3.2M favorable due to a prior period adjustment. NYCT was \$0.6M favorable due to timing. Partially offsetting these results was an unfavorable variance at FMTAC of (\$1.9M) due to the timing of policy renewals.			
Claims	NR	(1.1)	(6.7)	FMTAC was unfavorable by (\$0.6M) due to an increase in required reserves. The LIRR was (\$0.5M) unfavorable due to a reclassification adjustment with other fringe benefits.			

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2012 ADOPTED BUDGET
EXPLANATION OF VARIANCES BETWEEN ADOPTED BUDGET AND ACTUAL ACCRUAL BASIS
January 2012
(\$ in millions)

Generic Revenue or Expense Category	Nonreimb or Reimb	January		Reason for Variance	YEAR-TO-DATE		Reason for Variance
		Favorable (Unfavorable)			Favorable (Unfavorable)		
		\$	%		\$	%	
Paratransit Service Contracts	NR	(2.3)	(7.3)	Unfavorable result is primarily due to timing.			
Maintenance and Other Operating Contracts	NR	8.9	21.7	NYCT was \$5.0M favorable mainly due to the timing of building maintenance expenses. MTAHQ was \$1.8M favorable due to lower maintenance and repair charges for Facility Management, 2 Broadway, the EIT Group and IESS. B&T was \$0.7M favorable primarily due to lower expenses for E-ZPass tag purchases and the E-ZPass Customer Service Center. MNR was \$0.7M favorable due to lower-than-projected expenditures for utilities, wireless services, Harlem River Lift Bridge, IESS security, data systems, constructions services and snow removal. The LIRR was \$0.6M favorable largely due to the timing of telephone/data services, emergency bussing, IESS security and rubbish removal.			
Professional Service Contracts	NR	3.7	17.6	MTA HQ was \$2.4M favorable primarily due to the timing of various professional services expenses. B&T was \$1.1M favorable primarily due to lower expenditures for planning studies, office equipment services, procurement credit card purchases and IT consultant services. The LIRR was \$0.6M favorable primarily due to the timing of IT hardware and software expenses. MNR was favorable by \$0.3M due to lower-than-projected costs for bridge inspections, IT hardware/software and legal and financial services. Partially offsetting these results was an unfavorable variance of (\$0.7M) at NYCT primarily due to timing.			SAME AS MONTH
Materials & Supplies	NR	0.1	0.4	At MNR the favorable result of \$1.9M reflects lower-than-projected expenditures for electrical supplies and timing differences for rolling stock parts and supplies, and inventory valuation adjustments. The LIRR's favorable variance of \$1.4M primarily reflects the timing of corporate inventory adjustments, non-stock material chargeouts, lower usage of running repair and fleet modification material. B&T's favorable result of \$0.3M reflects lower expenditures for various miscellaneous materials and supplies. These outcomes were partially offset by the timing of vehicle and non-vehicle maintenance material requirements at NYCT resulting in a (\$3.7M) unfavorable variance.			
Other Business Expenses	NR	(0.5)	(4.4)	MTAHQ was unfavorable by (\$1.4M) due to a classification error which will be corrected next month. MNR was unfavorable by (\$0.3M) due to the timing of NJT subsidies. These results were partially offset by favorable variances of \$0.5M at NYCT and \$0.3M at B&T due to lower expenses for debit/credit card fees. FMTAC was \$0.3M favorable due to lower general and administrative and safety loss control expenses.			

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2012 ADOPTED BUDGET
EXPLANATION OF VARIANCES BETWEEN ADOPTED BUDGET AND ACTUAL ACCRUAL BASIS
January 2012
(\$ in millions)

9-X

January					YEAR-TO-DATE		
Generic Revenue or Expense Category	Nonreimb or Reimb	Favorable (Unfavorable)		Reason for Variance	Favorable (Unfavorable)		Reason for Variance
		\$	%		\$	%	
Other Expense Adjustments	NR	1.5	53.3	Variance due to timing differences in project completions.			
Depreciation	NR	3.8	2.1	Variance due to timing differences in project completions and assets reaching beneficial use.			
Other Post-Employment Benefit:	NR	2.4	8.8	The GASB adjustment reflects the value associated with the unfunded accrued liability for post employment health benefits.			
Capital & Other Reimbursements	R	(16.0)	(14.6)	The overall variance was due to the timing of project activity: (\$6.1M) at NYCT; (\$6.0M) at MNR; (\$2.8M) at MTA HQ; (0.5M) at the LIRR; (\$0.4M) at MTA Bus; and (\$0.2M) at B&T.			
Payroll	R	3.8	9.3	The overall favorable variance was primarily due to the timing of project activity.			SAME
Overtime	R	(0.5)	(7.7)	The unfavorable result was primarily due to additional track work requirements at NYCT (\$0.3M), and higher activity on the ESA - GCT Civil/Structural Modifications at MNR (\$0.2M).			AS
Health and Welfare	R	0.4	9.3	NYCT was favorable by \$0.3M, primarily due to timing. Other agency variances were minor.			MONTH
Pensions	R	(0.2)	(9.6)	The LIRR was (\$0.5M) unfavorable due to timing. Other agency variances were minor.			
Other Fringe Benefits	R	1.3	11.6	NYCT was favorable by \$1.4M due to lower direct overhead expenses resulting from reimbursable payroll underruns. Other agency variances were minor.			
Reimbursable Overhead	R	3.4	13.8	The timing of expense recovery billings resulted in a favorable \$2.3M variance at MTA HQ. Lower-than-budgeted project activity resulted in a favorable \$0.8M variance NYCT.			
Maintenance and Other Operating Contracts	R	2.8	51.1	MNR was favorable by \$2.2M primarily due to lower activity (timing-related) on the Port Jervis Reconstruction and Danbury Branch Signal System projects. NYCT was \$0.7M favorable primarily due to the timing of equipment rental expenses.			

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2012 ADOPTED BUDGET
EXPLANATION OF VARIANCES BETWEEN ADOPTED BUDGET AND ACTUAL ACCRUAL BASIS
January 2012
(\$ in millions)

January					YEAR-TO-DATE	
Generic Revenue or Expense Category	Nonreimb or Reimb	Favorable (Unfavorable)		Reason for Variance	Favorable (Unfavorable)	Reason for Variance
		\$	%		\$	%
Professional Service Contracts	R	0.9	39.6	Results reflect overall favorable timing differences in data center charges at NYCT (\$0.7M) and professional services at MTA HQ (\$0.4M). These results were partially offset by higher M-8 car project consultant costs at MNR of (\$0.5M).		SAME
Materials & Supplies	R	4.2	37.6	Results reflect the overall favorable impact of the timing of project activity and payments for material at MNR (\$4.3M) and the LIRR (\$1.2M). These results were partially offset by an unfavorable variance of (\$1.1M) at NYCT due to higher non-vehicle maintenance material requirements.		AS MONTH
Subsidies	NR	(71.2)	(24.9)	The unfavorable variance of \$71.2 million was mainly due to lower accruals for PMT (\$62.1 million) and MTA Bus subsidy (\$5.0 million), both due to timing of booking accruals. Slightly lower than budgeted CDOT (\$1.9 million) and PBT revenues (\$1.6 million) were also due to timing.		SAME
Debt Service	NR	0.6	0.3	The favorable variance of \$0.6 million was mainly due to lower than budgeted variable rates and the favorable timing of interest payments for the commercial paper program. These savings were mostly offset by an unfavorable variance on Dedicated Tax Fund bonds related to timing.		AS MONTH

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OVERTIME REPORTING January 2012

The following table reflects consolidated results of overtime on the basis of hours and costs. The information presented has been categorized into scheduled and unscheduled overtime. Please see Agency reports for details, which are located in operating committee agendas within their financial reporting section.

The MTA is reviewing ways in which to improve overtime reporting and is developing a new table that will be used beginning next month. In the meantime, an abbreviated table (see attached) is being used that compares the Adopted Budget against actuals on a total basis for Non-Reimbursable Scheduled and Unscheduled, and Reimbursable overtime.

Below is a summary of the major consolidated variances for January 2012.

2012 OVERTIME REPORTING - PRELIMINARY JANUARY RESULTS (NON-REIMBURSABLE)

Total overtime was \$7.8M or 20% unfavorable to budget primarily reflecting unscheduled overtime.

Scheduled

Scheduled overtime was \$1.0M or 6% favorable to budget. NYCT accounted for (\$0.7M) of the savings, mostly related to lower overtime for the operation of buses. MNR had a favorable variance of \$0.2M due to lower right-of-way repairs and car fleet maintenance.

Unscheduled

Unscheduled overtime was \$8.8M or 42% unfavorable to the Adopted Budget. Most of the unfavorable variance is attributable to NYCT (\$6.7M), due to the timing of "Banked" overtime payments, additional signal inspections and higher maintenance requirements of subways and buses. The LIRR had an unfavorable variance of \$0.9M mostly due to providing higher vacancy coverage in the Maintenance of Equipment Department and higher Engineering Department maintenance. MTAHQ accounted for \$0.8M of the unfavorable results, mostly due to increased direct patrols and coverage. MTA Bus accounted for \$0.8M of the variance, mostly due to providing absentee coverage related to a new maintenance initiative. Partially offsetting these results was a favorable variance of \$0.5M at B&T, mostly attributable to lower requirements for vacancy and weather-related emergency coverage.

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2012 Adopted Budget
2012 Non-Reimbursable/Reimbursable Overtime
(\$ in millions)

	January					
	Adopted Budget		Actuals		Var. - Fav./(Unfav)	
	Hours	\$	Hours	\$	Hours	\$
NON-REIMBURSABLE OVERTIME						
Total Scheduled	508,794	\$18.0	486,552	\$17.0	22243 4.4%	\$1.0 5.5%
Total Unscheduled	557,906	\$21.2	831,190	\$30.0	(273,285) -49.0%	(\$8.8) -41.5%
TOTAL NON-REIMBURSABLE OVERTIME:	1,066,700	\$39.2	1,317,742	\$47.0	(251,042) -23.5%	(\$7.8) -19.9%
REIMBURSABLE OVERTIME						
	204,252	\$6.5	211,228	\$7.1	(6976) -3.4%	(0.5) -8.0%
TOTAL OVERTIME	1,270,952	\$45.7	1,528,970	\$54.1	(258,018) -20.3%	(\$8.3) -18.2%

* Exceeds 100%

NOTES:

¹ Percentages are based on each type of Overtime and not on Total Overtime. Totals may not add due to rounding.

² SIR's Overtime information is not included in January's Overtime Decomposition Report. As a result, the YTD budget and actual dollars do not reconcile to the consolidated financial report.

METROPOLITAN TRANSPORTATION AUTHORITY
2011 Overtime Reporting
Overtime Legend

<u>Category</u>	<u>Type</u>	<u>Definition</u>
SCHEDULED:	<i>Direct Service</i>	Coverage required by train crews, bus/tower/block operators, and transportation supervisors/dispatchers as well as non-transportation workers whose work is directly related to providing service (includes coverage for holidays).
	<i>Programmed Maintenance</i>	Maintenance work performed during hours that are deemed more practical in order to minimize service disruptions.
UNSCHEDULED:	<i>Vacancy/Absentee Coverage</i>	Provides coverage for an absent employee or a vacant position.
	<i>Weather Emergencies</i>	Coverage necessitated by extreme weather conditions -- e.g., snow, flooding, hurricane, and tornadoes. In general, Agencies do not budget by a specific-type of weather.
	<i>Maintenance</i>	Coverage to perform extraordinary repairs and upkeep of trains, buses, subway and bus stations as well as depôts and administrative facilities.
	<i>Service Delays</i>	Coverage required to address mechanical breakdowns, unusual traffic and other extraordinary conditions that are not related to weather.
	<i>Emergencies</i>	Pre and post tour coverage that are not weather-related emergencies (e.g. derailments, injuries and unexpected conditions).
	<i>Tour Length</i>	Additional work hours caused by increased travel time in tour length, late tour relief, and certain incidents not related to weather.
	<i>Safety/Security/Law Enforcement</i>	Coverage required to provide additional customer & employee protection and to secure MTA fleet facilities, transportation routes, and security training.
	<i>Other</i>	Includes overtime coverage for clerical, administrative positions that are eligible for overtime.

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2012 Adopted Budget
Consolidated Accrual Subsidy Detail
January 2012
(\$ in millions)

Accrued Subsidies:	Current Month			Year-to-Date		
	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance
Dedicated Taxes						
Mass Transportation Operating Assistance Fund (MMTOA)	\$0.0	-	-	\$0.0	-	-
Petroleum Business Tax	48.7	47.1	(1.6)	48.7	47.1	(1.6)
MRT 1 (Gross)	15.1	14.7	(0.4)	15.1	14.7	(0.4)
MRT 2 (Gross)	7.6	7.1	(0.5)	7.6	7.1	(0.5)
Other MRT(b) Adjustments*	0.0	-	-	0.0	-	-
Urban Tax	32.8	33.4	0.6	32.8	33.4	0.6
Investment Income	0.0	-	-	0.0	-	-
	\$104.3	\$102.3	(\$2.0)	\$104.3	\$102.3	(\$2.0)
New State Taxes and Fees						
Payroll Mobility Taxes	131.1	69.0	(62.1)	131.1	69.0	(62.1)
Payroll Mobility Tax Replacement Funds	-	-	-	-	-	-
MTA Aid Taxes ¹	-	-	-	-	-	-
	\$131.1	\$69.0	(\$62.1)	\$131.1	\$69.0	(\$62.1)
State and Local Subsidies						
NYS Operating Assistance	-	-	-	-	-	-
NYC and Local 18b						
New York City	-	-	-	-	-	-
Nassau County	-	-	-	-	-	-
Suffolk County	-	-	-	-	-	-
Westchester County	-	-	-	-	-	-
Putnam County	-	-	-	-	-	-
Dutchess County	-	-	-	-	-	-
Orange County	-	-	-	-	-	-
Rockland County	-	-	-	-	-	-
CDOT Subsidies	10.6	8.8	(1.9)	10.6	8.8	(1.9)
Station Maintenance	13.1	12.8	(0.4)	13.1	12.8	(0.4)
	\$23.8	\$21.5	(\$2.2)	\$23.8	\$21.5	(\$2.2)
Sub-total Dedicated Taxes & State and Local Subsidies	\$259.1	\$192.9	(\$66.3)	\$259.1	\$192.9	(\$66.3)
City Subsidy to MTA Bus	\$26.6	21.6	(5.0)	\$26.6	21.6	(5.0)
Total Dedicated Taxes & State and Local Subsidies	\$285.8	\$214.5	(\$71.2)	\$285.8	\$214.5	(\$71.2)
Inter-Agency Subsidy Transactions						
B&T Operating Surplus Transfer	28.3	-	(28.3)	28.3	-	(28.3)
	\$28.3	\$0.0	(\$28.3)	\$28.3	\$0.0	(\$28.3)
Total Accrued Subsidies	\$314.1	\$214.5	(\$99.6)	\$314.1	\$214.5	(\$99.6)

¹ License, Vehicle Registration, Taxi and Auto Rental Fees
Note: Differences are due to rounding

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2012 Adopted Budget
Consolidated Accrual Subsidy Detail
Explanation of Variances
(\$ in millions)

January 2012

Accrued Subsidies	Variance \$	Variance %	Explanations
Petroleum Business Tax	(1.6)	-3.2%	The unfavorable accrual variance is primarily due to timing of booking of accruals by MTA Accounting.
MRT(b) 2 (Gross)	(0.5)	-7.0%	MRT-2 transactions were slightly below budget for the month.
Payroll Mobility Taxes	(62.1)	-47.3%	The unfavorable variance is due to the timing of accruals. MTA Accounting made an accrual reversal of the December 2011 booking.
CDOT Subsidies	(1.9)	-17.5%	The unfavorable variance is due primarily to timing.
City Subsidy to MTA Bus	(5.0)	-21.0%	Variance is mostly timing related. Drawdowns are related to the timing of cash obligations for MTA Bus.
B&T Operating Surplus Transfer	(28.3)	-100.0%	The unfavorable variance is due to the timing of accruals.

Year-to-Date

Accrued Subsidies	Variance \$	Variance %	Explanations
Petroleum Business Tax	(1.6)	-3.2%	See explanation for the month.
MRT(b) 2 (Gross)	(0.5)	-7.0%	See explanation for the month.
Payroll Mobility Taxes	(62.1)	-47.3%	See explanation for the month.
CDOT Subsidies	(1.9)	-17.5%	See explanation for the month.
City Subsidy to MTA Bus	(5.0)	-21.0%	See explanation for the month.
B&T Operating Surplus Transfer	(28.3)	-100.0%	See explanation for the month.

**METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - ADOPTED BUDGET**

DEBT SERVICE

(\$ in millions)

January 2012

	Adopted Budget	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					
NYC Transit	\$32.0	\$32.9	(\$1.0)		
Commuter Railroads	6.7	7.1	(0.4)		
<i>Dedicated Tax Fund Subtotal</i>	\$38.7	\$40.0	(\$1.4)	-3.5%	
MTA Transportation Revenue:					
NYC Transit	\$51.7	\$52.2	(\$0.5)		Partial refunding of outstanding 2 Broadway COPs bonds with TRB refunding bonds.
Commuter Railroads	34.5	\$35.1	(0.6)		
MTA Bus	1.4	\$2.2	(0.8)		
<i>MTA Transportation Subtotal</i>	\$87.5	\$89.5	(\$2.0)	-2.3%	
Commercial Paper:					
NYC Transit	\$1.8	\$0.1	\$1.8		Lower than budgeted rates, timing of interest payments.
Commuter Railroads	1.1	\$0.0	1.1		
MTA Bus	0.0	\$0.0	0.0		
<i>Commercial Paper Subtotal</i>	\$3.0	\$0.1	\$2.9	96.2%	
2 Broadway COPs:					
NYC Transit	\$1.8	\$0.7	\$1.2		Partial refunding of outstanding 2 Broadway COPs bonds with TRB refunding bonds.
Bridges & Tunnels	0.3	\$0.1	0.2		
MTA HQ	0.3	\$0.1	0.2		
<i>2 Broadway COPs Subtotal</i>	\$2.3	\$0.9	\$1.5	63.2%	
TBTA General Resolution (2)					
NYC Transit	\$15.8	\$17.5	(\$1.7)		
Commuter Railroads	7.4	\$7.8	(0.4)		
Bridges & Tunnels	16.4	\$14.5	2.0		
<i>TBTA General Resolution Subtotal</i>	\$39.6	\$39.8	(\$0.2)	-0.5%	
TBTA Subordinate (2)					
NYC Transit	\$6.6	\$6.8	(\$0.1)		
Commuter Railroads	2.9	\$3.0	(0.1)		
Bridges & Tunnels	2.6	\$2.7	(0.1)		
<i>TBTA Subordinate Subtotal</i>	\$12.2	\$12.4	(\$0.3)	-2.1%	
Total Debt Service	\$183.3	\$182.7	\$0.6	0.3%	
Debt Service by Agency:					
NYC Transit	\$109.7	\$110.1	(\$0.4)		
Commuter Railroads	52.7	53.0	(0.4)		
MTA Bus	1.4	2.2	(0.8)		
Bridges & Tunnels	19.3	17.2	2.1		
MTA HQ	0.3	0.1	0.2		
Total Debt Service	\$183.3	\$182.7	\$0.6	0.3%	

Notes:

- (1) Forecasted debt service is calculated based upon projected monthly deposits from available pledged revenues into debt service accounts. Actual payments to bondholders are made from the debt service accounts when due as required for each series of bonds and do not conform to this schedule.
 - (2) Generally, the calendarization of monthly debt service deposits is calculated by dividing projected annual debt service by 12. Month to month variations ("timing differences") on the existing debt portfolio can occur based upon, among other things, (a) for all bonds, the date when income from the securities in which the debt service accounts are invested becomes available varies, (b) for variable rate financings, differences between (i) the budgeted interest rate and the actual interest rate, (ii) projected interest payment dates to bondholders and actual interest payment dates to bondholders, and (iii) projected monthly funding dates for accrued debt service and actual funding dates, (c) for transactions with swaps, the difference between when MTA/TBTA funds debt service and the receipt of the corresponding swap payment by the counterparty, and difference between rates received and rates paid and (d) for commercial paper, the interest payment date is the date of the maturity of the commercial paper and the dealers set the term of the commercial paper from 1 to 270 days, which is not foreseeable at the time the annual debt service budgets are prepared.
 - (3) Debt service is allocated among Transit, Commuter, MTA Bus, and TBTA categories based on actual spending of bond proceeds for approved capital projects. Allocation of 2 Broadway COPs is based on occupancy.
- Totals may not add due to rounding.*

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2012 Adopted Budget
Cash Subsidy Detail by Agency
(\$ in millions)

January 2012

	NYC Transit			Commuter Railroads			SIR			MTA Bus			MTAHO			TOTAL		
	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance
Cash Subsidies:																		
Dedicated Taxes																		
MMTOA ⁽¹⁾	\$0.0	0.0	0.0	\$0.0	0.0	0.0	\$0.0	0.0	0.0	\$0.0	\$0.0	0.0	\$0.0	\$0.0	0.0	\$0.0	\$0.0	0.0
Petroleum Business Tax	46.1	40.1	(6.1)	8.1	7.1	(1.1)	-	-	-	-	-	-	-	-	-	54.3	47.1	(7.1)
MRT ⁽²⁾ 1 (Gross)	-	-	-	-	-	-	-	-	-	-	-	-	15.1	13.9	(1.2)	15.1	13.9	(1.2)
MRT ⁽²⁾ 2 (Gross)	-	-	-	-	-	-	-	-	-	-	-	-	7.6	6.8	(0.8)	7.6	6.8	(0.8)
Other MRT ⁽²⁾ Adjustments	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Urban Tax	32.8	-	(32.8)	-	-	-	-	-	-	-	-	-	-	-	-	32.8	0.0	(32.8)
Investment Income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
	\$78.9	\$40.1	(\$38.8)	\$8.1	\$7.1	(\$1.1)	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$22.8	\$20.7	(\$2.1)	\$109.8	\$67.8	(\$42.0)
New State Taxes and Fees																		
Payroll Mobility Tax	95.7	91.5	(4.2)	35.4	33.8	(1.6)	-	-	-	-	-	-	-	-	-	131.1	125.3	(5.8)
Payroll Mobility Tax Replacement Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
MTA Aid ⁽³⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
	\$95.7	\$91.5	(\$4.2)	\$35.4	\$33.8	(\$1.6)	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$131.1	\$125.3	(\$5.8)
State and Local Subsidies																		
NYS Operating Assistance	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
NYC and Local 16b.																		
New York City	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Nassau County	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Suffolk County	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Westchester County	-	-	-	-	1.8	1.8	-	-	-	-	-	-	-	-	-	0.0	1.8	1.8
Putnam County	-	-	-	-	0.1	0.1	-	-	-	-	-	-	-	-	-	0.0	0.1	0.1
Dutchess County	-	-	-	-	0.1	0.1	-	-	-	-	-	-	-	-	-	0.0	0.1	0.1
Orange County	-	-	-	-	0.0	0.0	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Rockland County	-	-	-	-	0.0	0.0	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
COOT Subsidies	-	-	-	10.6	7.7	(2.9)	-	-	-	-	-	-	-	-	-	10.6	7.7	(2.9)
Station Maintenance	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Inter-Agency Loan	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
NYCT Charge Back of MTA Bus Debt Service	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Pay-As-You-Go Capital	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
	\$0.0	\$0.0	\$0.0	\$10.6	\$9.8	(\$0.8)	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$10.6	\$9.8	(\$0.8)
Sub-total Dedicated Taxes & State and Local Subsidies	\$174.6	\$131.6	(\$43.1)	\$54.2	\$50.7	(\$3.5)	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$22.8	\$20.7	(\$2.1)	\$251.8	\$203.0	(\$48.8)
City Subsidy to MTA Bus	-	-	-	-	-	-	-	-	-	\$20.9	18.5	(\$2.4)	-	-	-	20.9	18.5	(\$2.4)
Total Dedicated Taxes & State and Local Subsidies	\$174.6	\$131.6	(\$43.1)	\$54.2	\$50.7	(\$3.5)	\$0.0	\$0.0	\$0.0	\$20.9	\$18.5	(\$2.4)	\$22.8	\$20.7	(\$2.1)	\$278.5	\$221.5	(\$57.0)
Inter-Agency Subsidy Transactions																		
B&T Operating Surplus Transfer	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0
Total Cash Subsidies	\$174.6	\$131.6	(\$43.1)	\$54.2	\$50.7	(\$3.5)	\$0.0	\$0.0	\$0.0	\$20.9	\$18.5	(\$2.4)	\$22.8	\$20.7	(\$2.1)	\$278.5	\$221.5	(\$57.0)

¹ Metropolitan Mass Transportation Operating Assistance Fund
² License, Vehicle Registration, Taxi and Auto Rental Fees
Note: Differences are due to rounding

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2012 Adopted Budget
Consolidated Subsidy Cash
Explanation of Variances
(\$ in millions)

January 2012

Cash Subsidies	Variance \$	Variance %	Explanations
Petroleum Business Tax	(7.1)	-13.1%	The unfavorable variance appears to be mostly due to timing.
MRT [®] 1 (Gross)	(1.2)	-8.2%	MRT-1 cash receipts were slightly below the budget for the month.
MRT [®] 2 (Gross)	(0.8)	-10.9%	MRT-2 cash receipts were slightly below the budget for the month.
Urban Tax	(32.8)	-100.0%	Urban Tax receipts were unfavorable due to timing. The January Urban Tax payment was not received by MTA Treasury until early February. This will be reported in next month's report.
Payroll Mobility Tax	(5.8)	-4.4%	Payroll Mobility Tax receipts were slightly below budget for the month.
Westchester County	1.8	>100%	The favorable variance is primarily due to timing of receipt of payment.
Putnam County	0.1	>100%	The favorable variance is primarily due to timing of receipt of payment.
Dutchess County	0.1	>100%	The favorable variance is primarily due to timing of receipt of payment.
CDOT Subsidies	(2.9)	-27.4%	The unfavorable variance is primarily due to timing.
City Subsidy to MTA Bus	(8.4)	-31.2%	The unfavorable variance is mostly timing related. Drawdowns are related to the timing of cash obligations for MTA Bus.

Year-to-Date

Cash Subsidies	Variance \$	Variance %	Explanations
Petroleum Business Tax	(7.1)	-13.1%	See explanation for the month.
MRT [®] 1 (Gross)	(1.2)	-8.2%	See explanation for the month.
MRT [®] 2 (Gross)	(0.8)	-10.9%	See explanation for the month.
Urban Tax	(32.8)	-100.0%	See explanation for the month.
Payroll Mobility Tax	(5.8)	-4.4%	See explanation for the month.
Westchester County	1.8	>100%	See explanation for the month.
Putnam County	0.1	>100%	See explanation for the month.
Dutchess County	0.1	>100%	See explanation for the month.
CDOT Subsidies	(2.9)	-27.4%	See explanation for the month.
City Subsidy to MTA Bus	(8.4)	-31.2%	See explanation for the month.

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2012 Adopted Budget
Total Positions by Function and Agency
January 2012

Function/Agency	Adopted Budget	Actual	Favorable/ (Unfavorable)
Administration	4,412	4,036	376
NYC Transit	1,982	1,850	132
Long Island Rail Road	631	614	17
Metro-North Railroad	509	471	38
Bridges & Tunnels	73	66	7
Headquarters	983	849	134
Staten Island Railway	22	27	(5)
Capital Construction Company	32	22	10
Bus Company	180	137	43
Operations	28,998	28,715	283
NYC Transit	21,646	21,520	126
Long Island Rail Road	2,121	2,088	33
Metro-North Railroad	2,099	2,015	84
Bridges & Tunnels	769	697	72
Headquarters	-	-	-
Staten Island Railway	95	92	3
Capital Construction Company	-	-	-
Bus Company	2,268	2,303	(35)
Maintenance	29,383	28,500	883
NYC Transit	20,541	20,120	421
Long Island Rail Road	3,674	3,563	111
Metro-North Railroad	3,574	3,273	301
Bridges & Tunnels	402	408	(6)
Headquarters	-	-	-
Staten Island Railway	155	143	12
Capital Construction Company	-	-	-
Bus Company	1,037	993	44
Engineering/Capital	1,704	1,710	(6)
NYC Transit	1,218	1,242	(24)
Long Island Rail Road	112	105	7
Metro-North Railroad	97	92	5
Bridges & Tunnels	148	136	12
Headquarters	-	-	-
Staten Island Railway	-	-	-
Capital Construction Company	91	101	(10)
Bus Company	38	34	4
Public Safety	1,572	1,516	56
NYC Transit	504	494	10
Long Island Rail Road	-	-	-
Metro-North Railroad	-	-	-
Bridges & Tunnels	274	270	4
Headquarters	782	740	42
Staten Island Railway	-	-	-
Capital Construction Company	-	-	-
Bus Company	12	12	-
Total Positions	66,069	64,477	1,592

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2012 Adopted Budget
Total Positions by Function and Agency
January 2012

Category	Adopted Budget	Actual	Favorable/ (Unfavorable)
Total Positions	66,069	64,477	1,592
NYC Transit	45,891	45,226	665
Long Island Rail Road	6,538	6,370	168
Metro-North Railroad	6,279	5,851	428
Bridges & Tunnels	1,666	1,577	89
Headquarters	1,765	1,589	176
Staten Island Railway	272	262	10
Capital Construction Company	123	123	-
Bus Company	3,535	3,479	56
Non-reimbursable	59,976	59,005	971
NYC Transit	41,220	41,049	171
Long Island Rail Road	5,933	5,681	252
Metro-North Railroad	5,747	5,518	229
Bridges & Tunnels	1,622	1,533	89
Headquarters	1,717	1,548	169
Staten Island Railway	269	259	10
Capital Construction Company	-	-	-
Bus Company	3,468	3,417	51
Reimbursable	6,093	5,472	621
NYC Transit	4,671	4,177	494
Long Island Rail Road	605	689	(84)
Metro-North Railroad	532	333	199
Bridges & Tunnels	44	44	-
Headquarters	48	41	7
Staten Island Railway	3	3	-
Capital Construction Company	123	123	-
Bus Company	67	62	5
Total Full Time	65,899	64,271	1,628
NYC Transit	45,737	45,033	704
Long Island Rail Road	6,538	6,370	168
Metro-North Railroad	6,278	5,850	428
Bridges & Tunnels	1,666	1,577	89
Headquarters	1,765	1,589	176
Staten Island Railway	272	262	10
Capital Construction Company	123	123	-
Bus Company	3,520	3,467	53
Total Full-Time Equivalents	170	206	(36)
NYC Transit	154	193	(39)
Long Island Rail Road	-	-	-
Metro-North Railroad	1	1	-
Bridges & Tunnels	-	-	-
Headquarters	-	-	-
Staten Island Railway	-	-	-
Capital Construction Company	-	-	-
Bus Company	15	12	3

Note: Totals may differ due to rounding

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2012 Adopted Budget
Total Positions by Function and Occupational Group
January 2012

FUNCTION/OCCUPATIONAL GROUP	Adopted Budget	Actual	Variance Favorable/ (Unfavorable)
Administration	4,412	4,036	376
Managers/Supervisors	1,566	1,444	122
Professional, Technical, Clerical	2,672	2,567	105
Operational Hourlies	174	25	149
Operations	28,998	28,715	283
Managers/Supervisors	3,196	3,098	98
Professional, Technical, Clerical	1,121	1,098	23
Operational Hourlies	24,681	24,519	162
Maintenance	29,383	28,500	883
Managers/Supervisors	4,723	4,534	189
Professional, Technical, Clerical	2,407	2,273	134
Operational Hourlies	22,253	21,693	560
Engineering/Capital	1,704	1,710	(6)
Managers/Supervisors	446	425	21
Professional, Technical, Clerical	1,256	1,283	(27)
Operational Hourlies	2	2	-
Public Safety	1,572	1,516	56
Managers/Supervisors	185	174	11
Professional, Technical, Clerical	139	127	12
Operational Hourlies	1,248	1,215	33
Total Positions	66,069	64,477	1,592
Managers/Supervisors	10,116	9,675	441
Professional, Technical, Clerical	7,595	7,348	247
Operational Hourlies	48,358	47,454	904

	<u>Current Month Stabilization Fund</u>			<u>Year to Date Stabilization Fund</u>		
	<u>Commuter</u>	<u>Transit</u>	<u>Total</u>	<u>Commuter</u>	<u>Transit</u>	<u>Total</u>
	<u>(General Fd)</u>	<u>(TA Stab)</u>		<u>(General Fd)</u>	<u>(TA Stab)</u>	
From Date	01/01/12	01/01/12	01/01/12	01/01/12	01/01/12	01/01/12
To Date	01/31/12	01/31/12	01/31/12	01/31/12	01/31/12	01/31/12
Opening Balance	\$164 354	\$100 873	\$265 228	\$164 354	\$100 873	\$265 228
RECEIPTS						
Interest Earnings	0 021	0 015	0 036	0 021	0 015	0 036
New York State						
State and regional mass transit taxes - MMTOA	0 000	0 000	0 000	0 000	0 000	0 000
MTTF	7 069	40 060	47 129	7 069	40 060	47 129
Total Dedicated Taxes Received	7 069	40 060	47 129	7 069	40 060	47 129
Less DTF Debt Service	7 069	32 942	40 011	7 069	32 942	40 011
Net Dedicated Taxes for Operations	0 000	7 117	7 117	0 000	7 117	7 117
Payroll Mobility Tax	0 000	0 000	0 000	0 000	0 000	0 000
MTA Aid Trust Taxes	0 000	0 000	0 000	0 000	0 000	0 000
Operating Assistance - 18b	0 000	0 000	0 000	0 000	0 000	0 000
NYS School Fares	0 000	0 000	0 000	0 000	0 000	0 000
Additional Mass Transp Operating Assistance	0 000	n/a	0 000	0 000	n/a	0 000
Total - New York State	\$0 000	\$7 117	\$7 117	\$0 000	\$7 117	\$7 117
Local						
Dutchess County						
Operating Assistance - 18b	\$0 095	n/a	\$0 095	\$0 095	n/a	\$0 095
Station Maintenance	0 000	n/a	0 000	0 000	n/a	0 000
Nassau County						
Operating Assistance - 18b	0 000	n/a	0 000	0 000	n/a	0 000
Station Maintenance	0 000	n/a	0 000	0 000	n/a	0 000
New York City						
Operating Assistance - 18b	0 000	0 000	0 000	0 000	0 000	0 000
Urban - Real Property & Mortgage Recording Tax	n/a	0 000	0 000	n/a	0 000	0 000
Additional Assistance New York City	n/a	0 000	0 000	n/a	0 000	0 000
Station Maintenance	0 000	n/a	0 000	0 000	n/a	0 000
Orange County						
Operating Assistance - 18b	0 037	n/a	0 037	0 037	n/a	0 037
Station Maintenance	0 000	n/a	0 000	0 000	n/a	0 000
Putnam County						
Operating Assistance - 18b	0 095	n/a	0 095	0 095	n/a	0 095
Station Maintenance	0 000	n/a	0 000	0 000	n/a	0 000
Rockland County						
Operating Assistance - 18b	0 007	n/a	0 007	0 007	n/a	0 007
Station Maintenance	0 000	n/a	0 000	0 000	n/a	0 000
Sulfolk County						
Operating Assistance - 18b	0 000	n/a	0 000	0 000	n/a	0 000
Station Maintenance	0 000	n/a	0 000	0 000	n/a	0 000
Westchester County						
Operating Assistance - 18b	1 836	n/a	1 836	1 836	n/a	1 836
Station Maintenance	0 000	n/a	0 000	0 000	n/a	0 000
Total - Local	\$2 070	\$0 000	\$2 070	\$2 070	\$0 000	\$2 070
MTA Bridges and Tunnels- Surplus Transfers	0 000	0 000	0 000	0 000	0 000	0 000
Total Subsidy and Other Receipts	\$2 0696	\$7 1174	\$9 1870	\$2 0696	\$7 1174	\$9 1870
MTA Sources for Interagency Loans						
B&T Necessary Reconstruction Reserve	\$0 000	\$0 000	\$0 000	\$0 000	\$0 000	\$0 000
MTA Capital Program - Non-Resolution Funds	0 000	0 000	0 000	0 000	0 000	0 000
MRT-2 Corporate Account	0 000	0 000	0 000	0 000	0 000	0 000
Revenue Anticipation Notes	0 000	0 000	0 000	0 000	0 000	0 000
Total Loans	\$0 000	\$0 000	\$0 000	\$0 000	\$0 000	\$0 000
Total Receipts and Loans Received	\$2 090	\$7 133	\$9 223	\$2 090	\$7 133	\$9 223

Continued on Next Page

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	<u>Current Month Stabilization Fund</u>			<u>Year to Date Stabilization Fund</u>		
	<u>Commuter</u>	<u>Transit</u>	<u>Total</u>	<u>Commuter</u>	<u>Transit</u>	<u>Total</u>
	<u>(General Fd)</u>	<u>(TA Stab)</u>		<u>(General Fd)</u>	<u>(TA Stab)</u>	
From Date	01/01/12	01/01/12	01/01/12	01/01/12	01/01/12	01/01/12
To Date	01/31/12	01/31/12	01/31/12	01/31/12	01/31/12	01/31/12
<u>Brought forward from prior page</u>						
Opening Balance	\$164 354	\$100 873	\$265 228	\$164 354	\$100 873	\$265 228
Total Receipts and Loans Received	2 090	7 133	9 223	2 090	7 133	9 223
Total Cash and Receipts Available	\$166 445	\$108 006	\$274 451	\$166 445	\$108 006	\$274 451
<u>DISBURSEMENTS</u>						
<u>Revenue Supported Debt Service</u>	34 402	52 941	87 343	34 402	52 941	87 343
<u>Agency Operations</u>						
MTA Long Island Railroad	42 288	0 000	42 288	42 288	0 000	42 288
MTA Metro-North Rail Road	29 398	0 000	29 398	29 398	0 000	29 398
MTA New York City Transit	0 000	0 000	0 000	0 000	0 000	0 000
MTA NYCT for SIRTOA	0 000	0 119	0 119	0 000	0 119	0 119
Capital Program Contribution	0 000	0 000	0 000	0 000	0 000	0 000
Forward Energy Contracts	0 000	0 000	0 000	0 000	0 000	0 000
Capital Security Account	0 000	0 000	0 000	0 000	0 000	0 000
Repayment of GASB Loans	0 000	0 000	0 000	0 000	0 000	0 000
Total Debt Service and Operations	\$106 088	\$53 060	\$159 148	\$106 088	\$53 060	\$159 148
<u>Repayment of Interagency Loans</u>						
B&T Necessary Reconstruction Reserve	0 000	0 000	0 000	0 000	0 000	0 000
MTA Capital Program - Non-Resolution Funds	0 000	0 000	0 000	0 000	0 000	0 000
MRT-2 Corporate Account	0 000	0 000	0 000	0 000	0 000	0 000
Revenue Anticipation Notes	0 000	0 000	0 000	0 000	0 000	0 000
Total Loans Payback	\$0 000	\$0 000	\$0 000	\$0 000	\$0 000	\$0 000
Total Disbursements	\$106 088	\$53 060	\$159 148	\$106 088	\$53 060	\$159 148
<u>STABILIZATION FUND BALANCE</u>	\$60 357	\$54 946	\$115 303	\$60 357	\$54 946	\$115 303
<u>Ending Loan Balances</u>						
B&T Necessary Reconstruction Reserve	0 000	0 000	0 000	0 000	0 000	0 000
MTA Capital Program - Non-Resolution Funds	155 000	345 000	500 000	155 000	345 000	500 000
MRT-2 Corporate Account	0 000	0 000	0 000	0 000	0 000	0 000
Revenue Anticipation Notes	0 000	0 000	0 000	0 000	0 000	0 000
	\$155 000	\$345 000	\$500 000	\$155 000	\$345 000	\$500 000
<u>End of Month NYCT Operating Fund borrowing from MTA Invest Pool not included in Ending Loan Balances above</u>	n/a	\$253 634	\$253 634	n/a	\$253 634	\$253 634
<u>Total Loan Balances (including negative Operating and Stabilization Fund Balances)</u>				\$155 000	\$598 634	\$753 634

METROPOLITAN TRANSPORTATION AUTHORITY
FAREBOX RECOVERY AND FAREBOX OPERATING RATIOS
2012 ADOPTED BUDGET AND ACTUALS
JANUARY 2012

FAREBOX RECOVERY RATIOS		
	2012 <u>Adopted Budget</u>	2012 <u>YTD Actual</u>
New York City Transit	37.9%	43.3%
Staten Island Railway	12.0%	12.7%
Long Island Rail Road	29.4%	29.4%
Metro-North Railroad	39.6%	43.3%
Bus Company	<u>30.2%</u>	<u>27.8%</u>
MTA Agency Average	36.5%	40.2%
FAREBOX OPERATING RATIOS		
	2012 <u>Adopted Budget</u>	2012 <u>YTD Actual</u>
New York City Transit	56.6%	59.2%
Staten Island Railway	18.1%	20.7%
Long Island Rail Road	44.5%	44.0%
Metro-North Railroad	58.4%	59.5%
Bus Company	<u>36.6%</u>	<u>33.3%</u>
MTA Agency Average	53.9%	55.3%

Farebox recovery ratio has a long-term focus. It includes costs that are not funded in the current year, except in an accounting-ledger sense, but are, in effect, passed on to future years. Those costs include depreciation and interest on long-term debt. Approximately 20% (and sometimes more) of MTA costs are not recovered in the current year from farebox revenues, other operating revenues or subsidies. That is why MTA operating statements generally show deficits. In addition, the recovery ratio allocates centralized MTA services to the Agencies, such as Security, the costs of the Inspector General, Civil Rights, Audit, Risk Management, Legal and Shared Services.

Farebox operating ratio focuses on Agency operating financial performance. It reflects the way MTA meets its statutory and bond-covenant budget-balancing requirements, and it excludes certain cost that are not subject to Agency control, but are provided centrally by MTA.



Metropolitan Transportation Authority

State of New York

New York City Transit
Long Island Rail Road
Metro-North Railroad
Bridges and Tunnels
Bus Company

Report on Revenue Passengers and Vehicles Ridership Data Thru January, 2012

NOTE: Ridership data are preliminary and subject to revision as well as adjustments warranted by annual audit review.

As of December 31, 2011 Nassau County transferred LI Bus operation to a private entity. As a result, LI Bus operations are not included in this report.

**Prepared by:
MTA Division of Management & Budgets**

Monday March 05, 2012

Metropolitan Transportation Authority

January

Revenue Passengers	2010	2011	Percent Change	2012	Percent Change
MTA New York City Transit	180,082,870	178,374,136	-0.95%	186,011,842	4.28%
MTA New York City Subway	124,549,460	127,637,258	2.48%	132,772,387	4.02%
MTA New York City Bus	55,533,410	50,736,878	-8.64%	53,239,455	4.93%
MTA Bus Company	9,371,140	8,948,729	-4.51%	9,580,555	7.06%
MTA Staten Island Railway	338,263	356,386	5.36%	385,600	8.20%
MTA Long Island Rail Road	6,247,660	5,890,855	-5.71%	6,431,658	9.18%
MTA Metro-North Railroad	6,057,658	6,058,385	0.01%	6,548,634	8.09%
<i>East of Hudson</i>	5,917,527	5,916,958	-0.01%	6,419,038	8.49%
Harlem Line	1,996,515	1,975,045	-1.08%	2,131,152	7.90%
Hudson Line	1,154,801	1,159,493	0.41%	1,230,432	6.12%
New Haven Line	2,766,211	2,782,420	0.59%	3,057,454	9.88%
<i>West of Hudson</i>	140,131	141,427	0.92%	129,596	-8.37%
Port Jervis line	98,769	96,984	-1.81%	80,570	-16.92%
Pascack Valley Line	41,362	44,443	7.45%	49,026	10.31%
MTA Bridges & Tunnels	22,330,921	20,408,730	-8.61%	21,737,036	6.51%
Total All Agencies	202,097,591	199,628,491	-1.22%	208,958,289	4.67%
(Excludes Bridges and Tunnels)					
Weekdays:	19	20		20	
Holidays:	2	1		2	
Weekend Days	10	10		9	
Days:	31	31		31	

Monday, March 05, 2012

Metropolitan Transportation Authority

January

Revenue Passengers Year to Date	2010	2011	Percent Change	2012	Percent Change
MTA New York City Transit	180,082,870	178,374,136	-0.95%	186,011,842	4.28%
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(Excludes Bridges and Tunnels)					
Weekdays:	19	20		20	
Holidays:	2	1		2	
Weekend Days	10	10		9	
Days:	31	31		31	

Monday, March 05, 2012

Metropolitan Transportation Authority

January

12 Month Averages	2010	2011	Percent Change	2012	Percent Change
MTA New York City Transit	191,837,331	191,617,723	-0.11%	192,782,077	0.61%
MTA New York City Subway	131,522,192	133,940,485	1.84%	137,130,817	2.38%
MTA New York City Bus	60,315,140	57,677,238	-4.37%	55,651,261	-3.51%
MTA Bus Company	9,992,552	9,983,705	-0.09%	9,909,427	-0.74%
MTA Staten Island Railway	343,143	365,701	6.57%	384,389	5.11%
MTA Long Island Rail Road	6,880,250	6,766,575	-1.65%	6,793,651	0.40%
MTA Metro-North Railroad	6,635,337	6,758,035	1.85%	6,877,336	1.77%
<i>East of Hudson</i>	6,476,421	6,600,865	1.92%	6,738,872	2.09%
Harlem Line	2,171,309	2,184,137	0.59%	2,210,021	1.19%
Hudson Line	1,285,984	1,305,064	1.48%	1,319,253	1.09%
New Haven Line	3,019,128	3,111,664	3.06%	3,209,597	3.15%
<i>West of Hudson</i>	158,916	157,170	-1.10%	138,465	-11.90%
Port Jervis line	113,937	109,435	-3.95%	89,401	-18.31%
Pascack Valley Line	44,978	47,736	6.13%	49,064	2.78%
MTA Bridges & Tunnels	24,312,656	24,149,337	-0.67%	23,736,157	-1.71%
Total All Agencies	215,688,613	215,491,739	-0.09%	216,533,523	0.48%
(Excludes Bridges and Tunnels)					
Weekdays:	19	20		20	
Holidays:	2	1		2	
Weekend Days	10	10		9	
Days:	31	31		31	

Monday, March 05, 2012

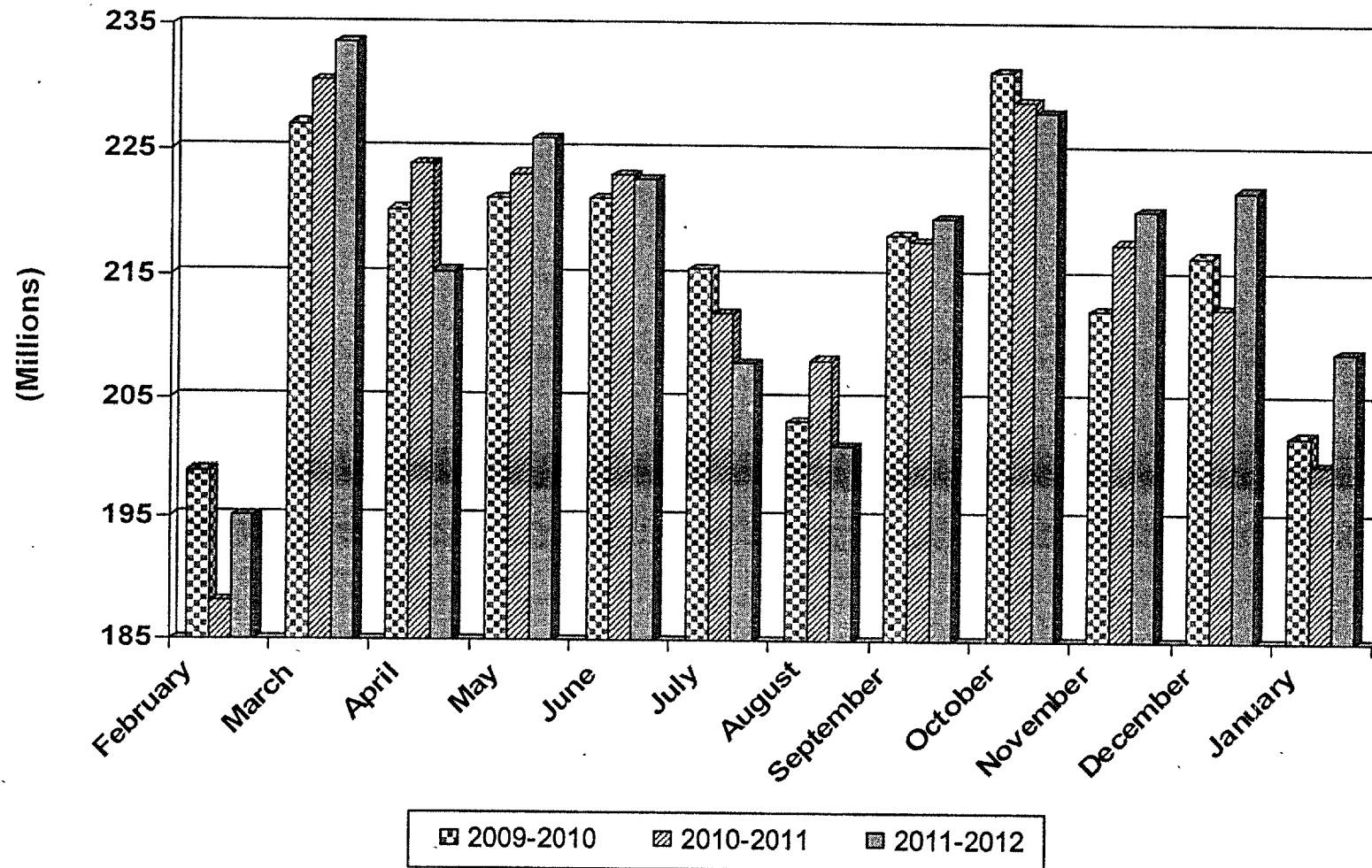
Metropolitan Transportation Authority

January

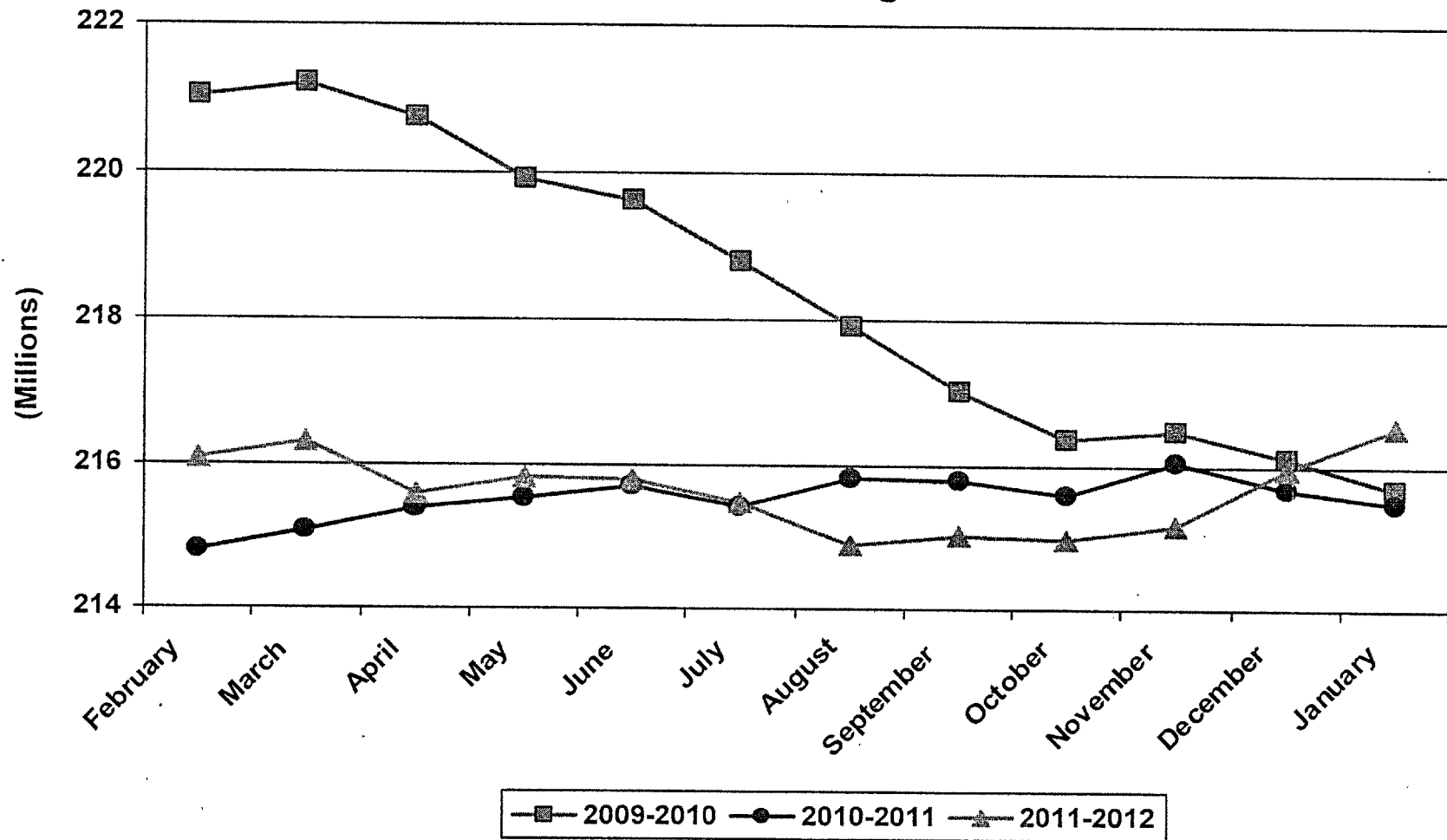
Average Weekday Passengers	2010	2011	Percent Change	2012	Percent Change
MTA New York City Transit	7,129,049	6,844,587	-3.99%	7,175,519	4.83%
MTA New York City Subway	4,925,418	4,892,799	-0.66%	5,111,492	4.47%
MTA New York City Bus	2,203,631	1,951,788	-11.43%	2,064,027	5.75%
MTA Bus Company	384,035	353,022	-8.08%	380,050	7.66%
MTA Staten Island Railway	15,203	15,224	0.14%	16,555	8.74%
MTA Long Island Rail Road	272,255	269,444	-1.03%	281,448	4.46%
MTA Metro-North Railroad	264,201	264,246	0.02%	274,765	3.98%
<i>East of Hudson</i>	256,833	256,810	-0.01%	268,282	4.47%
Harlem Line	87,248	86,168	-1.24%	89,606	3.99%
Hudson Line	50,220	50,319	0.20%	51,444	2.24%
New Haven Line	119,365	120,323	0.80%	127,232	5.74%
<i>West of Hudson</i>	7,368	7,436	0.92%	6,483	-12.82%
Port Jervis line	5,192	5,098	-1.81%	4,031	-20.93%
Pascack Valley Line	2,176	2,338	7.44%	2,452	4.88%
MTA Bridges & Tunnels	767,460	682,304	-11.10%	747,300	9.53%
Total All Agencies	8,064,743	7,746,524	-3.95%	8,128,337	4.93%
(Excludes Bridges and Tunnels)					
Weekdays:	19	20		20	
Holidays:	2	1		2	
Weekend Days	10	10		9	
Days:	31	31		31	

Monday, March 05, 2012

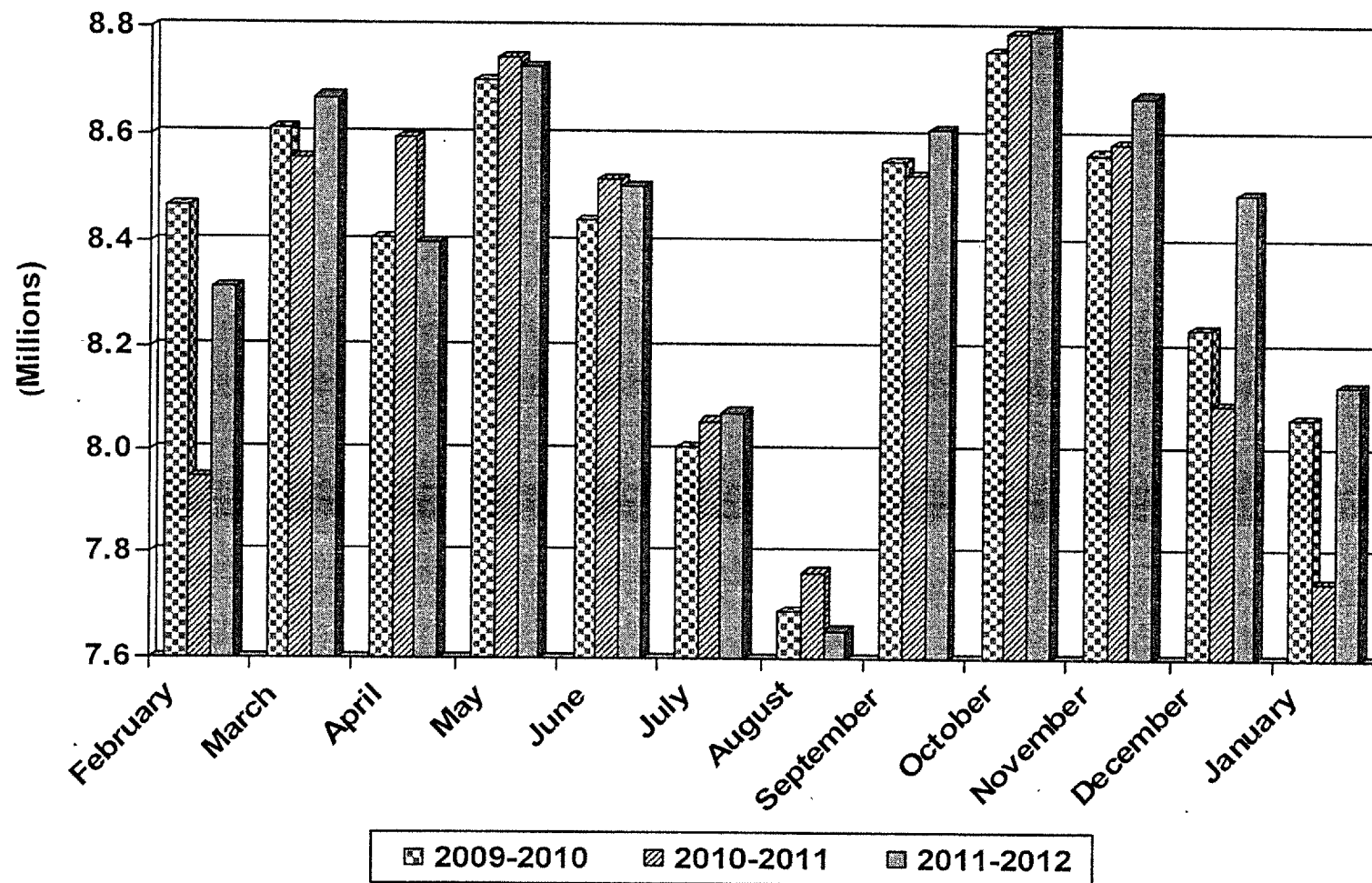
Metropolitan Transportation Authority Revenue Passengers



Metropolitan Transportation Authority 12 Month Averages



Metropolitan Transportation Authority Average Weekday Passengers



Metropolitan Transportation Authority

Revenue Passengers

Service Month	2009-2010	2010-2011	Percentage Change	2011-2012	Percentage Change
February	198,864,782	188,151,877	-5.39%	195,117,125	3.70%
March	227,060,076	230,569,713	1.55%	233,530,153	1.28%
April	220,271,140	223,935,468	1.66%	215,359,706	-3.83%
May	221,205,945	223,140,121	0.87%	225,993,773	1.28%
June	221,162,472	223,103,562	0.88%	222,752,375	-0.16%
July	215,573,962	212,066,298	-1.63%	207,985,788	-1.92%
August	203,247,645	208,201,066	2.44%	201,155,187	-3.38%
September	218,289,545	217,861,963	-0.20%	219,645,196	0.82%
October	231,413,017	229,020,391	-1.03%	228,204,933	-0.36%
November	212,377,004	217,697,861	2.51%	220,298,738	1.19%
December	216,700,171	212,524,052	-1.93%	221,961,289	4.44%
January	202,097,591	199,628,491	-1.22%	208,958,289	4.67%
12 Month Ave	215,688,613	215,491,739	-0.09%	216,533,523	0.48%
Year-to-Date	202,097,591	199,628,491	-1.22%	208,958,289	4.67%

12 Month Averages

Service Month	2009-2010	2010-2011	Percentage Change	2011-2012	Percentage Change
February	221,015,254	214,795,870	-2.81%	216,072,176	0.59%
March	221,194,556	215,088,340	-2.76%	216,318,879	0.57%
April	220,731,903	215,393,701	-2.42%	215,604,232	0.10%
May	219,908,527	215,554,882	-1.98%	215,842,037	0.13%
June	219,627,123	215,716,640	-1.78%	215,812,771	0.04%
July	218,795,959	215,424,334	-1.54%	215,472,729	0.02%
August	217,918,385	215,837,119	-0.96%	214,885,572	-0.44%
September	217,033,871	215,801,488	-0.57%	215,034,175	-0.36%
October	216,363,243	215,602,102	-0.35%	214,966,220	-0.29%
November	216,476,649	216,045,507	-0.20%	215,182,960	-0.40%
December	216,108,986	215,697,487	-0.19%	215,969,396	0.13%
January	215,688,613	215,491,739	-0.09%	216,533,523	0.48%

Average Weekday Passengers

Service Month	2009-2010	2010-2011	Percentage Change	2011-2012	Percentage Change
February	8,466,900	7,949,176	-6.11%	8,315,195	4.60%
March	8,610,406	8,556,327	-0.63%	8,669,386	1.32%
April	8,408,764	8,594,113	2.20%	8,398,302	-2.28%
May	8,701,783	8,743,836	0.48%	8,725,524	-0.21%
June	8,442,011	8,518,239	0.90%	8,506,573	-0.14%
July	8,007,692	8,057,781	0.63%	8,074,383	0.21%
August	7,690,743	7,764,501	0.96%	7,654,456	-1.42%
September	8,553,572	8,527,032	-0.31%	8,611,764	0.99%
October	8,755,500	8,789,906	0.39%	8,793,243	0.04%
November	8,567,163	8,586,114	0.22%	8,673,295	1.02%
December	8,239,048	8,088,436	-1.83%	8,494,073	5.02%
January	8,064,743	7,746,524	-3.95%	8,128,337	4.93%

MTA New York City Transit

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	177,391,460	167,702,719	-5.46%	174,315,460	3.94%
March	202,254,095	205,362,791	1.54%	208,218,804	1.39%
April	196,000,595	199,272,046	1.67%	191,839,355	-3.73%
May	197,179,860	198,755,061	0.80%	201,322,443	1.29%
June	196,112,489	197,916,535	0.92%	197,684,348	-0.12%
July	191,298,798	187,797,149	-1.83%	184,243,874	-1.89%
August	180,042,932	184,255,088	2.34%	178,166,924	-3.30%
September	194,082,586	193,582,215	-0.26%	195,244,293	0.86%
October	206,104,049	204,007,805	-1.02%	203,261,681	-0.37%
November	188,959,292	193,742,558	2.53%	195,962,652	1.15%
December	192,538,951	188,644,573	-2.02%	197,113,252	4.49%
January	180,082,870	178,374,136	-0.95%	186,011,842	4.28%
12 Month Ave	191,837,331	191,617,723	-0.11%	192,782,077	0.61%
Year-to-Date	180,082,870	178,374,136	-0.95%	186,011,842	4.28%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	196,464,959	191,029,936	-2.77%	192,168,785	0.60%
March	196,613,278	191,288,994	-2.71%	192,406,786	0.58%
April	196,196,709	191,561,615	-2.36%	191,787,395	0.12%
May	195,470,869	191,692,882	-1.93%	192,001,343	0.16%
June	195,207,463	191,843,219	-1.72%	191,981,995	0.07%
July	194,507,758	191,551,415	-1.52%	191,685,888	0.07%
August	193,739,982	191,902,428	-0.95%	191,178,541	-0.38%
September	192,965,097	191,860,731	-0.57%	191,317,048	-0.28%
October	192,413,749	191,686,044	-0.38%	191,254,871	-0.22%
November	192,499,817	192,084,649	-0.22%	191,439,879	-0.34%
December	192,194,850	191,760,118	-0.23%	192,145,602	0.20%
January	191,837,331	191,617,723	-0.11%	192,782,077	0.61%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	7,503,501	7,033,952	-6.26%	7,381,871	4.95%
March	7,629,537	7,587,902	-0.55%	7,698,602	1.46%
April	7,444,221	7,613,298	2.27%	7,440,153	-2.27%
May	7,701,004	7,734,333	0.43%	7,728,432	-0.08%
June	7,451,057	7,523,882	0.98%	7,516,270	-0.10%
July	7,066,668	7,092,620	0.37%	7,104,703	0.17%
August	6,774,185	6,837,402	0.93%	6,758,450	-1.15%
September	7,562,646	7,535,550	-0.36%	7,616,195	1.07%
October	7,757,513	7,778,564	0.27%	7,785,087	0.08%
November	7,559,289	7,582,992	0.31%	7,657,054	0.98%
December	7,285,619	7,144,832	-1.93%	7,496,997	4.93%
January	7,129,049	6,844,587	-3.99%	7,175,519	4.83%

MTA New York City Subway

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	120,413,100	116,664,456	-3.11%	124,055,125	6.33%
March	136,701,202	141,662,474	3.63%	146,487,199	3.41%
April	133,799,644	137,500,468	2.77%	136,237,054	-0.92%
May	133,432,316	136,822,538	2.54%	141,880,529	3.70%
June	134,648,137	137,818,880	2.35%	140,586,973	2.01%
July	132,724,155	131,521,063	-0.91%	131,263,668	-0.20%
August	124,224,421	129,371,938	4.14%	127,893,199	-1.14%
September	132,833,276	134,732,986	1.43%	138,489,313	2.79%
October	140,846,909	142,035,154	0.84%	144,166,578	1.50%
November	129,502,770	135,682,453	4.77%	139,668,952	2.94%
December	134,590,912	135,836,148	0.93%	142,068,824	4.59%
January	124,549,460	127,637,258	2.48%	132,772,387	4.02%
12 Month Ave	131,522,192	133,940,485	1.84%	137,130,817	2.38%
Year-to-Date	124,549,460	127,637,258	2.48%	132,772,387	4.02%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	134,486,947	131,209,805	-2.44%	134,556,374	2.55%
March	134,502,398	131,623,244	-2.14%	134,958,434	2.53%
April	134,221,196	131,931,646	-1.71%	134,853,150	2.21%
May	133,664,068	132,214,165	-1.08%	135,274,649	2.31%
June	133,495,449	132,478,393	-0.76%	135,505,323	2.28%
July	133,068,516	132,378,136	-0.52%	135,483,874	2.35%
August	132,522,804	132,807,095	0.21%	135,360,646	1.92%
September	132,057,412	132,965,405	0.69%	135,673,673	2.04%
October	131,689,412	133,064,425	1.04%	135,851,291	2.09%
November	131,757,665	133,579,399	1.38%	136,183,500	1.95%
December	131,655,550	133,683,168	1.54%	136,702,889	2.26%
January	131,522,192	133,940,485	1.84%	137,130,817	2.38%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	5,122,914	4,907,727	-4.20%	5,260,405	7.19%
March	5,177,575	5,235,369	1.12%	5,423,118	3.59%
April	5,094,917	5,258,453	3.21%	5,295,535	0.71%
May	5,231,857	5,332,941	1.93%	5,450,246	2.20%
June	5,128,650	5,249,681	2.36%	5,355,314	2.01%
July	4,929,014	4,998,748	1.41%	5,097,919	1.98%
August	4,707,751	4,826,516	2.52%	4,863,820	0.77%
September	5,184,454	5,256,598	1.39%	5,415,945	3.03%
October	5,311,422	5,419,113	2.03%	5,519,975	1.86%
November	5,190,638	5,307,376	2.25%	5,454,856	2.78%
December	5,082,646	5,137,650	1.08%	5,392,467	4.96%
January	4,925,418	4,892,799	-0.66%	5,111,492	4.47%

MTA New York City Bus

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	56,978,360	51,038,263	-10.43%	50,260,335	-1.52%
March	65,552,893	63,700,317	-2.83%	61,731,605	-3.09%
April	62,200,951	61,771,578	-0.69%	55,602,301	-9.99%
May	63,747,544	61,932,523	-2.85%	59,441,914	-4.02%
June	61,464,352	60,097,655	-2.22%	57,097,375	-4.99%
July	58,574,643	56,276,086	-3.92%	52,980,206	-5.86%
August	55,818,511	54,883,150	-1.68%	50,273,725	-8.40%
September	61,249,310	58,849,229	-3.92%	56,754,980	-3.56%
October	65,257,140	61,972,651	-5.03%	59,095,103	-4.64%
November	59,456,522	58,060,105	-2.35%	56,293,700	-3.04%
December	57,948,039	52,808,425	-8.87%	55,044,428	4.23%
January	55,533,410	50,736,878	-8.64%	53,239,455	4.93%
12 Month Ave	60,315,140	57,677,238	-4.37%	55,651,261	-3.51%
Year-to-Date	55,533,410	50,736,878	-8.64%	53,239,455	4.93%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	61,978,011	59,820,132	-3.48%	57,612,411	-3.69%
March	62,110,881	59,665,750	-3.94%	57,448,352	-3.72%
April	61,975,514	59,629,969	-3.78%	56,934,245	-4.52%
May	61,806,801	59,478,717	-3.77%	56,726,695	-4.63%
June	61,712,014	59,364,826	-3.80%	56,476,671	-4.87%
July	61,439,242	59,173,280	-3.69%	56,202,015	-5.02%
August	61,217,178	59,095,333	-3.47%	55,817,896	-5.55%
September	60,907,685	58,895,326	-3.30%	55,643,375	-5.52%
October	60,724,337	58,621,619	-3.46%	55,403,579	-5.49%
November	60,742,153	58,505,251	-3.68%	55,256,379	-5.55%
December	60,539,300	58,076,949	-4.07%	55,442,713	-4.54%
January	60,315,140	57,677,238	-4.37%	55,651,261	-3.51%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	2,380,587	2,126,225	-10.68%	2,121,466	-0.22%
March	2,451,962	2,352,533	-4.06%	2,275,484	-3.28%
April	2,349,304	2,354,845	0.24%	2,144,618	-8.93%
May	2,469,147	2,401,392	-2.74%	2,278,186	-5.13%
June	2,322,407	2,274,201	-2.08%	2,160,956	-4.98%
July	2,137,654	2,093,872	-2.05%	2,006,784	-4.16%
August	2,066,434	2,010,886	-2.69%	1,894,630	-5.78%
September	2,378,192	2,278,952	-4.17%	2,200,250	-3.45%
October	2,446,091	2,359,451	-3.54%	2,265,112	-4.00%
November	2,368,651	2,275,616	-3.93%	2,202,198	-3.23%
December	2,202,973	2,007,182	-8.89%	2,104,530	4.85%
January	2,203,631	1,951,788	-11.43%	2,064,027	5.75%

MTA Bus Company

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	9,199,146	8,639,731	-6.08%	8,807,613	1.94%
March	10,664,966	10,863,886	1.87%	10,784,536	-0.73%
April	10,122,476	10,513,925	3.87%	9,697,309	-7.77%
May	10,343,294	10,538,187	1.88%	10,577,404	0.37%
June	10,177,844	10,362,337	1.81%	10,157,752	-1.97%
July	9,665,572	9,709,091	0.45%	9,359,912	-3.60%
August	9,209,826	9,598,938	4.22%	9,112,914	-5.06%
September	10,245,840	10,213,437	-0.32%	10,147,416	-0.65%
October	10,971,456	10,772,444	-1.81%	10,571,255	-1.87%
November	10,046,931	10,198,423	1.51%	10,166,855	-0.31%
December	9,892,130	9,445,337	-4.52%	9,949,597	5.34%
January	9,371,140	8,948,729	-4.51%	9,580,555	7.06%
12 Month Ave	9,992,552	9,983,705	-0.09%	9,909,427	-0.74%
Year-to-Date	9,371,140	8,948,729	-4.51%	9,580,555	7.06%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	10,088,679	9,945,934	-1.41%	9,997,696	0.52%
March	10,131,988	9,962,511	-1.67%	9,991,083	0.29%
April	10,122,643	9,995,131	-1.26%	9,923,032	-0.72%
May	10,110,323	10,011,372	-0.98%	9,926,300	-0.85%
June	10,119,283	10,026,747	-0.91%	9,909,251	-1.17%
July	10,083,848	10,030,373	-0.53%	9,880,153	-1.50%
August	10,047,022	10,062,799	0.16%	9,839,651	-2.22%
September	10,001,003	10,060,099	0.59%	9,834,149	-2.25%
October	9,978,445	10,043,515	0.65%	9,817,383	-2.25%
November	10,009,579	10,056,139	0.47%	9,814,753	-2.40%
December	9,999,375	10,018,906	0.20%	9,856,774	-1.62%
January	9,992,552	9,983,705	-0.09%	9,909,427	-0.74%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	398,146	371,860	-6.60%	382,662	2.90%
March	411,621	410,253	-0.33%	406,662	-0.88%
April	393,193	409,886	4.25%	383,699	-6.39%
May	414,846	419,911	1.22%	416,250	-0.87%
June	393,530	399,709	1.57%	392,545	-1.79%
July	361,991	371,177	2.54%	365,281	-1.59%
August	351,930	360,375	2.40%	349,686	-2.97%
September	408,988	405,532	-0.85%	403,218	-0.57%
October	422,463	421,441	-0.24%	415,028	-1.52%
November	411,985	409,255	-0.66%	405,717	-0.86%
December	384,693	368,375	-4.24%	389,201	5.65%
January	384,035	353,022	-8.08%	380,050	7.66%

MTA Staten Island Railway

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	310,481	309,924	-0.18%	333,719	7.68%
March	371,056	397,677	7.17%	427,999	7.62%
April	340,280	380,950	11.95%	366,489	-3.80%
May	345,273	372,053	7.76%	406,054	9.14%
June	358,940	386,819	7.77%	404,083	4.46%
July	322,378	328,874	2.02%	327,303	-0.48%
August	288,741	325,403	12.70%	333,401	2.46%
September	358,930	379,483	5.73%	405,022	6.73%
October	387,062	408,020	5.41%	425,857	4.37%
November	352,352	383,064	8.72%	405,710	5.91%
December	343,956	359,753	4.59%	391,429	8.80%
January	338,263	356,386	5.36%	385,600	8.20%
12 Month Ave	343,143	365,701	6.57%	384,389	5.11%
Year-to-Date	338,263	356,386	5.36%	385,600	8.20%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	359,085	343,096	-4.45%	367,683	7.17%
March	359,328	345,315	-3.90%	370,210	7.21%
April	356,814	348,704	-2.27%	369,005	5.82%
May	354,204	350,936	-0.92%	371,839	5.96%
June	353,148	353,259	0.03%	373,277	5.67%
July	351,423	353,800	0.68%	373,146	5.47%
August	349,689	356,855	2.05%	373,813	4.75%
September	346,273	358,568	3.55%	375,941	4.85%
October	344,181	360,315	4.69%	377,428	4.75%
November	345,187	362,874	5.12%	379,315	4.53%
December	343,928	364,190	5.89%	381,954	4.88%
January	343,143	365,701	6.57%	384,389	5.11%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	14,864	14,600	-1.78%	15,698	7.52%
March	15,592	15,962	2.37%	17,125	7.29%
April	14,256	15,838	11.10%	15,562	-1.74%
May	15,385	16,238	5.54%	17,127	5.47%
June	14,955	15,922	6.47%	16,610	4.32%
July	12,963	13,507	4.20%	13,821	2.32%
August	12,082	13,002	7.61%	13,291	2.22%
September	15,519	16,136	3.98%	17,244	6.87%
October	16,124	17,241	6.93%	18,063	4.77%
November	15,818	16,414	3.77%	17,302	5.41%
December	14,334	15,030	4.86%	16,526	9.95%
January	15,203	15,224	0.14%	16,555	8.74%

MTA Long Island Rail Road

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	6,086,638	5,811,552	-4.52%	5,836,491	0.43%
March	7,007,440	7,007,149	0.00%	7,031,512	0.35%
April	7,042,760	6,931,286	-1.58%	6,651,960	-4.03%
May	6,794,737	6,743,764	-0.75%	6,739,212	-0.07%
June	7,478,422	7,279,744	-2.66%	7,178,901	-1.39%
July	7,286,295	7,238,718	-0.65%	7,042,470	-2.71%
August	7,154,348	7,108,665	-0.64%	6,837,184	-3.82%
September	6,932,125	6,834,199	-1.41%	6,887,995	0.79%
October	6,997,677	6,804,525	-2.76%	6,903,268	1.45%
November	6,532,672	6,563,349	0.47%	6,815,374	3.84%
December	7,002,228	6,985,089	-0.24%	7,167,781	2.62%
January	6,247,660	5,890,855	-5.71%	6,431,658	9.18%
12 Month Ave	6,880,250	6,766,575	-1.65%	6,793,651	0.40%
Year-to-Date	6,247,660	5,890,855	-5.71%	6,431,658	9.18%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	7,198,772	6,857,326	-4.74%	6,768,653	-1.29%
March	7,186,948	6,857,302	-4.59%	6,770,683	-1.26%
April	7,168,858	6,848,013	-4.48%	6,747,406	-1.47%
May	7,126,244	6,843,765	-3.96%	6,747,027	-1.41%
June	7,113,631	6,827,208	-4.03%	6,738,623	-1.30%
July	7,060,054	6,823,244	-3.35%	6,722,269	-1.48%
August	7,026,650	6,819,437	-2.95%	6,699,646	-1.76%
September	6,994,546	6,811,276	-2.62%	6,704,129	-1.57%
October	6,946,310	6,795,180	-2.18%	6,712,357	-1.22%
November	6,943,609	6,797,737	-2.10%	6,733,359	-0.95%
December	6,912,571	6,796,308	-1.68%	6,748,584	-0.70%
January	6,880,250	6,766,575	-1.65%	6,793,651	0.40%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	282,103	269,143	-4.59%	270,350	0.45%
March	282,315	271,905	-3.69%	273,253	0.50%
April	283,532	278,901	-1.63%	278,587	-0.11%
May	295,265	291,072	-1.42%	280,553	-3.61%
June	299,030	290,508	-2.85%	287,735	-0.95%
July	288,334	296,549	2.85%	300,068	1.19%
August	286,800	280,172	-2.31%	266,920	-4.73%
September	289,942	285,944	-1.38%	288,504	0.90%
October	282,319	285,328	1.07%	288,692	1.18%
November	295,964	287,221	-2.95%	298,001	3.75%
December	280,003	279,299	-0.25%	296,869	6.29%
January	272,255	269,444	-1.03%	281,448	4.46%

MTA Metro-North Railroad

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	5,877,057	5,687,951	-3.22%	5,823,842	2.39%
March	6,762,519	6,938,210	2.60%	7,067,303	1.86%
April	6,765,029	6,837,261	1.07%	6,804,593	-0.48%
May	6,542,782	6,731,056	2.88%	6,948,660	3.23%
June	7,034,778	7,158,126	1.75%	7,327,291	2.36%
July	7,000,919	6,992,466	-0.12%	7,012,229	0.28%
August	6,551,798	6,912,973	5.51%	6,704,764	-3.01%
September	6,670,065	6,852,629	2.74%	6,960,470	1.57%
October	6,952,772	7,027,596	1.08%	7,042,872	0.22%
November	6,485,758	6,810,467	5.01%	6,948,147	2.02%
December	6,922,906	7,089,300	2.40%	7,339,230	3.53%
January	6,057,658	6,058,385	0.01%	6,548,634	8.09%
12 Month Ave	6,635,337	6,758,035	1.85%	6,877,336	1.77%
Year-to-Date	6,057,658	6,058,385	0.01%	6,548,634	8.09%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	6,903,760	6,619,578	-4.12%	6,769,359	2.26%
March	6,903,013	6,634,219	-3.89%	6,780,117	2.20%
April	6,886,879	6,640,238	-3.58%	6,777,395	2.07%
May	6,846,887	6,655,928	-2.79%	6,795,528	2.10%
June	6,833,596	6,666,207	-2.45%	6,809,625	2.15%
July	6,792,876	6,665,502	-1.88%	6,811,272	2.19%
August	6,755,044	6,695,600	-0.88%	6,793,922	1.47%
September	6,726,953	6,710,814	-0.24%	6,802,908	1.37%
October	6,680,558	6,717,049	0.55%	6,804,181	1.30%
November	6,678,456	6,744,108	0.98%	6,815,655	1.06%
December	6,658,262	6,757,974	1.50%	6,836,482	1.16%
January	6,635,337	6,758,035	1.85%	6,877,336	1.77%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	268,285	259,621	-3.23%	264,614	1.92%
March	271,340	270,305	-0.38%	273,743	1.27%
April	273,562	276,191	0.96%	280,302	1.49%
May	275,283	282,281	2.54%	283,162	0.31%
June	283,438	288,218	1.69%	293,413	1.80%
July	277,735	283,928	2.23%	290,510	2.32%
August	265,745	273,549	2.94%	266,109	-2.72%
September	276,477	283,870	2.67%	286,603	0.96%
October	277,081	287,333	3.70%	286,373	-0.33%
November	284,106	290,232	2.16%	293,791	1.23%
December	274,400	280,900	2.37%	294,479	4.83%
January	264,201	264,246	0.02%	274,765	3.98%

East of Hudson

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	5,731,572	5,556,169	-3.06%	5,685,834	2.33%
March	6,593,183	6,769,641	2.68%	6,896,269	1.87%
April	6,600,645	6,675,240	1.13%	6,648,157	-0.41%
May	6,387,435	6,580,762	3.03%	6,788,759	3.16%
June	6,864,270	6,992,372	1.87%	7,164,509	2.46%
July	6,830,791	6,832,493	0.02%	6,854,351	0.32%
August	6,392,629	6,747,243	5.55%	6,551,648	-2.90%
September	6,511,692	6,693,644	2.79%	6,860,460	2.49%
October	6,788,990	6,867,305	1.15%	6,945,233	1.13%
November	6,336,672	6,654,086	5.01%	6,851,079	2.96%
December	6,761,647	6,924,466	2.41%	7,201,122	4.00%
January	5,917,527	5,916,958	-0.01%	6,419,038	8.49%
12 Month Ave	6,476,421	6,600,865	1.92%	6,738,872	2.09%
Year-to-Date	5,917,527	5,916,958	-0.01%	6,419,038	8.49%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	6,731,332	6,461,804	-4.00%	6,611,670	2.32%
March	6,730,573	6,476,509	-3.77%	6,622,223	2.25%
April	6,715,004	6,482,725	-3.46%	6,619,966	2.12%
May	6,677,215	6,498,836	-2.67%	6,637,299	2.13%
June	6,665,183	6,509,511	-2.34%	6,651,644	2.18%
July	6,626,236	6,509,653	-1.76%	6,653,465	2.21%
August	6,590,041	6,539,204	-0.77%	6,637,166	1.50%
September	6,563,248	6,554,367	-0.14%	6,651,067	1.48%
October	6,518,760	6,560,893	0.65%	6,657,561	1.47%
November	6,516,991	6,587,344	1.08%	6,673,977	1.32%
December	6,497,963	6,600,912	1.58%	6,697,032	1.46%
January	6,476,421	6,600,865	1.92%	6,738,872	2.09%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	260,650	252,703	-3.05%	257,367	1.85%
March	263,639	262,962	-0.26%	266,296	1.27%
April	266,087	268,823	1.03%	272,859	1.50%
May	267,524	274,774	2.71%	275,544	0.28%
June	275,684	280,680	1.81%	286,011	1.90%
July	269,985	276,306	2.34%	282,626	2.29%
August	258,176	266,011	3.03%	258,877	-2.68%
September	268,932	276,296	2.74%	281,839	2.01%
October	269,633	279,708	3.74%	281,728	0.72%
November	276,266	282,409	2.22%	288,936	2.31%
December	267,059	273,395	2.37%	287,900	5.31%
January	256,833	256,810	-0.01%	268,282	4.47%

Harlem Line

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	1,951,654	1,870,292	-4.17%	1,913,040	2.29%
March	2,257,005	2,287,299	1.34%	2,304,100	0.73%
April	2,244,007	2,228,459	-0.69%	2,188,956	-1.77%
May	2,150,504	2,164,271	0.64%	2,223,927	2.76%
June	2,307,258	2,300,223	-0.30%	2,320,897	0.90%
July	2,248,584	2,226,434	-0.99%	2,198,107	-1.27%
August	2,092,806	2,179,564	4.15%	2,111,456	-3.12%
September	2,168,025	2,206,183	1.76%	2,253,778	2.16%
October	2,272,964	2,275,602	0.12%	2,283,643	0.35%
November	2,112,525	2,198,951	4.09%	2,247,234	2.20%
December	2,253,857	2,297,316	1.93%	2,343,967	2.03%
January	1,996,515	1,975,045	-1.08%	2,131,152	7.90%
12 Month Ave	2,171,309	2,184,137	0.59%	2,210,021	1.19%
Year-to-Date	1,996,515	1,975,045	-1.08%	2,131,152	7.90%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	2,263,168	2,164,529	-4.36%	2,187,699	1.07%
March	2,264,885	2,167,053	-4.32%	2,189,099	1.02%
April	2,259,990	2,165,757	-4.17%	2,185,807	0.93%
May	2,247,756	2,166,905	-3.60%	2,190,778	1.10%
June	2,245,647	2,166,318	-3.53%	2,192,501	1.21%
July	2,232,595	2,164,473	-3.05%	2,190,141	1.19%
August	2,220,522	2,171,702	-2.20%	2,184,465	0.59%
September	2,209,669	2,174,882	-1.57%	2,188,431	0.62%
October	2,192,367	2,175,102	-0.79%	2,189,101	0.64%
November	2,189,026	2,182,304	-0.31%	2,193,125	0.50%
December	2,180,277	2,185,926	0.26%	2,197,013	0.51%
January	2,171,309	2,184,137	0.59%	2,210,021	1.19%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	89,185	85,507	-4.12%	86,918	1.65%
March	90,562	89,165	-1.54%	89,286	0.14%
April	90,823	90,192	-0.69%	90,375	0.20%
May	90,672	91,128	0.50%	90,818	-0.34%
June	93,131	92,885	-0.26%	93,237	0.38%
July	89,516	90,784	1.42%	91,588	0.89%
August	85,275	86,582	1.53%	84,033	-2.94%
September	90,060	91,552	1.66%	93,133	1.73%
October	90,796	93,240	2.69%	93,197	-0.05%
November	92,842	93,893	1.13%	95,500	1.71%
December	89,618	91,183	1.75%	94,527	3.67%
January	87,248	86,168	-1.24%	89,606	3.99%

Hudson Line

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	1,140,065	1,084,284	-4.89%	1,108,812	2.26%
March	1,313,630	1,328,645	1.14%	1,340,022	0.86%
April	1,309,862	1,316,029	0.47%	1,312,919	-0.24%
May	1,270,877	1,322,076	4.03%	1,349,153	2.05%
June	1,367,135	1,382,018	1.09%	1,408,063	1.88%
July	1,379,094	1,360,953	-1.32%	1,358,800	-0.16%
August	1,292,620	1,360,653	5.26%	1,297,903	-4.61%
September	1,301,812	1,331,091	2.25%	1,358,616	2.07%
October	1,346,263	1,361,131	1.10%	1,359,385	-0.13%
November	1,237,169	1,303,840	5.39%	1,332,264	2.18%
December	1,318,485	1,350,557	2.43%	1,374,664	1.78%
January	1,154,801	1,159,493	0.41%	1,230,432	6.12%
12 Month Ave	1,285,984	1,305,064	1.48%	1,319,253	1.09%
Year-to-Date	1,154,801	1,159,493	0.41%	1,230,432	6.12%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	1,336,200	1,281,336	-4.11%	1,307,108	2.01%
March	1,336,059	1,282,587	-4.00%	1,308,056	1.99%
April	1,333,387	1,283,101	-3.77%	1,307,797	1.92%
May	1,326,363	1,287,368	-2.94%	1,310,054	1.76%
June	1,325,112	1,288,608	-2.75%	1,312,224	1.83%
July	1,318,268	1,287,096	-2.36%	1,312,045	1.94%
August	1,311,462	1,292,766	-1.43%	1,306,815	1.09%
September	1,307,613	1,295,206	-0.95%	1,309,109	1.07%
October	1,298,876	1,296,445	-0.19%	1,308,964	0.97%
November	1,297,335	1,302,001	0.36%	1,311,332	0.72%
December	1,291,438	1,304,673	1.02%	1,313,341	0.66%
January	1,285,984	1,305,064	1.48%	1,319,253	1.09%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	52,005	49,456	-4.90%	50,296	1.70%
March	52,656	51,678	-1.86%	51,763	0.16%
April	52,898	53,066	0.32%	53,787	1.36%
May	53,307	55,015	3.20%	54,625	-0.71%
June	54,910	55,395	0.88%	56,110	1.29%
July	54,396	54,811	0.76%	55,677	1.58%
August	52,084	53,417	2.56%	51,158	-4.23%
September	53,679	54,777	2.05%	55,594	1.49%
October	53,394	55,261	3.50%	54,963	-0.54%
November	53,993	55,266	2.36%	56,109	1.53%
December	52,201	53,368	2.24%	55,091	3.23%
January	50,220	50,319	0.20%	51,444	2.24%

New Haven Line

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	2,639,853	2,601,593	-1.45%	2,663,982	2.40%
March	3,022,548	3,153,697	4.34%	3,252,147	3.12%
April	3,046,776	3,130,752	2.76%	3,146,282	0.50%
May	2,966,054	3,094,415	4.33%	3,215,679	3.92%
June	3,189,877	3,310,131	3.77%	3,435,549	3.79%
July	3,203,113	3,245,106	1.31%	3,297,444	1.61%
August	3,007,203	3,207,026	6.64%	3,142,289	-2.02%
September	3,041,855	3,156,370	3.76%	3,248,066	2.91%
October	3,169,763	3,230,572	1.92%	3,302,205	2.22%
November	2,986,978	3,151,295	5.50%	3,271,581	3.82%
December	3,189,305	3,276,593	2.74%	3,482,491	6.28%
January	2,766,211	2,782,420	0.59%	3,057,454	9.88%
12 Month Ave	3,019,128	3,111,664	3.05%	3,209,597	3.15%
Year-to-Date	2,766,211	2,782,420	0.59%	3,057,454	9.88%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	3,131,964	3,015,940	-3.70%	3,116,863	3.35%
March	3,129,629	3,026,869	-3.28%	3,125,067	3.24%
April	3,121,627	3,033,867	-2.81%	3,126,362	3.05%
May	3,103,096	3,044,564	-1.89%	3,136,467	3.02%
June	3,094,425	3,054,585	-1.29%	3,146,918	3.02%
July	3,075,373	3,058,084	-0.56%	3,151,280	3.05%
August	3,058,057	3,074,736	0.55%	3,145,885	2.31%
September	3,045,966	3,084,279	1.26%	3,153,527	2.25%
October	3,027,517	3,089,346	2.04%	3,159,496	2.27%
November	3,030,630	3,103,039	2.39%	3,169,520	2.14%
December	3,026,248	3,110,313	2.78%	3,186,678	2.46%
January	3,019,128	3,111,664	3.06%	3,209,597	3.15%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	119,460	117,740	-1.44%	120,153	2.05%
March	120,421	122,119	1.41%	125,247	2.56%
April	122,366	125,565	2.61%	128,697	2.49%
May	123,545	128,631	4.12%	130,101	1.14%
June	127,643	132,400	3.73%	136,664	3.22%
July	126,073	130,711	3.68%	135,361	3.56%
August	120,817	126,012	4.30%	123,686	-1.85%
September	125,193	129,967	3.81%	133,112	2.42%
October	125,443	131,207	4.59%	133,568	1.80%
November	129,431	133,250	2.95%	137,327	3.06%
December	125,240	128,844	2.88%	138,282	7.33%
January	119,365	120,323	0.80%	127,232	5.74%

West of Hudson

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	145,485	131,782	-9.42%	138,008	4.72%
March	169,336	168,569	-0.45%	171,034	1.46%
April	164,384	162,021	-1.44%	156,436	-3.45%
May	155,347	150,294	-3.25%	159,901	6.39%
June	170,508	165,754	-2.79%	162,782	-1.79%
July	170,128	159,973	-5.97%	157,878	-1.31%
August	159,169	165,730	4.12%	153,116	-7.61%
September	158,373	158,985	0.39%	100,010	-37.09%
October	163,782	160,291	-2.13%	97,639	-39.09%
November	149,086	156,381	4.89%	97,068	-37.93%
December	161,259	164,834	2.22%	138,108	-16.21%
January	140,131	141,427	0.92%	129,596	-8.37%
12 Month Ave	158,916	157,170	-1.10%	138,465	-11.90%
Year-to-Date	140,131	141,427	0.92%	129,596	-8.37%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	172,429	157,774	-8.50%	157,689	-0.05%
March	172,440	157,710	-8.54%	157,894	0.12%
April	171,875	157,513	-8.36%	157,429	-0.05%
May	169,672	157,092	-7.41%	158,230	0.72%
June	168,414	156,696	-6.96%	157,982	0.82%
July	166,640	155,849	-6.48%	157,807	1.26%
August	165,002	156,396	-5.22%	156,756	0.23%
September	163,706	156,447	-4.43%	151,842	-2.94%
October	161,798	156,156	-3.49%	146,621	-6.11%
November	161,465	156,764	-2.91%	141,678	-9.62%
December	160,299	157,062	-2.02%	139,451	-11.21%
January	158,916	157,170	-1.10%	138,465	-11.90%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	7,635	6,918	-9.39%	7,247	4.76%
March	7,701	7,343	-4.65%	7,447	1.42%
April	7,475	7,368	-1.43%	7,443	1.02%
May	7,759	7,507	-3.25%	7,618	1.48%
June	7,754	7,538	-2.79%	7,402	-1.80%
July	7,750	7,622	-1.65%	7,884	3.44%
August	7,569	7,538	-0.41%	7,232	-4.06%
September	7,545	7,574	0.38%	4,764	-37.10%
October	7,448	7,625	2.38%	4,645	-39.08%
November	7,840	7,823	-0.22%	4,855	-37.94%
December	7,341	7,505	2.23%	6,579	-12.34%
January	7,368	7,436	0.92%	6,483	-12.82%

Port Jervis line

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	104,897	92,218	-12.09%	94,908	2.92%
March	121,634	117,630	-3.29%	117,095	-0.45%
April	119,212	113,758	-4.58%	108,000	-5.06%
May	112,898	105,774	-6.31%	111,096	5.03%
June	121,391	115,518	-4.84%	116,786	1.10%
July	123,037	111,651	-9.25%	110,772	-0.79%
August	114,686	116,730	1.78%	104,640	-10.36%
September	113,274	110,427	-2.51%	50,582	-54.19%
October	116,874	110,500	-5.45%	46,093	-58.29%
November	105,554	107,453	1.80%	46,692	-56.55%
December	115,022	114,571	-0.39%	85,576	-25.31%
January	98,769	96,984	-1.81%	80,570	-16.92%
12 Month Ave	113,937	109,435	-3.95%	89,401	-18.31%
Year-to-Date	98,769	96,984	-1.81%	80,570	-16.92%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	126,484	112,881	-10.75%	109,659	-2.85%
March	126,179	112,547	-10.80%	109,614	-2.61%
April	125,534	112,093	-10.71%	109,134	-2.64%
May	123,603	111,499	-9.79%	109,578	-1.72%
June	122,305	111,010	-9.24%	109,683	-1.19%
July	120,814	110,061	-8.90%	109,610	-0.41%
August	119,378	110,231	-7.66%	108,603	-1.48%
September	118,305	109,994	-7.03%	103,616	-5.80%
October	116,748	109,463	-6.24%	98,248	-10.24%
November	116,286	109,621	-5.73%	93,185	-14.99%
December	115,152	109,583	-4.84%	90,769	-17.17%
January	113,937	109,435	-3.95%	89,401	-18.31%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	5,504	4,839	-12.08%	4,981	2.93%
March	5,532	5,126	-7.34%	5,100	-0.51%
April	5,421	5,174	-4.56%	5,138	-0.70%
May	5,638	5,282	-6.31%	5,293	0.21%
June	5,521	5,254	-4.84%	5,311	1.08%
July	5,606	5,320	-5.10%	5,531	3.97%
August	5,453	5,310	-2.62%	5,037	-5.14%
September	5,397	5,261	-2.52%	2,409	-54.21%
October	5,315	5,256	-1.11%	2,192	-58.30%
November	5,550	5,376	-3.14%	2,336	-56.55%
December	5,238	5,218	-0.38%	4,077	-21.87%
January	5,192	5,098	-1.81%	4,031	-20.93%

Pascack Valley Line

Revenue Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	40,588	39,564	-2.52%	43,100	8.94%
March	47,702	50,939	6.79%	53,939	5.89%
April	45,172	48,263	6.84%	48,436	0.36%
May	42,449	44,520	4.88%	48,805	9.62%
June	49,117	50,236	2.28%	45,996	-8.44%
July	47,091	48,322	2.61%	47,106	-2.52%
August	44,483	49,000	10.15%	48,476	-1.07%
September	45,099	48,558	7.67%	49,428	1.79%
October	46,908	49,791	6.15%	51,546	3.52%
November	43,532	48,928	12.40%	50,376	2.96%
December	46,237	50,263	8.71%	52,532	4.51%
January	41,362	44,443	7.45%	49,026	10.31%
12 Month Ave	44,978	47,736	6.13%	49,064	2.78%
Year-to-Date	41,362	44,443	7.45%	49,026	10.31%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	45,945	44,893	-2.29%	48,030	6.99%
March	46,261	45,163	-2.37%	48,280	6.90%
April	46,341	45,420	-1.99%	48,295	6.33%
May	46,069	45,593	-1.03%	48,652	6.71%
June	46,109	45,686	-0.92%	48,298	5.72%
July	45,826	45,789	-0.08%	48,197	5.26%
August	45,625	46,165	1.18%	48,153	4.31%
September	45,401	46,453	2.32%	48,226	3.82%
October	45,050	46,694	3.65%	48,372	3.59%
November	45,179	47,143	4.35%	48,493	2.86%
December	45,147	47,479	5.17%	48,682	2.53%
January	44,978	47,736	6.13%	49,064	2.78%

Average Weekday Passengers

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	2,131	2,079	-2.44%	2,266	8.99%
March	2,169	2,217	2.21%	2,347	5.86%
April	2,054	2,194	6.82%	2,305	5.06%
May	2,121	2,225	4.90%	2,325	4.49%
June	2,233	2,284	2.28%	2,091	-8.45%
July	2,144	2,302	7.37%	2,353	2.22%
August	2,116	2,228	5.29%	2,195	-1.48%
September	2,148	2,313	7.68%	2,355	1.82%
October	2,133	2,369	11.06%	2,453	3.55%
November	2,290	2,447	6.86%	2,519	2.94%
December	2,103	2,287	8.75%	2,502	9.40%
January	2,176	2,338	7.44%	2,452	4.88%

MTA Bridges & Tunnels

Revenue Vehicles

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	21,232,177	19,147,302	-9.82%	20,176,144	5.37%
March	23,998,850	24,489,353	2.04%	23,928,232	-2.29%
April	24,558,712	24,570,400	0.05%	23,593,365	-3.98%
May	25,734,081	25,980,868	0.96%	25,144,889	-3.22%
June	25,553,456	25,937,063	1.50%	25,289,003	-2.50%
July	25,860,233	25,981,715	0.47%	25,490,788	-1.89%
August	25,809,041	26,202,259	1.52%	24,253,530	-7.44%
September	24,543,957	24,617,701	0.30%	23,976,096	-2.61%
October	25,004,440	25,470,647	1.86%	24,135,980	-5.24%
November	23,629,477	24,016,670	1.64%	23,443,442	-2.39%
December	23,496,526	22,969,330	-2.24%	23,665,382	3.03%
January	22,330,921	20,408,730	-8.61%	21,737,036	6.51%
12 Month Ave	24,312,656	24,149,337	-0.67%	23,736,157	-1.71%
Year-to-Date	22,330,921	20,408,730	-8.61%	21,737,036	6.51%

12 Month Averages

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	24,401,764	24,138,916	-1.08%	24,235,073	0.40%
March	24,329,779	24,179,792	-0.62%	24,188,313	0.04%
April	24,327,228	24,180,766	-0.60%	24,106,894	-0.31%
May	24,316,276	24,201,331	-0.47%	24,037,229	-0.68%
June	24,309,318	24,233,298	-0.31%	23,983,224	-1.03%
July	24,307,188	24,243,422	-0.26%	23,942,313	-1.24%
August	24,284,294	24,276,190	-0.03%	23,779,919	-2.04%
September	24,304,529	24,282,335	-0.09%	23,726,452	-2.29%
October	24,310,426	24,321,186	0.04%	23,615,230	-2.90%
November	24,313,384	24,353,452	0.16%	23,567,461	-3.23%
December	24,282,616	24,309,519	0.11%	23,625,465	-2.81%
January	24,312,656	24,149,337	-0.67%	23,736,157	-1.71%

Average Weekday Vehicles

Service Month	2009 - 2010	2010 - 2011	Percent Change	2011 - 2012	Percent Change
February	783,747	698,047	-10.93%	750,861	7.57%
March	787,667	814,359	3.39%	788,941	-3.12%
April	827,409	839,381	1.45%	812,864	-3.16%
May	854,983	857,707	0.32%	833,621	-2.81%
June	859,066	877,977	2.20%	855,894	-2.52%
July	853,096	867,327	1.67%	853,553	-1.59%
August	855,041	860,105	0.59%	832,806	-3.17%
September	844,803	839,296	-0.65%	823,111	-1.93%
October	833,901	837,927	0.48%	800,731	-4.44%
November	814,894	822,205	0.90%	800,905	-2.59%
December	812,383	764,702	-5.87%	793,943	3.82%
January	767,460	682,304	-11.10%	747,300	9.53%

MARCH 2012
MTA REAL ESTATE
FINANCE COMMITTEE AGENDA ITEMS

1. ACTION ITEMS

METROPOLITAN TRANSPORTATION AUTHORITY

- a. All-Agency Real Property Disposition Guidelines and All-Agency Personal Property Disposition Guidelines in Accordance with Public Authorities Law Sections 2895-2897

MTA LONG ISLAND RAIL ROAD

- b. License agreements with JMS Catering, Inc., for the coffee truck concession at Bellmore Station in Bellmore, New York; with Sal Boniventre for the coffee truck concession at Lindenhurst Station in Lindenhurst, New York; and with Partnered Beverages LLC for the coffee truck concessions at Seaford Station in Seaford, New York, Amityville Station in Amityville, New York, Kings Park Station in Kings Park, New York, Massapequa Station in Massapequa, New York, and Bay Shore Station in Bay Shore, New York

MTA METRO-NORTH RAILROAD

- c. Approval of easement grant to the Village of Larchmont for emergency access to housing development in Larchmont, New York

2. INFORMATION ITEMS

- a. Status report on month-to-month licenses
- b. Status report on Grand Central Terminal Vanderbilt Hall events
- c. Status report on Grand Central Terminal Graybar Passage retail kiosks
- d. Amendment to License Agreement for expansion of licensed location within LIRR's Main Line right of way in Carle Place, New York

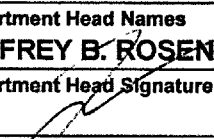
<u>Legal Name</u>	<u>Popular Name</u>	<u>Abbreviation</u>
New York City Transit Authority	MTA New York City Transit	NYC Transit
The Long Island Rail Road Company	MTA Long Island Rail Road	LIRR
Metropolitan Suburban Bus Authority	MTA Long Island Bus	LI Bus
Metro-North Commuter Railroad Company	MTA Metro-North Railroad	MNR
Triborough Bridge and Tunnel Authority	MTA Bridges and Tunnels	MTA B&T
MTA Capital Construction Company	MTA Capital Construction	MTACC
MTA Bus Company	MTA Bus Company	MTA Bus

Staten Island Rapid Transit Operating Authority is a subsidiary of the Metropolitan Transportation Authority. Its popular name is MTA Staten Island Railway (abbreviated SIR).

Manhattan and Bronx Surface Transit Operating Authority is a subsidiary of the New York City Transit Authority (abbreviated as MaBSTOA).


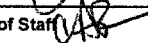
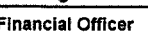
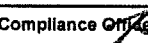
METROPOLITAN TRANSPORTATION AUTHORITY

Staff Summary

Subject PROPERTY DISPOSITION GUIDELINES
Departments REAL ESTATE
Department Head Names JEFFREY B. ROSEN; LAMOND KEARSE
Department Head Signature 
Project Managers Name DAVID BOSCH; LAMOND KEARSE

Date MARCH 26, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	3/26/12	X		
2	Board	3/28/12	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Legal 		
4	Chief of Staff 		
2	Chief Financial Officer 		
3	Chief Compliance Officer 		

Purpose:

To obtain MTA Board approval of revised and updated 2012 MTA Real Estate Department Policies and Procedures for the Leasing-Out and Sale of Real Property (the "2012 Real Property Disposition Guidelines") and the 2012 All-Agency Guidelines for the Disposal of Personal Property (the "2012 Personal Property Disposition Guidelines"), each promulgated in accordance with Sections 2895-2897 of the New York Public Authorities Law (the "Property Disposition Law").

Discussion:

The Property Disposition Law requires that public authorities annually review and approve guidelines regarding the disposition of property. The 2012 Real Property Disposition Guidelines, prepared by the MTA Real Estate Department, are annexed as Attachment A to this staff summary. The 2012 Personal Property Disposition Guidelines, prepared by MTA Corporate Compliance in consultation with Agency procurement departments, are annexed as Attachment B to this staff summary. Attachment C to this staff summary contains a list of the Personal Property Disposition Contracting Officers, as required by Property Disposition Law

Real Property Disposition Guidelines

In March of 2011 the MTA Board adopted the MTA Real Estate Department's real property disposition guidelines, which (i) detailed MTA Real Estate's operative policies and procedures regarding the disposition of real property, consistent with the requirements of the Property Disposition Law, and (ii) designated the MTA Director of Real Estate as the Real Property Disposition Contracting Officer for the MTA and the MTA agencies.

The 2012 Real Property Disposition Guidelines (see Attachment A) are substantially the same as the 2011 guidelines, and contain only minor technical changes and clarifications.

Personal Property Disposition Guidelines

In March of 2011, the MTA Board adopted All-Agency Guidelines for the Disposal of Personal Property (see Attachment B) to provide a consistent set of personal property disposal policies and practices, which comply with the Property Disposition Law, across the MTA agencies. The 2012 Personal Property Disposition Guidelines are unchanged from the Guidelines adopted in 2011.

Recommendation:

It is recommended that the Board adopt the resolution attached to this Staff Summary approving the 2012 Real Property Guidelines and the 2012 Personal Property Guidelines, ratifying the appointment of the MTA Director of Real Estate as

Staff Summary

FINANCE COMMITTEE MEETING

Property Disposition Guidelines (Cont'd.)

2 of 2



Metropolitan Transportation Authority

Page

the Real Property Disposition Contracting Officer for the MTA and MTA Agencies, and designating the MTA and MTA agency staff members listed on Attachment C to this Staff Summary as the Contracting Officers for the MTA and MTA Agencies as the officers responsible for disposition of personal property.

RESOLUTION

WHEREAS, the Public Authorities Law in Sections 2895-2897 (the "Property Disposition Law") requires annual review and approval by resolution of guidelines detailing a public authority's operative policy and instructions regarding disposition of property and the designation of a contracting officer responsible for the administration of such disposition guidelines;

WHEREAS, the boards of Metropolitan Transportation Authority and its subsidiaries and affiliates (collectively, the "MTA Agencies"), in accordance with the requirements of the Property Disposition Law, have reviewed and by this resolution wish to approve of the MTA Real Estate Department Policies and Procedures for the Leasing-Out and Sale of Real Property (the "2012 Real Property Guidelines") and the MTA All-Agency Guidelines for the Disposal of Personal Property (the "2012 Personal Property Guidelines") referred to in the Staff Summary to which this Resolution is attached (the "Staff Summary") and to designate the MTA Director of Real Estate as the Real Property Disposition Contracting Officer and to designate the MTA Agency staff persons listed in Attachment C to the Staff Summary as Personal Property Disposition Contracting Officers;

NOW, THEREFORE, BE IT:

RESOLVED, that the 2012 Real Property Guidelines are hereby adopted in accordance with the requirements of the Property Disposition Law; and

RESOLVED, that the 2012 Personal Property Guidelines are hereby adopted in accordance with the requirements of the Property Disposition Law; and

RESOLVED, that the MTA Director of Real Estate is hereby designated as the Real Property Disposition Contracting Officer for the MTA Agencies in accordance with the requirements of Property Disposition Law; and

RESOLVED, that the persons listed in Attachment C to the Staff Summary are hereby designated as Personal Property Disposition Contracting Officers in accordance with the requirements of the Property Disposition Law.

Dated: March 28, 2012

Attachment A - 2012 Real Property Disposition Guidelines

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Metropolitan Transportation Authority

MTA REAL ESTATE DEPARTMENT

POLICIES AND PROCEDURES

FOR THE

LEASING-OUT AND SALE

OF REAL PROPERTY

EFFECTIVE AS OF

March ~~23, 2011~~28, 2012

METROPOLITAN TRANSPORTATION AUTHORITY
REAL ESTATE DEPARTMENT
POLICIES AND PROCEDURES FOR THE LEASING-OUT
AND SALE OF REAL PROPERTY

March, 2011/2012

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METROPOLITAN TRANSPORTATION AUTHORITY
REAL ESTATE DEPARTMENT
POLICIES AND PROCEDURES FOR THE LEASING-OUT
AND SALE OF REAL PROPERTY

March, 2011+2012

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INTRODUCTION

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INTRODUCTION

MTA Real Estate Department: The MTA Real Estate Department (“RED”)¹ handles real-estate-related transactions for the MTA and all of the MTA agencies, which include: MTA New York City Transit, Manhattan and Bronx Surface Transit Operating Authority, MTA Metro-North Railroad, MTA Long Island Rail Road, MTA Bridges and Tunnels, MTA Staten Island Railway, MTA Long Island Bus, MTA Bus and MTA Capital Construction (each, an “MTA Agency”, and collectively with the MTA, the “MTA Agencies”).

Scope of Policies and Procedures: ~~These~~ Except to the extent incorporated by reference in the “MTA Real Estate Department Policies and Procedures for the Licensing of Real Property dated November 29, 2011 (the “Licensing-Out Policies and Procedures”)”, these Policies and Procedures apply only to the leasing-out or sale of MTA real property (including interests in real property such as easements). Licensing-out (pursuant to licenses that MTA may terminate at will in the MTA’s sole and absolute discretion upon not more than 60 days notice without repayment of any unamortized tenant improvement costs) is not subject to the mandates of Section 2897 of the Public Authorities Law (“PAL”) because it does not constitute a disposition of an interest in real property. As a general rule, leases rather than licenses should be used for what are traditional retail uses to incentivize prospective tenants to make their strongest financial offers, knowing that they may be terminated only for specified reasons, and, if so terminated, may be compensated for the unamortized value of improvements they make as warranted. If a license agreement provides that the third party’s right of use and occupancy is subject to termination only for specified reasons or upon payment of compensation by the MTA, then it is not a license for purposes of these Policies and Procedures and the requirements of these Policies and Procedures for leasing-out must be satisfied.

Insofar as leases and sales of MTA property are concerned, these Policies and Procedures supersede the MTA Real Estate Department Policies and Procedures for the Leasing-Out and Sale of Real Property dated March 24, 2010. ~~The January 2009 Procedures for Licensing Out, Leasing Out, and Sale of Real Property will continue to govern the licensing out of MTA property until such time~~ 23, 2011. ~~Insofar as they~~ licenses are also superseded, and they are therefore hereinafter referred to as the “concerned, all references in the Licensing-Out Policies and Procedures”. ~~to such 2011 guidelines will now be deemed to refer to these Policies and Procedures.~~

Insofar as leases at Grand Central Terminal are concerned, these Policies and Procedures have been supplemented by the Guidelines for Selection of Tenants for Grand Central Terminal that

¹ A glossary of defined terms used in these Policies and Procedures appears at the end of these Policies and Procedures.

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were adopted by the MTA Board on November 11, 2009 (the "GCT Leasing Guidelines"). In the event of any inconsistency or conflict between these Policies and Procedures and the GCT Leasing Guidelines, the GCT Leasing Guidelines shall govern.

Section 2897 of the Public Authorities Law, as amended, stipulates that, as a general rule, any leasing-out or sale of real property can only be undertaken after public advertising for bids and for not less than fair market value. However, these limitations do not apply in certain circumstances, which are specified below. Accordingly, although most dispositions by sale or lease will be made pursuant to the request for proposals process that is described in Chapter III of these Policies and Procedures (the "Lease/Sale RFP Process"), others may be made pursuant to direct negotiations as described in Chapter IV of these Policies and Procedures (the "Lease/Sale Negotiation Process").

These Policies and Procedures are intended only for the internal guidance of MTA staff, and are not intended to establish expressly or by implication any rights or privileges. Except to the extent prohibited by law, any provision of these Policies and Procedures may be waived by the MTA Board (by ratification or otherwise) or by the Chairman and Chief Executive Officer.

Lease/Sale RFP Process: The Lease/Sale RFP Process is designed, among other things, to give effect to the following requirements under PAL Section 2897:

- the advertisement for bids must be made prior to the leasing-out or sale, through the methods authorized by these Policies and Procedures;
- all bids must be publicly disclosed at the time and place stated in the advertisement; and
- the award must be made with reasonable promptness by notice to the responsible bidder whose bid will be most advantageous to the State, price and other factors considered; provided, however that all bids may be rejected when it is in the public interest to do so.

The Lease/Sale RFP Process can be single-step or multi-step as described in Chapter III of these Policies and Procedures.

Lease/Sale Negotiation Process:

PAL Section 2897 specifies that the Lease/Sale Negotiation Process can only be utilized under the following circumstances:

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- (a) the estimated fair market value of the property to be leased-out or sold does not exceed \$15,000, or
- (b) bid prices after advertising are not reasonable, either as to all or some part of the property, or have not been independently arrived at in open competition; or
- (c) the disposition will be to the State or any political subdivision, and the estimated fair market value of the property and other satisfactory terms of disposal are obtained by negotiation; or
- (d) the transferee is a government or other public entity, and the terms and conditions of the transfer require that the ownership and use of the asset will remain with the government or any other public entity;
- (e) the purpose of the transfer is within the purpose, mission or governing statute of the public authority; or
- (f) such action is otherwise authorized by law

In the case of (a), (b) or (c) above, the disposition must be for no less than fair market value. In the case of (d) or (e), it can be for less than fair market value.

An "explanatory statement" is required if a leasing-out or sale pursuant to the Lease/Sale Negotiation Process meets certain criteria, as described in Chapter IV of these Policies and Procedures. Each such explanatory statement must be transmitted to the New York State Comptroller, Director of the Budget, Commissioner of General Services and Legislature not less than 90 days in advance of such disposition, and a copy thereof must be kept in the project file.

Appraisal Requirement: PAL Section 2897 provides that any real property that is to be leased-out or sold must be independently appraised, regardless of whether the Lease/Sale RFP Process or the Lease/Sale Negotiation Process is used and regardless of the estimated fair market value of the property. Policies and procedures with respect to appraisals are set forth in Chapter V of these Policies and Procedures.

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CHAPTER I - INQUIRIES

Scope - This chapter establishes guidelines for responding to verbal and written inquiries made to the RED regarding the disposition of MTA property ("Inquiries").

Responsibilities - The RED is responsible for coordinating all responses to Inquiries. The RED's responsibilities include researching the ownership status of specific properties, contacting the applicable MTA Agencies to determine whether property is available and responding to inquirers.

Objective - To provide prompt, courteous and accurate responses to Inquiries.

Procedures – Except for Inquiries relating to the leasing of space at Grand Central Terminal, which should be referred to the Director, GCT Development, all Inquiries should be referred to the Director, Leasing & Acquisition, who should either respond directly or else charge an appropriate deputy with doing so. In the first instance, the Director, Leasing & Acquisition should ascertain:

- (1) precisely what property the inquirer is referring to, and which MTA Agency controls it;
- (2) whether the applicable MTA Agency owns such property or merely leases it and, in the case of leased property, to what extent subletting of such property is permissible;
- (3) what use the inquirer proposes to make of the property and whether such use would be compatible with MTA Agency use of any MTA facilities that adjoin such property;
- (4) whether the RED has already been authorized to dispose of such property or (if not) whether the applicable MTA Agency might be amenable to disposing of such property; and
- (5) what restrictions would need to apply to any such disposition.

If the Director, Leasing & Acquisition determines that the subject property is available for purchase or lease, he or she (or his or her deputy) should so inform the inquirer, taking care to stipulate that (except as otherwise herein described) any such sale or lease may be undertaken only in accordance with the Lease/Sale RFP Process, and should see to it that the inquirer is provided in due course with an opportunity to participate in the Lease/Sale RFP Process with respect to such property. If the Director, Leasing & Acquisition determines that the subject property is available for license but not for purchase or lease, he or she (or such deputy) should

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so explain to the inquirer, and in that case the Licensing-Out Policies and Procedures shall apply to such property. Otherwise, the Director, Leasing & Acquisition (or such deputy) should inform the inquirer that the subject property is not available on any terms, but offer to add the inquirer's contact information to the RED's database for purposes of alerting the inquirer to other opportunities.

For templates for appropriate responses, see Figures 1 – 6.

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CHAPTER II – ASSESSMENT OF OPPORTUNITIES

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CHAPTER II – ASSESSMENT OF OPPORTUNITIES

Scope – This chapter establishes guidelines for the assessment of opportunities to sell or lease MTA-controlled property that is not needed for non-revenue-related purposes.

Responsibilities – The RED is responsible for encouraging the MTA Agencies to identify MTA-controlled property that is either never going to be needed by the MTA for non-revenue-related purposes or not expected to be needed for such purposes until some time in the future; for assessing the marketability of such property for sale, lease or license, as appropriate (taking into account relevant legal constraints, physical conditions and real estate market conditions); and for coordinating with the MTA Agencies to facilitate the disposition of such property when and as feasible.

Objective – To generate revenues for the MTA, consistent with the fulfillment of the MTA's non-revenue-generating purposes.

Procedures – In response to Inquiries, on its own initiative and/or at the request of MTA Agencies, the RED should evaluate MTA-controlled properties for their revenue-generating potential. To the extent that MTA-controlled property holds such potential, whether best to realize that potential by sale, lease or license will depend on an assessment of (a) the desirability and feasibility of sub-dividing and physically separating such property from adjoining MTA-controlled property, (b) the extent, if any, to which any future non-revenue-generating MTA use of the property is or can be envisioned, (c) whether (in any case) it will be necessary or desirable for the MTA to maintain long-term control over the ownership and/or use of the property, (d) whether the MTA owns the property or merely leases it, and the extent, if any, to which disposition of the property is limited by reason of the terms of any lease pursuant to which the MTA controls the property or by reason of any other title encumbrances, and (e) the potential revenues to be realized. With respect to each property to be evaluated, the Director, Leasing & Acquisition should refer such property to the appropriate Deputy Director, who will designate a Project Manager to conduct the evaluation under his or her supervision. In certain cases the Director, Leasing and Acquisition, will consult with and in some cases refer the inquiry to the Director, Transit Oriented Development.

A. Site Analysis

The RE Manager should conduct a site inspection (with Tenant Management, if appropriate) in order to evaluate the condition of the property and the surrounding area. As a part of this inspection, the RE Manager should assess the need for and extent to which improvements might be required, and consult with appropriate personnel of the applicable MTA Agency concerning the feasibility and potential costs of such improvements, and (assuming that the cost of such improvements would be justified by the revenue-generating potential of the property) whether it

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would be most efficient and cost-effective for the applicable MTA Agency to make such improvements (either in anticipation of rental or license fee income or at the direct cost of a lessee, licensee or purchaser) or for the making and/or cost of such improvements to be left to the purchaser, lessee or licensee. The RE Manager should also consult with Information Management and MTA Legal to ensure that the RE Manager is aware of any contractual or other legal limitations that would affect the MTA's ability to dispose of the subject property.

In order to determine the marketability of a property, the following (where applicable) should be considered:

- Present use/condition of site
- Accessibility
- Visibility
- Surrounding uses
- Size, shape and physical characteristics of site
- Condition of street and station improvements
- Impact of any MTA Agency restrictions
- Availability of utility services
- Extent to which improvements are needed and MTA Agency funds are available to pay for such improvements
- Easements or restrictive covenants
- Traffic patterns/passenger volume counts - peak and off peak
- Existing retail at station
- Consumer activity during rush and non-rush hour periods
- Condition of neighboring properties
- Existing vacancies in the area
- New/potential development nearby
- Any operating issues noted by Tenant Management
- Adequacy of storage space
- Environmental matters

Generally, the leasing-out or sale of MTA real property constitutes an "action" under the State Environmental Quality Review Act (SEQRA) and thus is subject to SEQRA's requirements. SEQRA requires review of actions to determine whether they may have a significant adverse environmental impact and, if so, preparation of an environmental impact statement before the action may be approved and undertaken. While most lease renewals will be Type II actions under SEQRA regulations – actions which the State Department of Environmental Conservation has found to have no significant adverse impacts – and thereby exempt from review, and some new leases may also fall within a Type II category, the RE Manager should consult with the MTA Legal Department's attorneys as early in the process as practical to determine what measures are necessary to insure SEQRA compliance. Further

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consultation may be necessary as a proposal develops or changes over time. Board approval of a lease or sale cannot occur unless SEQRA requirements have been met either through (a) the action being exempt as a Type II action or falling within the PAL § 1266(11) exemption from SEQRA; (b) issuance of a negative declaration, or (c) preparation of a final environmental impact statement. Each proposed lease or sale, whether via RFP or the Lease/Sale Negotiation Process, requires preparation of and signoff on an Authorization Memo, as further described in Chapters III and IV. Each Authorization Memo should note the SEQRA type or NEPA status, and required actions, if any, to be taken before the transaction is presented to the MTA Board.

Prior to issuing an RFP, the RE Manager should prepare a Parcel Information Sheet (Figure 7) for each property that he or she determines to be marketable. The purpose of the Parcel Information Sheet is to collect information and will ultimately be modified for use in the RFP.

Each Parcel Information Sheet should include:

- Yardi property identification number and address
- Block and lot number, if applicable
- Site plan
- Site description, including approximate size and any unusual attributes
- Suitability for sale/lease/license
- Possible uses/required use restrictions
- Utility requirements and availability
- Improvement requirements and associated cost estimates
- Design guidelines (if any)
- RE Manager site visit date

The assessment of potential uses and restrictions on use (including any restrictions on items to be sold at the subject location) should take into account the following considerations, if applicable:

- MTA Agency requirements
- Restrictions in existing MTA Agency licenses or leases at location
- Restrictions in MTA Agency's deed or chain of title
- Land use regulations and building, fire, health and other like codes, to the extent deemed by MTA Legal to be applicable to the subject facilities
- Environmental conditions

B. Preliminary Fair Market Value Analysis

Without yet ordering a formal appraisal, the Real Estate Manager should to the best of his or her ability seek to estimate the fair market value of the subject property. For such purpose, the Real Estate Manager may rely on his or her knowledge of market conditions, information in the Yardi

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database, the experience of RED colleagues, informal discussions with appraisers, posted broker listings for comparable properties and/or discussions with brokers; provided, however, that any brokers so contacted should be informed that the inquiry is for information purposes only and that the MTA is not (or is not yet) seeking the assistance of such brokers to locate prospective purchasers or tenants.

C. Conclusion of Site and Preliminary Fair Market Value Analysis

The RE Manager should prepare a Work Sheet (Figure 8) describing his or her analysis of the property and conclusions regarding the marketability of the property. The RE Manager should use such Work Sheet to guide his or her discussions with his or her Deputy Director, and it should encompass the following:

- Parcel Information Sheet
- Derivation and explanation of fair market value estimate
- Analysis of whether revenue-generating potential appears to justify cost and effort to make any required improvements to the property.
- Critical assumptions.

The Deputy Director should then present conclusions and recommendations to the Director, Leasing & Acquisition, for approval. Both the Deputy Director and Director, Leasing & Acquisition should agree as to whether the property should be marketed for sale or lease or license. If they determine to move forward with marketing for sale or lease, the Director, Leasing & Acquisition should authorize the commissioning of an appraisal, as provided in Chapter V of these Policies and Procedures.

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CHAPTER III – REQUESTS FOR PROPOSALS (RFPs)

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CHAPTER III – REQUESTS FOR PROPOSALS (RFPs)

Scope - This chapter describes the Lease/Sale RFP Process.

Responsibilities – Unless use of the Lease/Sale Negotiation Process is authorized, the RED is responsible for providing all qualified members of the general public with an opportunity to lease or purchase available properties from the MTA and for selecting tenants or purchasers based on predetermined priorities while ensuring the integrity of the selection process.

Objective - To maximize MTA revenues while choosing qualified tenants who will meet their obligations and improve the appearance of MTA facilities and the quality of the amenities offered to the public at such facilities.

Procedures - The Lease/Sale RFP Process is described in the following pages.

A. RFP PUBLICATION

1. The RE Manager is responsible for preparing the request for proposals (“RFP”). The RFP must include:

(a) an “RFP Cover Letter”, which highlights information about the offering, contains general instructions, and the following two PAL and Lobbying Law-required statements: (1) “**All bid proposals shall be publicly disclosed in the agenda for the meeting of the Finance Committee of the MTA Board at which the transaction will be considered for approval**”, and (2) “**All contacts with MTA relating to this RFP must be made through the designated Point(s) of Contact identified below. Contacts with anyone else at MTA relating to this RFP may be a violation of law and may result in the disqualification of the proposer.**” The RFP Cover Letter should include the names and contact information for the designated Point(s) of Contact (a sample RFP Cover Letter is shown in Figure 9);

(b) the Parcel Information Sheet or Term Sheet (absent the Work Sheet),

(c) a Proposer Information Form (“PIF” – See Figure 10),

(d) a form of General Affidavit,

(e) a Procurement Lobbying Law Certifications form,

(f) a Proposed Compensation Form,

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(g) a Credit Check Authorization Form, and

(h) a form W-9. To the extent practicable, the RFP should also include (or provide a link to a page on the MTA website that includes) a proposed form of lease or contract of sale, or a summary of the principal terms of such lease or contract, and it may to the extent the Director, Leasing & Acquisition deems appropriate require proposers to state any objections that they may have with respect to such form or terms at the time they respond to the RFP. The RE Manager should forward the RFP package to his or her Deputy Director and the Director, Leasing & Acquisition for final approval via an appropriately titled Authorization Memo (see Figure 11) before it is issued. An RFP should also be reviewed and approved by MTA Legal to the extent that (a) standard RFP provisions have been materially modified or changed, or (b) the contemplated transaction may present special legal issues.

A form of agreement may be included as well. The RE Manager should discuss with his or her Deputy Director whether it is appropriate to include a form of agreement with a given RFP.

2. Except as the Director, Leasing & Acquisition may otherwise determine, RFPs should generally not be printed and distributed by mail. Instead, emails, or, where emails are not possible, mailings should be used to advise prospective tenants or purchasers of the availability of RFPs on the MTA's website. Under the direction of the Director, Leasing & Acquisition, the RED Executive Secretary responsible for RFP management should periodically update and seek to expand the RED's database of potentially interested parties who should receive such emails and/or mailings.
3. If the subject property is currently occupied by an incumbent lessee or licensee in good standing, the RE Manager should notify such incumbent by certified letter and email that such property is going to be marketed in an upcoming RFP. (For an example of such a letter, see Figure 12.) A copy of such letter and the return receipt should be maintained in the incumbent's file. The letter should not mention any details of the RFP, as that might give the incumbent an unfair advantage over other proposers, nor should it state or imply that the incumbent will receive preferential consideration. The letter should be mailed to the incumbent's address as listed for notice in the incumbent's original agreement, as modified by any subsequent amendments. Any questions regarding the appropriate address for notice should be referred to Tenant Management (and MTA Legal, if necessary). Subsequently, when the RFP is issued, a hard copy should be sent to the incumbent, even if the incumbent does not request one.

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4. After receiving approval of the Authorization Memo from his or her Deputy Director and the Director, Leasing & Acquisition, the RE Manager should initiate the advertisement of the RFP. RED's advertisements for RFPs and any other opportunities will be advertised along with all other agency procurements in the classified section of the *New York Post*. This global MTA procurement page will ~~appear~~appears every other Thursday, ~~starting 1/20/11.~~ The advertisements will also be placed in the *Minority Commerce Weekly* and a Spanish language newspaper, currently *El Diario*. For each RFP, a one-line description of the opportunity, such as appears for RED procurements on the MTA website now, will suffice. For an example of such a description, see Figure 13. The advertisement will direct readers to the MTA home page and then to the "Doing Business With Us" link; the reader will then see the "Real Estate" link and will be free to proceed to view RFPs for leasing or sales. Point of Contact information will be included in the RFP Cover Letters that are included in the RFPs on the website, but not in the advertisements in the periodicals noted above. Advertisements may also be placed in additional periodicals with the approval of the Director, Leasing & Acquisition, depending on the targeted market, size and location of the property, etc. (e.g. for a restaurant, trade journals targeted to franchisees might be included). A copy of all advertisements should be included in the RFP File. These advertisements may be required to include the language shown above in 1.(a)(1) and 1.(a)(2) and Point of Contact information.

Advertisement drafts must be submitted to the Director, Community Affairs - Government and Community Relations (currently Doug Sussman) by the Monday before the Thursday that the advertisement is to appear in *the Post*. In Doug's absence, the RE Manager should contact Ambika Mohan at Miller Advertising (amohan@milleraa.com) to have the RFP information placed in the next MTA advertisement. The RE Manager should also ensure that the RED Executive Secretary responsible for RFP management timely posts the RFP on the MTA's website. (For an example of a typical advertisement, see Figure 14).

5. At the same time, the RE Manager should send an email to the MTA press office, being sure to email the individual responsible for press for the relevant agency, advising that a RFP is forthcoming, indicating whether a purchaser or tenant is being sought and describing the property being offered.
6. On a case by case basis, the Director, Leasing & Acquisition may, with the concurrence of the Director of Real Estate, (a) elect to make RFPs available to brokers and undertake in such RFPs to pay brokerage commissions (at rates not to exceed industry standard rates) to any brokers that shall be the procuring cause of consummated sales or leases of properties that are the subject of such RFPs, and/or (b) procure (with MTA Board approval) the services of marketing consultants to identify prospective purchasers or tenants to which particular RFPs should be sent.

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7. The RE Manager is responsible for seeing to it that each person that has made an Inquiry with respect to any particular property or type of property receives notice of the issuance of any RFP relating to such property or type of property.
8. A site inspection time is typically identified in the RFP. At the indicated inspection time, the RE Manager should be present at the site and available to answer any questions. The RE Manager should maintain a sign-in sheet for each location visited.
9. Addenda to RFPs can and should be issued as appropriate to apprise prospective purchasers or tenants of modified expectations or requirements and/or to provide them with other additional information. Care must be taken to ensure that in this way all interested parties are provided in writing with all material information that is provided (whether orally or in writing) to any one such party.

B. Determination of Whether to Utilize Single-Step or Multi-Step Lease/Sale RFP Process

In the first instance, the applicable Deputy Director and the Director, Leasing & Acquisition, should determine whether to utilize a single-step or a multi-step RFP process, based on the nature of the subject property, the complexity of the offering and prior experience with similar types of property.

C. Single-Step Lease/Sale RFP Process

In a single-step Lease/Sale RFP Process, the RED's selection is based on the initial proposer submission (except that the RED may seek clarifications and/or completion of submissions as described below). Following review and consideration of the bids and the making of responsiveness and responsibility determinations, the RED determines which proposer's bid is most advantageous to the State, price and other factors considered. Unless it determines to reject all bids, the RED must then seek authorization from the MTA Board to enter into a lease or contract of sale, as applicable, with such proposer. All bids must be publicly disclosed in the agenda for the Finance Committee meeting at which the RED seeks such authorization.

D. Multi-Step Lease/Sale RFP Process

In a multi-step Lease/Sale RFP Process, the initial proposer submission is followed by one or more revised submissions. Following each submission, RED staff may communicate with proposers to clarify the bids or to obtain additional information. Following review and consideration of the bids and the making of responsiveness and responsibility determinations, the RED may decide to make a final determination based on such bids or it may request that proposers submit revised bids. At any point, the RED may eliminate from the next step those

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proposers determined to be unresponsive, not responsible or outside of the competitive range on the basis of the selection criteria specified in the RFP. When the RED decides that it is not going to seek any further submissions, it determines which bid is most advantageous to the State, price and other factors considered. Unless it determines to reject all bids, the RED must then seek authorization from the MTA Board to enter into a lease or contract of sale, as applicable, with such proposer. All bids must be publicly disclosed in the agenda for the Finance Committee meeting at which the RED seeks such authorization.

E. Earnest Money Deposits

Typically, the RED requires each proposer to deposit with the MTA, at the time of its initial submission (in the case of a single-step RFP), or best and final submission (in the case of a multi-step RFP), earnest money in the amount of the security deposit that will ultimately be required under the applicable lease or contract of sale, as the case may be. Except as the Director, Leasing & Acquisition may otherwise determine, such earnest money deposit should be in the amount of three times the proposed monthly rent in the fifth lease year, in the case of a lease, or ten percent of the purchase price, in the case of a sale.

All earnest money checks and W-9 forms should be forwarded to Tenant Management, which should make a record of such checks and then transmit such checks to the MTA Comptroller's office. Once a proposer has been eliminated from further consideration, Tenant Management and the MTA Comptroller's office should be so notified by the RE Manager and (except as described in Chapter IX of these Policies and Procedures) such proposer's earnest money deposit should be returned to such proposer.

The submission of earnest money may be waived for a given RFP by the Director, Leasing & Acquisitions.

F. Opening Proposals

The receipt of proposals should be conducted with a high degree of confidentiality until the selection process is complete. Documentation such as proofs of receipt, and preliminary screening for completeness of RFP submissions, are critical in maintaining the integrity of the process. The RED Receptionist should maintain a proposal log that includes the name, date and time of receipt of each RFP response (Figure 15). All proposals should be opened at once, in the presence of two RED staff members, and in the meanwhile they should remain sealed and unopened. Subsequent to opening the proposals, each submission should be examined to ensure that all required items have been included. A checklist should be used for that purpose (Figure 16).

G. Evaluating Proposals

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The following should serve as a guide for evaluating proposals, regardless of whether a single-step or multi-step Lease/Sale RFP Process is used. In the case of a single-step Lease/Sale RFP Process, a decision is made based on the initial proposer submission.

1. Responsiveness. The first threshold to further consideration of a proposal is its “responsiveness”. The following are to be considered to determine whether a proposal is responsive:

- a. Required forms (including Procurement Lobbying Law forms) are completely filled out and executed by principals.
- b. Receipt of earnest money deposit, in the correct amount as specified in the RFP.
- c. Appropriate conceptual plans for improvements have been submitted, if requested.
- d. Proposed use is acceptable in accordance with criteria stated in RFP.

Generally, a proposal must be complete to be considered, and an incomplete proposal should be disqualified if the deficiencies are material and allowing the proposer to correct the proposal would afford the proposer a significant unfair competitive advantage or would not be in the MTA's best interest. However, the MTA reserves the right to waive any non-conformity with an RFP's requirements and the RE Manager should afford a proposer an opportunity to rectify any such non-conformity if it is relatively minor or such proposer's proposal is the best or only viable one received. In all instances, the RE Manager must discuss any such non-conformity with his or her Deputy Director. If there is any doubt about the appropriate action to take, MTA Legal should be consulted, and all relevant decisions should be made by the Director, Leasing & Acquisition and/or the Director, Real Estate. If a decision is made to request action by the proposer to conform its submission with RFP requirements, an email or letter should be sent to the proposer requesting such action. Any such email or letter should state that the non-conformity must be rectified within five working days, except that a longer time may be allowed by the RE Manager, after consulting with his or her Deputy Director, if the nature of the non-conformity (e.g. missing architectural plans) warrants such longer period.

If an RFP identifies a preferred or mandatory use, it should make clear whether such use is mandatory or merely preferred. If an RFP identifies a disfavored or prohibited use, it should make clear whether such use is prohibited or merely disfavored. A proposal received in response to an RFP should be deemed to be “unresponsive” (and thus disqualified) if such proposal contemplates uses that such RFP identified as prohibited or fails to provide for uses that such RFP identified as mandatory. A proposer should not be disqualified by reason of such proposer

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having proposed uses that the RFP identified as merely disfavored or failed to propose uses that the RFP identified as merely preferred (although that may be taken into account in scoring proposals, as described below).

2. Responsibility. The second threshold to further consideration of a proposal is whether the proposer is “responsible”. A proposer should be disqualified as “not responsible” if such proposer or any Affiliate of such proposer:

- a. has been convicted of a felony or any misdemeanor involving moral turpitude;
- b. has been disqualified from contracting with the MTA, the City of New York, the State of New York, the Port Authority of New York and New Jersey or the federal government;
- c. has violated the Procurement Lobbying Law (as more particularly described in Chapter XI of these Policies and Procedures); or
- d. owes, with respect to amounts due not more than five years prior to the date of the RFP, in excess of \$10,000 to the MTA; such amount is not (in the view of the MTA Legal Department) the subject of a bona fide dispute; and such amount has remained unpaid for more than 90 days; provided, however, that before disqualifying any proposer by reason of any such non-payment, the RED must provide written notice of such non-payment to such proposer and afford such proposer a period of not less than 30 days to pay the amount that remains unpaid. Late payment, as opposed to non-payment, shall not constitute grounds for disqualification of an otherwise responsible proposer (although it may be taken into account in scoring proposals, as described below).

If a proposer is deemed to be not responsible, no further consideration of such proposer’s proposal should be undertaken.

For purposes of these Policies and Procedures, “Affiliate” of a proposer means any entity that (a) controls or owns more than a 30% equity interest in such proposer or (b) is controlled by, or more than a 30% equity interest in which is owned by or for the benefit of, either (i) such proposer or (ii) any person (or any member of the immediate family (i.e., spouse, father, mother, brother, sister, children, and stepchildren) of any person) or entity that controls, or owns more than a 30% equity interest in, such proposer.

3. Selection Criteria. Once a proposal has been determined to be responsive and the proposer responsible, the following evaluation and selection criteria should be considered to the

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extent relevant (recognizing that some of such criteria may in some instances not be relevant, as, for example, in the case of a sale):

- Present value of proposed compensation to the MTA, including the present value to the MTA (if any) of any improvements to be paid for by the proposer but net of the cost of any improvements to be paid for by the MTA (“Net Present Value” or “NPV”)
- Quality of proposed improvements
- Nature of proposed business and potential benefit to MTA customers
- Financial capability of proposer and adequacy of business plan
- Business/personal references
- Management and operational experience of proposer
- Compatibility and consistency of proposed use with MTA Agency operations

Rent proposals should be compared based on the present values of anticipated rental streams. Such present values should be calculated using appropriate risk-adjusted discount rates determined by the Director, Leasing & Acquisition and consistently applied. In calculating such present values, any percentage rent projected by the proposer should be included only to the extent that the RE Manager deems such projections to be reasonable and then should be afforded only half the weight that is afforded to guaranteed minimum rent.

In the case of any improvements that are to be made by a tenant and used by such tenant in its business (as opposed to any improvements to be made by a tenant or purchaser for the direct and immediate benefit of the MTA), the value of such improvements should be included in NPV only to the extent, if any, that such improvements are expected to have residual value to the MTA upon the scheduled expiration of the lease term; and then the NPV should include only the present value (as of the lease commencement date, calculated using the discount rate used to calculate the present value of the rents to be paid by such tenant) of the anticipated value of the MTA’s reversionary interest in such improvements as of such scheduled expiration date, based on commercially recognized standards for depreciating the cost of improvements over their useful life. Typically, the installation of utility connections (conduit and lines for water, sewer, sprinkler, power, and telephone, for example) from some point outside of the leased premises to the premises, and roofs and windows, are improvements that will provide residual value to the MTA because the following tenant will not need to pay to make such installations, which should, all other things being equal, generate higher proposed rents in subsequent offers to lease the space. However, most pre-existing interior renovations will be demolished and replaced by a new tenant, and generally would therefore not have residual value for the purposes of calculating the NPV.

As part of the RFP evaluation process, the RE Manager should complete the RFP Evaluation Form (Figure 17), using the RED’s NPV calculation Excel template, which has been designed to facilitate the calculation of Net Present Value and its components.

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These Policies and Procedures establish a rebuttable presumption that the responsive and responsible proposer whose proposal offers the highest guaranteed payments to the MTA (calculated on a present value basis) should be designated as the lessee or purchaser of the subject property. However, as appropriate (depending on whether a lease or sale is contemplated), the Real Estate Manager should assess, compare and take into account the respective proposers' business plans, business experience and financial capability, and may (with the concurrence of his or her Deputy Director, the Director, Leasing & Acquisition and the Director of Real Estate) determine that another proposer should be so designated because such other proposer would:

- (a) be materially more likely to meet its financial obligations to the MTA;
- (b) provide a substantially superior amenity to the MTA's customers, the benefit to the MTA of which would outweigh the financial benefit to the MTA of accepting the proposal that would provide the MTA with the highest guaranteed payments;
- (c) make improvements to the MTA's property, the present value of which to the MTA would cause the NPV received by the MTA from such proposer to be higher than the NPV the MTA would receive from the proposer offering the highest guaranteed rent; and/or
- (d) very likely pay percentage rent such that (even discounting such anticipated percentage rent by at least half as described above) the NPV received by the MTA from such proposer would be higher than the NPV the MTA would receive from the proposer offering the highest guaranteed rent.

In all events, however, except as the MTA Board may otherwise decide in accordance with PAL Section 2897(7), the NPV offered by the designated proposer must equal or exceed fair market value determined in accordance with Chapter V of these Policies and Procedures.

H. Selection Process

1. Oral Presentations.

After reviewing credit checks and completed Proposer Information Forms, the RE Manager should (except as described in the next paragraph) schedule an oral presentation with each responsive and responsible proposer. It is important that two staff persons attend each interview to maintain the integrity of the process. The oral presentation should focus on any aspects of the proposer's proposal that are not self-explanatory and any discrepancies in or questions concerning the proposer's Proposer Information Form or credit report. ~~Following each oral presentation, the RE Manager should prepare a memo summarizing any material information~~

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~~gleaned from such presentation and such memo should be included as part of the RFP file.~~ If, as the result of an oral presentation there are changes to any of the terms or conditions theretofore proposed by a proposer, the RE Manager should secure written confirmation of such changes from such proposer.

If there are several qualified and responsible proposers, the RE Manager may choose to conduct oral presentations with the two or three proposers whose offers, over all, are most highly rated. In cases where there is only highly rated proposer, the RE Manager, consulting with his or her Deputy Director, may choose to schedule an oral presentation with that proposer only. An oral presentation may be waived if the proposer is an existing MTA tenant or licensee.

2. Short listing in Multi-Step RFP.

In the case of a multi-step RFP process, the RE Manager should determine (a) whether there will be any short listing of proposers before the revised offer stage and (b) whether oral presentations will be held before a revised offer stage. If there will be any short listing before the revised offer stage, the RE Manager should prepare an Authorization Memo recommending such short listing to his or her Deputy Director, the Director, Leasing & Acquisition, and the Director, Real Estate Operations. The purpose of such Authorization Memo is to provide support and justification for such short listing.

3. Revised Offer Stage in Multi-Step RFP.

In the case of a multi-step RFP process, after oral presentations and short listing, if any, the RE Manager should prepare a letter instructing the remaining eligible proposers with respect to the process for the submission of revised proposals. Such letter, which should be emailed as a .PDF document and mailed via First Class Mail, should set forth:

- The date, time and place for the submission of the revised proposals;
- The information that needs to be supplied in the revised proposals; and
- Any supplemental information, not previously supplied, of which the proposers ought to be aware.

There may be more than one call for revised proposals. When the RED decides that that it is not going to seek any further submissions, the RE Manager should proceed as if the last proposals received were the proposals received in a single-step RFP process.

4. Recommendation of Award

Single-Step RFP: In the case of a single-step RFP process, upon completion of all oral presentations, if any, the RE Manager should prepare an Authorization Memo to his or her Deputy Director, the Director, Leasing & Acquisition, and Director, Real Estate Operations

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(Figure 18). The purpose of such Authorization Memo is to provide support and justification for the rejection of all bids or the issuance of a Conditional Designation Letter. Each such Authorization Memo must include a SEQRA “type” determination or NEPA action and any follow-up action required prior to the disposition.

Multi-Step RFP: In the case of a multi-step RFP process, upon completion of all oral presentations, if any, and after the receipt of the final revised proposals, the RE Manager should prepare an Authorization Memo to his or her Deputy Director, the Director, Leasing & Acquisition, and the Director, Real Estate Operations. Again, the purpose of such Authorization Memo is to provide support and justification for the rejection of all bids or the issuance of a Conditional Designation Letter (see Chapter VII.A).

It is the responsibility of the applicable Deputy Director and the Director, Leasing & Acquisition to verify the RE Manager’s present value calculations and to assess the reasonableness of any determination by the RE Manager that the opportunity to lease or purchase the subject property should, for one or more of the reasons set forth above, be afforded to a proposer other than the proposer that offered the highest guaranteed compensation (as calculated on a present value basis). Any such determination should be highlighted and explained in the RE Manager’s Authorization Memo, as well as in the applicable Staff Summary.

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CHAPTER IV – LEASE/SALE NEGOTIATION PROCESS

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**CHAPTER IV – ENTERING INTO AGREEMENTS THROUGH THE LEASE/SALE
NEGOTIATION PROCESS**

Scope – This chapter establishes procedures for entering into lease or sale transactions based on negotiations where use of the Lease/Sale Negotiation Process is permitted by law and determined to be appropriate.

Applicability.

The Public Authorities Law allows the Lease/Sale Negotiation Process to be utilized only under the following circumstances:

- (a) the estimated fair market value of the property to be leased-out or sold does not exceed \$15,000, or
- (b) bid prices after advertising are **not** reasonable, either as to all or some part of the property, or have not been independently arrived at in open competition; or
- (c) the disposition will be to the State or any political subdivision, and the estimated fair market value of the property and other satisfactory terms of disposal are obtained by negotiation; or
- (d) the transferee is a government or other public entity, and the terms and conditions of the transfer require that the ownership and use of the asset will remain with the government or any other public entity;
- (e) the purpose of the transfer is within the purpose, mission or governing statute of the public authority; or
- (f) such action is otherwise authorized by law.

In the case of (a), (b) or (c) above, the disposition must be for no less than fair market value. In the case of (d) or (e), it can be for less than fair market value.

Negotiations with responsible prospective tenants or purchasers may under the foregoing circumstances be undertaken without utilizing the Lease/Sale RFP Process, but only pursuant to an Authorization Memo signed by the appropriate Deputy Director, the Director, Leasing & Acquisition, Director of Operations, MTA Legal, and the Director of Real Estate. (See Figure (19). At the first instance that a RE Manager, prior to or after obtaining a signed Authorization Memo for the Lease/Sale Negotiation Process, solicits an offer from the potential lessor or purchaser (which should be in writing), the RE Manager should send a letter or email to such

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other party stating that the RE Manager is the Point of Contact for the transaction and include in the letter the language in A.1(a)(1) and A.2(a)(2) of Chapter III. If he or she deems such negotiations to be successful, then in due course the Director of Real Estate may on the basis of such negotiations enter into a Conditional Designation Letter or lease with respect to a proposed transaction and then submit such transaction to the MTA Board for approval as contemplated by Chapter VII of these Policies and Procedures.

Explanatory Statements.

An “explanatory statement” must be prepared in the case of any disposition pursuant to the Lease/Sale Negotiation Process that involves:

- (a) any sale of real property that has an estimated fair market value in excess of \$100,000;
- (b) any real property disposed of by lease if the estimated annual rent over the term of the lease is in excess of \$15,000 (if the base rent in any year of the initial term is over \$15,000, then the lease qualifies for an explanatory statement); or
- (c) any real property or real and related personal property disposed of by exchange, regardless of value, or any property any part of the consideration for which is real property.

Each such explanatory statement must be transmitted to the NYS Comptroller, the Director of the Budget, Commissioner of General Services and Legislature not less than 90 days in advance of the closing of such disposition, and a copy thereof must be preserved in the RED’s files.

The RE Manager is responsible for preparing any such transmittal, which should be reviewed and approved by his or her Deputy Director and the Director, Leasing & Acquisition before it is sent out.

State Comptroller Review & Approval

Contracts for the disposition of real property via the Lease/Sale Negotiation Process that are valued at \$1 million or more, and all amendments to such contracts, must be reported to the Office of the State Comptroller (“OSC”) and may be subject to review and approval by OSC.

All contracts entered into via the Lease/Sale Negotiation Process with a value of \$1 million or more (with value being determined as the sale value in the case of a sale or the Net Present Value of the rental payments under the full term of a lease, including all option periods), and all amendments to such contracts are “eligible contracts” for OSC review.

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Each eligible contract that the MTA anticipates entering into in a given year must be reported to OSC in December of the prior year. The Director, Leasing & Acquisition, with the assistance of the Deputy Directors, Leasing & Acquisition, will prepare this list on an annual basis. If an eligible contract that has not been previously reported arises after the December reporting period, then it must be reported to OSC. The Director, Leasing & Acquisition, with the assistance of the Deputy Directors, Leasing & Acquisition, will prepare this report. No eligible contract may be entered into less than ten days prior to the execution of the eligible contract.

OSC may designate specific eligible contracts that must be submitted automatically to OSC for prior review and approval, in the manner determined by OSC (various materials, including RFP or other solicitation materials, may need to be submitted). All eligible contracts submitted for review must contain a provision stating that such contracts are not valid until approved by OSC (unless OSC has not approved or disapproved a contract within ninety days, in which case such contract shall become valid and enforceable without such approval). For 2011, OSC has not identified any real estate lease or sale contracts as being designated for automatic review.

However, all eligible real-estate contracts that were not reviewed by OSC, must be filed with OSC within 60 days of execution. **That means in 2011 that all agreements, or amendments to agreements, using the Lease/Sale Negotiation Process with a value of over \$1 million must be filed with the OSC within 60 days of execution.**

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CHAPTER V – APPRAISALS AND FAIR MARKET VALUE

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CHAPTER V – APPRAISALS AND FAIR MARKET VALUE

Scope – This chapter contains guidelines for estimating the “fair market value” of MTA real property to be offered for lease or sale.

Responsibilities – As required by PAL Section 2897(3), the RED must obtain an “independent appraisal” in connection with every sale or lease of MTA real property (including an interest in real property, such as an easement).

Objective – To aid the RED and MTA Board in their efforts to obtain appropriate compensation from lessees and purchasers and to ensure compliance with PAL Section 2897(3), which, except in limited specified circumstances, prohibits the sale or leasing out of MTA property for less than its “fair market value”.

Procedure – PAL Section 2897 does not define “fair market value”. However, such term is commonly understood in the real estate industry to mean the price (in the case of a sale) or rent (in the case of a lease) for which a typical owner of property comparable to the subject property would be willing to sell or lease such property and a typical prospective buyer or lessee would be willing to purchase or lease such property as of a specific date, assuming that neither party is specially motivated and that the property is sufficiently marketed so that its availability is reasonably well known.

In many cases, estimating fair market value, while inherently imprecise due to the uniqueness of property, is relatively straight-forward. Anyone with knowledge of the local real estate market can survey published data relating to recent transactions to find examples of sales or leases of comparable properties where the owner presumably solicited or could have solicited offers from any number of potential buyers or lessees. And, in such cases, one need then only make appropriate adjustments to per square foot prices or rents to account for variations among properties. In other cases, however, determining a “market” value is more difficult, as a property (or interest therein such as an easement) can be uniquely valuable to an adjoining property owner and (by virtue of such property’s size, shape or inaccessibility) have relatively little or no value at all to anyone else. In such cases, the fair market value of such property lies at an indeterminate point somewhere between the polar extremes of (a) One Dollar (the amount that the adjoining property owner would have to pay to win such property at an auction without any reserve price) and (b) the amount by which adding such property (or interest therein) to the adjoining property owner’s property would increase the fair market value of the adjoining owner’s property.

In these Policies and Procedures, the term “Type I Transactions” is used to refer to sales or leases of MTA property (such as stores or independently developable parcels) where the purchasers or lessees could be anyone; and the term “Type II Transactions” is used to refer to sales or leases of

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MTA property to adjoining property owners where such property has unique value to such adjoining property owners.

PAL Section 2897 does not distinguish between Type I Transactions and Type II Transactions; in either case, it requires that an independent appraisal of fair market value be obtained and retained in RED's records and (except in the special circumstances identified in Chapter IV of these Policies and Procedures) requires public advertising for bids. However, because many of the transactions that the RED handles are Type II transactions (given that MTA rights-of-way often have only one logical adjacent user), it is important, as a practical matter, to recognize that the RED will not in fact receive competitive offers in the case of Type II Transactions, and for RE Managers to give suitable instructions to appraisers to avoid confusion and ensure that in all cases the intentions of this chapter are properly served by the appraiser's work.

In the case of a Type I Transaction, the RE Manager should instruct the appraiser to prepare a typical assessment of the value of the subject MTA property assuming full and adequate competition among potential purchasers or lessees, as the case may be. In the case of a Type II Transaction, the RE Manager should instruct the appraiser to prepare an assessment of the incremental value to the adjoining property owner of adding the subject MTA property (or interest therein) to such adjoining property owner's interest.

It is important to note that in either case, the value determined by the appraiser will not necessarily equate with "fair market value". Appraisers can only estimate value, and indeed appraisers commonly disagree when more than one is asked to value any given property. And, in the case of a Type I Transaction to be entered into after the Lease/Sale RFP Process has in fact resulted in competition between two or more typically motivated potential purchasers or lessees, the actual results of such Lease/Sale RFP Process constitute more concrete evidence of fair market value than an appraiser's estimate does. However, the estimate of value determined by an independent appraiser does nonetheless constitute rebuttable evidence of fair market value, and a tool for assessing the efficacy of the RED's efforts to maximize income from the disposition of MTA property (regardless of whether the Lease/Sale RFP Process of the Lease/Sale Negotiation Process is used). Accordingly, each Staff Summary presented for MTA Board approval should include a statement of the appraiser's estimate of value, and, if the proposed transaction would yield to the MTA less than such estimate of value, either (a) an explanation as to (i) why the RED does not believe such estimate of value coincides with fair market value and (ii) why the compensation to the MTA that is being recommended in the Staff Summary represents at least fair market value or (b) information and proposed MTA Board findings of the kind required by PAL Section 2897(7)(b) and (c), which read as follows:

“b. In the event a below fair market value asset transfer is proposed, the following information must be provided to the authority board and the public:

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- (i) a full description of the asset;
 - (ii) an appraisal of the fair market value of the asset and any other information establishing the fair market value sought by the board;
 - (iii) a description of the purpose of the transfer, and a reasonable statement of the kind and amount of the benefit to the public resulting from the transfer, including but not limited to the kind, number, location, wages or salaries of jobs created or preserved as required by the transfer, the benefits, if any, to the communities in which the asset is situated as are required by the transfer;
 - (iv) a statement of the value to be received compared to the fair market value;
 - (v) the names of any private parties participating in the transfer, and if different than the statement required by subparagraph (iv) of this paragraph, a statement of the value to the private party; and
 - (vi) the names of other private parties who have made an offer for such asset, the value offered, and the purpose for which the asset was sought to be used.
- (c) Before approving the disposal of any property for less than fair market value, the board of any authority shall consider the information described in paragraph b of this subdivision and make a written determination that there is no reasonable alternative to the proposed below market transfer that would achieve the same purpose of such transfer.”

Each appraisal commissioned by the RED pursuant to these Policies and Procedures should be prepared by a member of the Appraisal Institute, or the equivalent, except that in the case of a proposed space lease such appraisal may be prepared by a licensed real estate broker experienced in the leasing of space in the area where the subject property is located.

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CHAPTER VI – ANALYSIS OF PROPOSER'S FINANCIAL CAPABILITY

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Scope - This chapter outlines the procedures to be utilized to evaluate a proposer's financial ability to comply with the terms of a lease or contract of sale.

Responsibilities - The RE Manager is responsible for receiving and taking into account the information reported on Proposer Information Forms and for ordering and taking into account the results of independent credit reports.

Objective - To evaluate the creditworthiness of a prospective tenant or purchaser.

Procedures - The necessary procedure for conducting the credit check begins with the RE Manager obtaining a completed Proposer Information Form from each proposer in order to gather reference and credit information for such proposer. The Proposer Information Form includes an authorization to order a credit report and check financial references. The RE Manager should provide the requisite information to the RED's credit reference service, LIDA Credit Agency, Inc., 450 Sunrise Highway, Suite 201, Rockville Center, NY 11570 (phone: 516-678-4600; fax: 516-678-4611), and order a credit report from such service. (See Figure 20). Typically this process takes two to three weeks.

In the case of a proposed sale, the primary evidence of a prospective purchaser's financial capability is such prospective purchaser's ability and willingness to put at risk a substantial down payment (typically equal to 10% of the purchase price). However, the RE Manager should nonetheless seek evidence of each prospective purchaser's ability to finance the balance of the purchase price, recognizing that such evidence is likely to take the form of expressions of interest and indicative terms from prospective equity owners and lenders, as opposed to definitive commitments.

In the case of a lease:

- (a) except in special circumstances with the approval of the Director of Real Estate, Leasing & Acquisition (as, for example, where the tenant makes a substantial pre-payment of rent or funds a substantial improvement of substantial value to the MTA), the prospective tenant should be required to demonstrate that it is ready and able to post cash or a letter of credit as a security deposit in the amount of three times the projected monthly rent for the fifth year of the lease term;
- (b) the prospective tenant should be required to furnish a business plan, including pro forma projections of income and expense, that demonstrates that the tenant will be able to afford to pay the proposed rent from its operating revenues;

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- (c) if the proposed rent is substantially higher than the RED’s estimate of fair market value, then (unless the tenant is itself a creditworthy entity or will make improvements that would have substantial residual value to the MTA if the lease were to be terminated for non-payment of rent) the tenant’s obligation to pay such rent should be personally guaranteed by a creditworthy principal of the tenant;
- (d) alternatively, if the projected rent is not substantially higher than the RED’s estimate of fair market value, it will suffice for a creditworthy principal of the tenant to provide a so-called “good guy” guaranty, pursuant to which the guarantor guarantees the payment of rent through the date that is six months after the date on which the tenant surrenders the premises (or such guaranty may be dispensed with entirely if the tenant itself is creditworthy); and
- (e) if the tenant is to be required to undertake and pay for substantial capital improvements, the tenant should be required to post security for the completion (and payment of the costs) of such improvements, which security may take the form of (i) a personal guaranty from a creditworthy principal of the tenant, or (ii) a letter of credit (the amount of which may be periodically reduced as construction costs are paid by the tenant).

It is in light of the foregoing requirements that the financial information provided by proposers should be evaluated by RED staff.

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CHAPTER VII – BOARD APPROVAL PROCESS

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CHAPTER VII – BOARD APPROVAL PROCESS

Scope – This chapter reviews the process for the preparation of Conditional Designation Letters and Finance Committee Staff Summaries and for the obtaining of MTA Board approval of sale and leasing-out transactions recommended by the RED. All proposals to sell or lease out MTA property must be reviewed by the Finance Committee, and no such sale or lease can become effective until and unless the MTA Board (acting upon the recommendation of the Finance Committee) has specifically authorized such sale or lease.

A. Conditional Designation Letters

When the RED has determined that it wishes to accept the proposal of a prospective tenant to lease MTA property or of a prospective purchaser to purchase MTA property (whether pursuant to the Lease/Sale RFP Process or pursuant to the Lease/Sale Negotiation Process), the RE Manager should prepare a conditional designation letter for execution by the Director of Real Estate and counter-signature by such prospective tenant or purchaser (a “Conditional Designation Letter”). See Figure 21 for an example. Such letter should spell out the terms of the proposed transaction with as much specificity as possible under the circumstances, not in the body of the letter itself but by incorporating by reference the most recent written materials (typically a signed Parcel Information Sheet Term or Sheet and signed Rent Proposal) that embody the agreements that the RED believes have been reached to date with respect to such transaction. Each Conditional Designation Letter must stipulate that it does not constitute a legally binding agreement insofar as the MTA is concerned and that it is subject to MTA Board approval.

Once an Authorization Memo has been signed, a lease or contract of sale executed by the prospective tenant may serve in place of the Conditional Designation Letter. Each such lease or contract must stipulate that it is not a legally binding agreement insofar as the MTA is concerned and that it is subject to MTA Board approval.

B. Staff Summaries

After the prospective purchaser or tenant counter-signs the Conditional Designation Letter or returns a signed lease or contract of sale, the RE Manager should prepare a Staff Summary for Finance Committee approval. The following is the sequence of steps for preparation of the Staff Summary. This process typically takes approximately three weeks and results in a presentation to and discussion with the Finance Committee.

1. The assigned Executive Secretary distributes a schedule of Finance Committee and MTA Board meeting dates to all RED staff. This schedule includes deadlines for the submission of Staff Summaries.

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2. The RE Manager submits a project title to his/her Deputy Director for review, and then to the assigned Executive Secretary who is responsible for RED's Finance Committee agenda.
3. The RE Manager prepares a first draft of the Staff Summary, using the RED's standard form (Figure 22). Details such as the following should be included as appropriate:
 - Finance Committee meeting date
 - MTA Agency involved
 - Purchaser or tenant
 - Location (street address)
 - Activity (use)
 - Action requested (approval, extension of term, etc.)
 - Term (years)
 - Renewal options (if any)
 - Space (square feet)
 - Compensation (annually, by term and by square foot, if appropriate)
 - Security deposit (if any)
 - Guarantor (if any)
 - Insurance (if any)
 - Required improvements (if any)
 - Comments

The comments section should review the justification for the selection of the proposed tenant or purchaser, and should include the number of proposals received (if the purchaser or tenant was selected via an RFP), the names of any proposers that were disqualified and the reasons why, the present values of the guaranteed compensation offered by each responsive and responsible proposer, the discount rate used to calculate such present values, and, if the responsible and responsive proposer with the highest such present value was not selected, an explanation as to why a different proposer was selected.

4. The applicable Deputy Director, the Director, Leasing & Acquisition, and the Director of Real Estate review the draft with the RE Manager and make changes as they see fit.
5. MTA executive staff (General Counsel, ~~Managing Director~~, Chief of Staff and Chief ~~Operating Financial Officer~~) review and (following implementation of any changes they may require) initial the Staff Summary.

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6. The Director of Real Estate signs the Staff Summary.
7. The completed Staff Summary is submitted along with the remainder of the RED's Finance Committee agenda package for printing.

C. Board Approval

The RE Manager and his or her Deputy Director should be present during the Finance Committee discussion in order to help answer questions as needed. The Finance Committee may instruct the RED staff to make changes in the Staff Summary as reflected in the minutes of the Finance Committee meeting. Any such changes must be made to the Staff Summary prior to submission to the full MTA Board. If the transaction is recommended by the Finance Committee, the RE Manager should update Yardi with the Finance Committee approval date and the transaction is included in the Finance Committee's report to the MTA Board. Once the MTA Board has approved the transaction, the RE Manager should enter the MTA Board approval date into Yardi.

D. SEQRA Compliance

As indicated above, RED staff must consult and coordinate with MTA Legal to ensure that, before the MTA Board takes action to approve any sale or leasing-out transaction, the requirements of SEQRA have been satisfied to the extent such requirements are applicable to such transaction. Depending on the circumstances, the MTA Board may need to make certain SEQRA-related determinations before it takes such action. Prior to submitting an Authorization Memo for any transaction, the RE Manager should, in consultation with MTA Legal, determine what, if any, SEQRA requirements must be satisfied and whether and how such requirements need to be addressed in the applicable Staff Summary.

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CHAPTER VIII - PREPARATION OF FORMAL AGREEMENTS

Scope - This chapter reviews procedures relating to the preparation of definitive legally-binding agreements.

Objective - To develop a fully executable agreement as well as provide documentation of the approval and revision of such agreement.

Responsibilities - The RE Manager has primary responsibility for the preparation of the draft agreement, preparing the Document Approval Form (“DAF”) and soliciting input from the applicable Deputy Director, the Director, Leasing & Acquisition and MTA Legal.

Procedures - The necessary procedures for preparing the lease or sale agreement include drafting the agreement and obtaining Legal Department approval and tenant concurrence with the written agreement.

A. Drafting of Formal Agreement

Prior to or following the acceptance of the terms of the agreement by the MTA Board, the RE Manager should in consultation with MTA Legal prepare a first draft of a formal agreement based on the Conditional Designation Letter, form of lease provided with the RFP (if applicable), and Staff Summary, accompanied by the Authorization Memo and Document Approval Form. To the fullest extent possible and appropriate, such draft should be based on a form previously approved by MTA Legal.

B. Internal Review

Once the RE Manager has prepared such draft, it should be forwarded to the applicable Deputy Director for review. Depending on the Deputy Director's comments, the RE Manager may need to make additional modifications. The agreement should then be forwarded to the Director, Leasing & Acquisition and the assigned attorney at MTA Legal for their review and comment. As changes are made to the draft agreement, the RE Manager should highlight the changed text with each revision and have his or her Deputy Director, the Director, Real Estate Operations and the assigned attorney review and approve the changes. A draft agreement may not be sent to the prospective purchaser or tenant until such internal review has been completed.

C. Document Approval Form

The Document Approval Form is to be used for documenting revisions and approvals. (See Figure 23). The Document Approval Form should be routed with the draft agreement for all

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internal RED reviews, comments and approvals. The Document Approval Form itself does not travel to the Law Department during the review process. However, the date of sending the agreement to the Legal Department is to be noted on the form and resides in the tenant file. The Tenant ID # from Yardi should be included on the Document Approval Form.

D. Execution By Purchaser or Tenant

Once the required internal review has been completed, the RE Manager should send the proposed documentation to the prospective purchaser or tenant for execution. Should the prospective purchaser or tenant request changes, the RE Manager should present such requested changes to his or her Deputy Director, the Director, Leasing & Acquisition and/or MTA Legal for discussion as needed. Once the agreement is finalized, the prospective purchaser or tenant should be directed to execute five original counterparts of the agreement and return them to the RE Manager.

E. Execution By Director of Real Estate

Once the agreed-upon documentation has been executed by the tenant or purchaser, the RE Manager should use the Document Approval Form to send it (by way of his or her Deputy Director, the Director, Leasing & Acquisition and MTA Legal) to the Director of Real Estate for execution on behalf of the applicable MTA Agency.

F. Required Deliveries

In addition to executed copies of the agreement, the RE Manager should obtain the following from the purchaser or tenant:

1. Any required security deposit, to the extent, if any, not already deposited with the MTA, and any required personal guarantees of payment and/or performance, including any required guaranty of completion with respect to required improvements.
2. In the case of a lease, the first month's rent.
3. In the case of a lease, an insurance certificate evidencing coverage as required by the lease. This item must be delivered to the RE Manager prior to possession being granted. The RE Manager should make an initial inspection of the certificate to verify that the amounts specified match those in the agreement, and that all the additional insured's as required under the agreement are named on the certificate, that the address of the concession is correct and that the named insured is correct as per the lease. (After the file is conveyed to Tenant Management, Tenant Management will be

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responsible for forwarding the insurance certificate to MTA Risk Management for further review.)

Note: Insurance for construction is due upon approval of plans and prior to commencement of any work.

All checks should be forwarded to Tenant Management immediately upon receipt. Copies of all the items referred to in this chapter should be maintained in the Tenant File.

G. Proposer's Failure to Execute

If a proposer has held a proposed agreement for more than two weeks, the RE Manager should send a letter to the proposer, UPS Next Day Air, stating that if the agreement is not executed within two weeks the subject property may be offered to another proposer.

Every effort should be made to contact the proposer to identify and resolve any open issues; and if the RE Manager judges the proposed tenant's reasons for failure to execute to be valid, an adequate time period should be granted for finalizing and executing the agreement. In no event, however, should the proposed tenant be allowed an inordinate amount of time to complete contract negotiations and satisfy any pre-conditions to contract execution or be allowed to renege on understandings that were reflected in the proposer's proposal or Conditional Designation Letter.

If a proposer purports to withdraw such proposer's proposal or refuses to execute definitive documentation reflecting the terms of the proposal or Conditional Designation Letter, the RE Manager, after consulting with his or her Deputy Director and MTA Legal, should instruct Tenant Management to seize such proposer's earnest money deposit, and in such event Tenant Management should notify the MTA Comptroller's office that it should transfer such deposit to the applicable MTA Agency's operating account; provided, however, that the Director, Leasing & Acquisition may in any event elect to return any earnest money deposit received from any governmental agency or not-for-profit agency. Alternatively, if negotiations have terminated by reason of an impasse over contract terms that were not addressed in the proposal or Conditional Designation Letter, and if the RE Manager and his or her Deputy Director and MTA Legal concur that the proposer has been dealing in good faith, the MTA Comptroller's office should be directed to return the proposer's deposit with interest, if any.

The RE Manager should take care to maintain contemporaneous notes of all communications that could have a bearing on the determinations that are described in the preceding paragraph.

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CHAPTER IX - TENANT INFORMATION TRANSFER

Scope - This chapter is designed to assist in preparing lease-related documentation to be forwarded to Information Management and Tenant Management.

Objective - To assist in the accurate transfer of pertinent information to Information Management and Tenant Management.

Responsibilities - The RE Manager prepares the necessary documentation and communicates the information to Tenant Management and Information Management.

Procedures - The necessary procedures for conveying the information are as follows:

A. Documentation

1. If the Director, Leasing & Acquisition approves the selection, the RE Manager with the assistance of Information Management (which advises the Real Estate Manager of the correct property and unit descriptions) should enter basic proposer information (name, address, property unit) into Yardi. The RE Manager notifies Information Management via email to change status of tenant to “future”.
2. Once a tenant has been selected, approved and entered into Yardi with “future” status, this tenant will now show up on Yardi’s Lease Tracking Report. This report may be printed and reviewed at monthly staff meetings between the applicable leasing team and the Director, Real Estate Operations (Figure 24)
3. The Director of Real Estate signs all of the copies of the final lease agreement and these are returned to the RE Manager who distributes the signed copies of the agreement as follows:
 - The tenant (1 copy)
 - Tenant File - (2 copies)
 - One copy to MTA Agency legal department (if applicable)
4. The RE Manager assembles or updates the RFP File to include all proposals, rejection letters, copies of interview notes and memos pertaining to the project and forwards to the Information Center. The RE Manager assembles or prepares the Tenant File, which includes the original proposal, all correspondence with the tenant, confirmation letter, two copies of the agreement, Staff Summary, insurance certificate, W-9 form, — construction security, Document Approval Form and the Routing Execution Form,

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and attaches the Tenant Control Checklist (Figure 25), which is affixed to the respective project file before forwarding to Tenant Management. Tenant Management is responsible for forwarding this to the Information Center.

The completed file for all new agreements or amendments and changes to existing agreements should immediately be handed over to Tenant Management staff. Within 24 hours of mailing a tenant a copy of an executed lease agreement, the RE Manager should e-mail Tenant Management staff for a meeting. At the meeting, Tenant Management staff will verify:

- All items on the tenant file check list are in the file.
- That the key qualitative tenant management elements (insurance, rent and security checks, executed routing form and lease) are in the correct amounts, received from the correct party.

If all is in order, Tenant Management staff will enter the “hand-off” date into Yardi. If qualitative elements are not in order, the Real Estate Manager and Tenant Management staff will work together to remedy the matter, and once remedied, the “hand-off” date will be entered by the Tenant Management staff into Yardi.

NOTE: It is the responsibility of the RE Manager to ensure that no agreement is executed by the Director of Real Estate unless checks are received in the appropriate amounts, and from the appropriate corporate entity, and that initial insurance certificates are received in the limits and coverages contemplated by the lease.

5. For the Lease/Sale Negotiation Process, the Authorization Memo plus all correspondence, maps and the agreement serves as the Tenant File and is forwarded to Tenant Management.

B. Insurance Coordination

Note: If a tenant’s insurance forms are incomplete at the time the Tenant File is forwarded to Tenant Management, a notation as to the status of insurance should be made. Valid reasons for uninsured status typically include the tenant not being in possession or not being required to maintain insurance during the design and construction process. However, during construction, the tenant’s contractor is required to maintain adequate insurance. The tenant may not be in possession of the facility until active coverage is in place.

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C. Planning & Construction

Tenant Management is responsible for the coordination of the construction process from plan submission and approval through completion. Tenant Management should copy the RE Manager on all correspondence and include Tenant Management in all meetings relating to the construction process. Tenant Management is responsible for updating Yardi with respect to all construction activity.

D. Maintenance of Marketable Property List

The Deputy Directors are responsible for maintaining the Marketable Property List for their respective areas of responsibility. Tenant Management is responsible for notifying the appropriate Deputy Directors of previously leased or licensed property that is due to become available.

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CHAPTER X - CONSTRUCTION MANAGEMENT

Scope - This chapter provides guidelines for standardized monitoring of the tenant improvement construction process from design through construction completion and the commencement of operation.

Objective - To ensure that tenant improvements are efficiently and appropriately completed in compliance with lease terms and with the applicable MTA Agency's architectural, engineering and code compliance department.

Responsibilities - The applicable MTA Agency is responsible for approving plans and monitoring and approving the construction of the proposed facilities.

Procedures - The necessary procedures for coordinating the construction process include the following:

A. Plan Submission

The tenant submits construction plans for approval by the MTA Agency through the RED.

1. Tenant Management, with the assistance of the leasing RE Manager, is generally responsible for coordinating the approval of design and plans for proposed improvements. After the lease is fully executed, the tenant has a prescribed number of days to submit plans to Tenant Management or its designated receiver. Tenant Management then forwards the plans to the RED's architectural and engineering ("A&E") consultant or to the appropriate MTA Agency for review. Subsequent to A&E review, the plans are forwarded to the applicable MTA Agency. If changes need to be made after the MTA Agency review, the tenant should be so notified in writing. The leasing RE Manager should be copied on all correspondence relating to plan submission and approval and all appropriate meetings held on tenant plans should include the leasing RE Manager only if necessary.
2. Once plans are approved, a letter should be sent by Tenant Management to the tenant indicating that the plans have been approved and requesting evidence of contractor's insurance (if not already sent) so that construction may commence.
3. Each MTA Agency deals with tenant construction differently. Tenant Management tracks the MTA Agency process. As a general rule, the following paragraphs describe how the MTA Agencies manage tenant construction. Appropriate exceptions

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to these general rules can be made with the approval of the Director, Leasing & Acquisition in consultation with the Sr. Deputy Director, Tenant Management.

MTA NYCT: The Maintenance of Way Department approves plans. Tenant Management arranges a construction kick-off meeting. Attendees include: the tenant, its contractors, licensed subcontractors, architect and engineer, the RE Manager, Tenant Management, and Maintenance of Way. Maintenance of Way is responsible for all inspections and for Approval to Open (oral or written) and Final Approval (written). The Final Approval concludes the process for NYCT. Tenant Management communicates this information to the tenant.

MTA LIRR:

1. **For Penn Station Tenants:** The Capital Program Management (CPM) staff assigned to Penn Station approve the plans. CPM arranges a construction kick-off meeting. Attendees include Tenant Management, the Station Manager, the RE Manager, LIRR Engineering, CPM and the tenant and its contractors, architect and engineers. CPM is responsible for issuing a Construction Permit and for all inspections. After satisfactory construction completion, CPM issues a Certificate of Occupancy to the tenant with a copy to the RE Manager, who then forwards a copy to Tenant Management.
2. **For Tenants in Space Other Than Penn Station:** CPM staff approve the plans. CPM staff, together with LIRR Engineering Department personnel, are responsible for inspections and CPM issues the certificate of occupancy/construction approval. Tenant Management communicates the approval to the tenant.

MTA METRO-NORTH: Capital Programs (CP) approves the plans. CP is responsible for issuing a Building Permit and for inspections. Tenant Management coordinates the construction kick-off meeting. In attendance are: CP (including the Chief Architect, Engineers and Code Compliance) the RE Manager, Tenant Management, the tenant and its architect, engineers and contractors. CP issues a Certificate of Occupancy upon satisfactory completion of construction. The Certificate of Occupancy is forwarded to Tenant Management.

B. Construction Monitoring

1. Tenant Management communicates with the Engineering Department/Maintenance of Way on the status of the improvements. In some cases, Tenant Management will find it necessary to physically inspect the premises. Accordingly, Tenant Management

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essentially monitors the construction process endeavoring to ensure that construction proceeds according to schedule and that all inspections by the appropriate technical personnel occur. Tenant Management is responsible for documenting any delays and the reasons for such delays. Once the construction is completed, the applicable MTA Agency is notified that construction is complete and a final inspection is requested.

C. Construction Completion

1. Upon construction completion and approval, Tenant Management arranges the return of the construction security, if applicable.
2. Where an agreement indicates that rent commences upon completion of construction, Tenant Management sends the tenant a rent start notice and provides a copy to the RE Manager and Information Management.

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CHAPTER XI – NEW YORK STATE PROCUREMENT LOBBYING LAW

Scope - This chapter establishes policies and procedures for the implementation of the requirements relating to lobbying with respect to real estate transactions as provided in the State Finance Law and Legislative Law and as amended by Chapter 1 of the Laws of New York of 2005 (the "Procurement Lobbying Law"). The applicable provisions of the Procurement Lobbying Law took effect on January 1, 2006. The Procurement Lobbying Law is a statute enacted by the New York State Legislature and the MTA is obligated to comply with its requirements.

Objective - To enhance the public's confidence in State procurement processes by increasing disclosure requirements for persons attempting to influence a procurement or Real Estate transaction.

Responsibilities -- Proposers must not make "Contact" during the Restricted Period with anyone other than the Designated Point(s) of Contact.

Procedures - The Procurement Lobbying Law applies to "the purchase, sale or lease of real property or an acquisition or granting of other interest in real property." Among other things, it restricts certain contacts during the procurement process and requires the MTA to record all such "Contacts" and include them in the transaction record. Violations of the policy regarding permissible contacts must be reported to the appropriate MTA officer and investigated accordingly.

A. Definitions:

As used in this chapter and as provided in the Procurement Lobbying Law, the following terms have the following meanings:

1. Contact: any oral, written or electronic communication with a governmental entity under circumstances where a reasonable person would infer that the communication is *intended to influence* an MTA real estate transaction.
2. Offerer: an individual or entity, or any employee, agent or consultant or person acting on behalf of such individual or entity, that contacts the MTA about a real estate transaction during the Restricted Period or that bids, proposes or enters into negotiations with respect to an MTA real estate transaction.
3. Restricted Period: the period of time commencing with the earliest written notice, advertisement or solicitation of an RFP or, in the case of a Lease/Sale Negotiation

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Process transaction, when the RE Manager first solicits a response from a potential lessor or purchaser intending to result in contract of sale or lease, which solicitation should be in writing, and ending with the final closing of the transaction.

B. Applicability:

1. The Procurement Lobbying Law applies to *all contracts* with an estimated annual expenditure in excess of \$15,000, including, but not limited to, RFPs and agreements entered into via the Lease/Sale Negotiation Process.
2. A transaction is not subject to the provisions of this section if the commencement of the Restricted Period occurred prior to the effective date of the Procurement Lobbying Law, even if the contract is awarded after the effective date.
3. During the Restricted Period, bidders/proposers, or those acting on their behalf, may only “Contact” the designated contact person or persons (as specified in the bid/solicitation documents as the designated “Point(s) of Contact”) with regard to a real estate transaction. In addition, bidders/proposers may not attempt to influence a real estate transaction in a way that violates or attempts to violate the ethics provisions of the Public Officers Law Section 73(5), relating to the receipt of gifts intended to influence; and Section 74, which addresses the ethical standards of employees of state agencies (including public benefit corporations), members of the New York State Legislature and Legislative employees.

C. Communications Not Prohibited by the Procurement Lobbying Law:

1. Submission of written proposals in response to an RFP or other solicitation, pursuant to the submission requirements set forth in the solicitation documents.
2. Questions to the Point(s) of Contact set forth in the solicitation, advertisement and/or real estate transaction package, when all such questions and responses are to be disseminated to all Offerers who have expressed an interest in the RFP or other solicitation.
3. Participation in a pre-proposal conference, oral presentation or interview provided for in an RFP.
4. Complaints by an offerer regarding the failure of a designated contact to reply in a timely fashion.

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5. Communications by Offerors, who have been tentatively designated as the prospective tenant or purchaser, provided that such communications are solely for the purpose of receiving the terms of such designation and/or negotiating the terms of the lease or contract of sale after being notified of such designation.
6. Contacts regarding protests, appeals or other review proceedings before the MTA.
7. Complaints of alleged improper conduct.
8. Contact by a member of the New York State Legislature or legislative staff, when acting in their official capacity, regarding a particular real estate transaction.
9. Communications described in clauses 1 through 8 above and made to an authorized designee of the Point(s) of Contract, provided that the Point(s) of Contact participates in the communication. In addition and in the absence of the Point of Contact, the Director of Real Estate may authorize another contact within the Real Estate Department to receive communications on behalf of the Point(s) of Contact.

D. Procedures For Reporting Potential Violations of Policy Regarding Contact During Restricted Period:

1. Any employee of the MTA, including employees outside of the RED, who becomes aware that anyone has violated the Procurement Lobbying Law regarding permissible contacts, must inform the Director of Real Estate immediately, using the Report of Contact form. (Figure 26).
2. Upon any Contact during the Restricted Period, the employee being contacted must obtain the name, address, telephone number, place of employment and occupation of the person or organization making the Contact and whether or not such person or organization was retained, employed or designated by or on behalf of the Offerer to contact the MTA regarding the procurement. This information must be included on the Form submitted to the Director of Real Estate.
3. The person recording the information makes a copy of the form for themselves, and sends an additional copy to the Director who maintains a central repository of the forms as well as the original to the RE Manager for placement in the Project file. In addition, the Director of Real Estate will investigate the allegations. If there is reasonable cause to believe that the allegations are true, the Offerer must be notified of the investigation and given an opportunity to respond to the allegations in accordance with the MTA's procedure regarding responsibility determinations.

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4. The MTA Director of Real Estate must report knowing and willful violations of the Procurement Lobbying Law to the Executive Director of the MTA and the Office of General Services (“OGS”).

E. Contract Requirements:

1. All RFP or Lease/Sale Negotiation offering documents must contain the name of the designated contact(s) (the Point(s) of Contact) for that particular procurement.
2. All RFP or Lease/Sale Negotiation offering documents must contain a summary of the requirements of the Procurement Lobbying Law. This summary is contained within Schedule W.
3. Schedule W (Figure 27) must be made a part of, and returned with, the bid/solicitation documents for each real estate transaction covered under the Procurement Lobbying Law. *Failure of a bidder/proposer to return a completed Schedule W will deem such bidder/proposer as ineligible for award.* Schedule W consists of the following, which satisfy the submission requirements of the Procurement Lobbying Law:
 - a. Affirmation of the Offerer’s understanding of, and agreement to comply with, the Procurement Lobbying Law.
 - b. Certification that the information the Offerer has provided the MTA with is complete, true and accurate.
 - c. Disclosure of any findings of non-responsibility made within the previous four years that were due to a violation of the Lobbying Law or as a result of intentionally providing false or incomplete information to a government entity (as defined in the Procurement Lobbying Law). Failure to disclose such prior determinations of non-responsibility will be considered in the determination of responsibility.
 - d. The MTA may confirm the accuracy of the information provided in this disclosure by accessing the list of all Offerers who have been determined to be non-responsible or debarred due to violations of this section, maintained by the OGS.

F. Responsibility Determination:

1. A finding that an Offerer has knowingly and willfully violated the Procurement Lobbying Law may result in a determination of non-responsibility and the Offerer may not be awarded the lease or sale.
2. The lease or sale may be awarded to an Offerer found non-responsible as a result of a violation of the requirements of this section, if the MTA determines that the award of the license or sale to the Offerer is necessary to protect public property, health or safety, and that the Offerer is the only source capable of fulfilling the

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contract within the required timeframe. Such finding must be documented in the transaction file.

3. Any subsequent determination of non-responsibility due to a violation of this section within four years of a determination of non-responsibility will result in the Offerer being debarred from submitting a bid/proposal on or be awarded any real estate contract for four years from the date of the second determination.
4. Compliance with the requirements of the Procurement Lobbying Law and this Procedure will be considered in the overall responsibility determination of the Offerer.

G. Termination

1. Each lease or sale contract covered by the Procurement Lobbying Law must contain a provision that authorizes the MTA to terminate any such transaction if any of the certifications provided by the Offerer pursuant to the Procurement Lobbying Law is found to be “intentionally false or intentionally incomplete”.
2. The MTA must include the basis for any action taken pursuant to such termination provision in the transaction record.

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Authorization Memo: A memorandum prepared by a RE Manager seeking authorization as required by these Policies and Procedures.

Authorization Memos recommending award pursuant to an RFP require SEQRA check off and signature of the appropriate Deputy Director, Director, Leasing & Acquisition, and Director, Real Estate Operations.

Authorization Memos recommending award pursuant to the Lease/Sale Negotiation Process require SEQRA check off and the signatures of the appropriate Deputy Director, the Director, Leasing & Acquisition, the Director, Real Estate Operations, MTA Legal, and the Director, Real Estate.

Lease/Sale Negotiation Process File: This file results from the Proposer File and includes the Authorization Memo, the Proposer Information Form, the Conditional Designation Letter, the Staff Summary, the Document Approval Form, two copies of the definitive agreement(s), the insurance certificate and the W-9 form. This file is assembled by the RE Manager and resides in the Information Center.

Conditional Designation Letter: As described in Chapter VII.

Contact: As defined in Chapter XI.

Deputy Director: The Deputy Director of the RED who has primary responsibility for RED leasing & acquisition activities relating to property of a particular MTA Agency.

Document Approval Form: As described in Chapter VIII.

Finance Committee: The Finance Committee of the MTA Board (or any other committee of the MTA Board that may assume responsibility for oversight of the RED).

GCT Leasing Guidelines: As defined in the Introduction.

Information Center: The area of the RED office devoted to maintaining central files, Val maps, Sanborn maps, Tax maps, Station Diagrams and other documents that are regularly needed and must be permanently retained.

Information Management or IMU: The information management unit of the RED.

Inquiries: As defined in Chapter I.

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IPIS: IPIS is a database that contains a list of properties owned by the City of New York. Information concerning tax status, descriptive property history and any *in rem* action is also available. Access to this information is provided via CityNet Computer Hook-up. Certain items from this information can also be found in Yardi for each City-owned property.

Lease/Sale RFP Process: The leasing-out or selling of real property of the MTA pursuant to an RFP.

Lease/Sale Negotiation Process: The leasing-out or selling real property of the MTA other than pursuant to an RFP.

Licensing-Out Policies and Procedures: As defined in the Introduction.

Marketable Property List: A list of all properties available for marketing by the RED. This list should be updated and reviewed regularly to determine the marketability of properties.

MTA: The Metropolitan Transportation Authority.

MTA Agency: As defined in the Introduction.

Net Present Value or NPV: As defined in Chapter III.

New York City Department of Finance Data: The Department of Finance maintains all ownership records for the five boroughs. The records include information relating to current ownership, mortgages, zoning, location, age of improvements and assessed real property value. The data are accessed via select personal computers within the RED.

Parcel Information Sheet: As described in Chapter II.

Procurement Lobbying Law: As defined in Chapter XI.

Proposer File: The Proposer File is assembled by the RE Manager and contains the original signed proposal, all relevant correspondence with the selected proposer, the Conditional Designation Letter, the Staff Summary, the Document Approval Form, , two copies of the definitive agreement(s), the insurance certificate and the W-9 form. This file resides in the Information Center.

Proposer Information Form (PIF): The Proposer Information Form provides detailed information with respect to proposers and their principals and Affiliates, including addresses, past dealings with state and municipal agencies, business history and experience, references, available lines of credit and assets and liabilities, and includes a business plan with financial

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projections and a credit check authorization. The PIF is used for both the Lease/Sale RFP Process and the Lease/Sale Negotiation Process.

Real Estate Data, Inc. (REDI): REDI is a resource of property ownership, tax maps and tax status on microfilm and land books, organized by block and lot and cross-referenced by name and address. REDI is available through the RED library. Any of the Metro-North lines outside of the five boroughs are available only in book form.

Recordation of Contact: As defined in Chapter XI

RED: The MTA real estate department.

RE Manager: A RED staffer who reports to a Deputy Director.

Restricted Period: As defined in Chapter XI.

RFP or Request for Proposals: A request for proposals issued in accordance with these Policies and Procedures.

RFP File: The RFP file results from the Project File after the Tenant File is assembled, and contains all relevant information regarding the RFP, including all proposals and correspondence with proposers and the RE Manager notes regarding the project. This file resides in the Information Center.

RFP Mailing List: The mail log is maintained in Yardi by an assigned executive secretary and is comprised of a list of persons who have expressed an interest in leasing property from the MTA.

Sanborn and Land Maps: Sanborn and Land Maps are organized by county and municipality; parcels may be identified by location. Sanborn is available for the five boroughs only. In addition to the type of information that REDI provides, the Sanborn provides brief building improvement information, subway stations, utility/municipality easements, condominiums and any air rights.

SEQRA: As defined in Chapter II.

Staff Summary: The document by which the RED summarizes a transaction for the purpose of obtaining MTA Board authorization to enter into such transaction.

Tenant File: The Tenant File contains all documentation relating to a given tenant, including correspondence, agreements and plans. The files for current tenants and recently (within the past two years) terminated tenants are maintained in the Information Center. All other terminated

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files are maintained at MTA's offsite storage facility and are subject to MTA's document retention policy.

Tenant Management or TMU: The tenant management unit of the RED.

Term Sheet: A sheet or sheets listing the terms of the agreement, requirement improvements, and other information about the transaction.

Type I Transaction: As defined in Chapter V.

Type II Transaction: As defined in Chapter V.

Valuation (VAL) Maps: The VAL Maps indicate Metro-North and LIRR ownership right of way and indicate property rights along the railroad lines. They also contain limited historical information and identify current tenancies. The RE Manager should check the VAL Maps to verify that property is owned by the MTA and update the maps as new leases are consummated. These maps are located in the Information Center.

W-9 Form: Federal tax form W-9.

Work Sheet: As described in Chapter II.

Yardi: Yardi Systems Inc. is a Santa Barbara, CA based computer-systems and data-processing company that provides property management/ accounting software and maintenance services to the RED. In this document "Yardi" refers to the PC based program developed and customized specifically for the MTA.

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Figure 1 – Request to be on RFP Mailing List

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MTA Real Estate Department

Request to be included on the RFP (Request for Proposal) Mailing List

To be on the MTA mailing list, you must complete the following information, print the form, and mail it to:

RFP Mailing List
MTA Real Estate Department
347 Madison Ave., 8th Floor
New York, NY 10017

Location (Check the agency or location(s) that are of interest to you by clicking in the box)

- ☐ **New York City Transit**
Five Boroughs of New York
- ☐ **Long Island Rail Road Company**
Manhattan, Brooklyn, Queens, Nassau & Suffolk Counties
- ☐ **Metro-North Commuter Railroad Company**
Manhattan, Bronx, Westchester, Putnam,
Rockland, Orange and Dutchess Counties
- ☐ **MTA Bridges & Tunnels**
Five boroughs of New York

Concession Type (Check the type of concessions of interest to you by clicking in the box)

- | | |
|---|---|
| <input type="checkbox"/> Retail | <input type="checkbox"/> Vacant Lot |
| <input type="checkbox"/> Newsstand | <input type="checkbox"/> Mobile Food Service |
| <input type="checkbox"/> Parking Lot | <input type="checkbox"/> Vending Machines |
| <input type="checkbox"/> Taxi Stand | |

Applicant Information (enter the information by typing in the boxes).

Last Name _____ First Name _____

Address _____

City _____

State _____ Zip Code _____

Telephone No. _____

Date _____

Please notify this office when you change your address
(212) 878-7049

RED (02/02)

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Figure 2 – Property Subject to RFP

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EXAMPLE OF A PROPERTY SUBJECT TO RFP LETTER

(DATE)

(NAME)

(STREET ADDRESS)

(CITY), (STATE) (ZIP CODE)

Dear (NAME):

Thank you for the interest you expressed in leasing property owned or managed by the Metropolitan Transportation Authority (MTA). Please be advised that it is the policy of the MTA to offer lease opportunities through a request for proposals (RFP) process.

If you would like to be on our RFP mailing list, please complete the enclosed mailing list form and return it to my attention at your earliest convenience.

If you have further questions, you may reach me at (212) (878-____). Again, thank you for your interest in MTA property.

Sincerely,

(STAFF NAME)

Enclosure (RFP Brochure and Figure2)

cc: (Director of Real Estate Operations)
(Deputy Director, Leasing & Acquisition)
File
Chron

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Figure 3 – Acknowledgement Letter

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EXAMPLE OF ACKNOWLEDGEMENT LETTER

(When substantial research and/or agency review must take place, if Real Estate Manager in his/her judgment believes a research or agency review is forthcoming, this acknowledgement can be foregone. Telephone contact is then deemed appropriate.)

(DATE)

(NAME)
(STREET ADDRESS)
(CITY), (STATE) (ZIP CODE)

Re: LIRR Property West of Centerport Road, Huntington, New York (PROPERTY
CODE) (UNIT CODE)

Dear (NAME):

The Real Estate Department of the Metropolitan Transportation Authority (MTA) is in receipt of your request for an agreement to use Long Island Rail Road (LIRR) property at the referenced location, for the receipt, storage and sale of masonry supplies.

Please be advised that this request has been forwarded to the LIRR for review. Upon receipt of its comments, you will be notified accordingly.

Should you have any questions, I can be reached at (212) (878-____).

Sincerely,

(NAME)
Real Estate Manager
Real Estate Department

cc: (Director of Real Estate Operations)
(Deputy Director, Leasing & Acquisition)
File
Chron

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Figure 4 – Property Not Owned/Managed by MTA

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EXAMPLE OF PROPERTY UNAVAILABLE FOR LEASE LETTER

(DATE)

(NAME)

(STREET ADDRESS)

(CITY), (STATE) (ZIP CODE)

Re: LIRR Property – Block 6499, Lot 22, Brooklyn, New York (PROPERTY CODE,
UNIT CODE)

Dear (NAME):

With reference to your letter dated January 7, 2008, regarding the use of LIRR property,
it appears that the LIRR is not the owner of the property you wish to use.

If I can be of further assistance to you, please call me at (212) (878-____).

Sincerely,

(NAME)

Real Estate Manager
Real Estate Department

Enclosure (RFP Brochure and Figure2)

cc: (Director of Real Estate Operations)
(Deputy Director, Leasing & Acquisition)
Chron

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Figure 5 – Property Unavailable for Lease

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EXAMPLE OF PROPERTY UNAVAILABLE FOR LEASE LETTER

(DATE)

(NAME)

(STREET ADDRESS)

(CITY), (STATE) (ZIP CODE)

Re: LIRR Property – Flatbush Avenue, Brooklyn, New York (Block 11216499, Lot 1)
(PROPERTY CODE, UNIT CODE)

Dear (NAME):

Thank you for the interest you expressed in leasing property owned or managed by the Metropolitan Transportation Authority (MTA). As a follow-up to our phone conversation, please be advised that the referenced site is currently under rehabilitation and will not be available until winter 2010.

If I can be of further assistance to you, please call me at (212) (878-____). Again, thank you for your interest in MTA property.

Sincerely,

(NAME)

Senior Real Estate Manager
Real Estate Department

Enclosure (RFP Brochure and Figure2)

cc: (Director of Real Estate Operations)
(Deputy Director, Leasing & Acquisition)
Chron

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Figure 6 – Letter Denying Request

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EXAMPLE OF LETTER DENYING REQUEST

(DATE)

(NAME)

(STREET ADDRESS)

(CITY), (STATE) (ZIP CODE)

Re: Parking Request -- West of Endo Boulevard, Garden City, New York
Property Code _____ Unit Code _____

Dear (NAME):

Thank you for the interest you expressed in leasing Long Island Rail Road (LIRR) property at the above-referenced location. I regret to inform you that your request has been denied at this time, as this property is being retained for future freight operations..

If I can be of further assistance to you, please contact me at (212) (878-____).

Sincerely,

(NAME)

Real Estate Manager

Real Estate Department

cc: (Director of Real Estate Operations)
(Deputy Director, Leasing & Acquisition)
File
Chron

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Figure 7 – Parcel Information Sheet

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Metropolitan Transportation Authority

74th St.-Broadway / Roosevelt Ave.- Jackson Heights Station

MTA New York City Transit
Subway station / Bus terminal complex: Street level retail space plus basement
(corner of 75th Street & Roosevelt Avenue)

Parcel Number A1

Line	Flushing line & Queens Boulevard line (7, E, F, G, R trains)
Location	74 th St. / Roosevelt Ave.- Jackson Heights station Queens, NY 11372. Street level (plus basement) at the corner of 75 th Street & Roosevelt Avenue.
Property Code / Unit Code	tqb23100/18
Concession Area	Approximately 3,900 square feet total. Street level: 1,360sf; basement: 2,500sf.
Suggested Use	Retail concession. Food services (including on-site cooking) are permitted.
Reservations & Restrictions	The sale of newspapers and magazines is prohibited. The sale of candy and cigarettes is permitted.
Minimum Hours	9:00 a.m. – 5:00 p.m. Monday - Saturday
Average Weekday Station Customer Count	50,000
Suggested Annual Rent	Suggested annual rent is \$102,000 with a 3% annual escalation over the term of the lease. The proposer may offer more or less than this suggested annual rent. The proposer must specify the proposed annual rent for each year of the lease.
Security Deposit	Three months of the fifth year's rent for the first five years, increasing to three months of the tenth year's rent for years six through ten, increasing to three months of the fifteenth year's rent for years eleven through fifteen, increasing to three months of the twentieth year's rent for years sixteen through twenty. An additional deposit may be required to guarantee completion of required improvements.
Personal Guarantee	The MTA reserves the right to require a personal guarantee from the principal(s) of a corporation or limited liability company.
Term of Lease	Up to twenty years. A proposed term of lease greater than twenty years will be evaluated on a case by case basis.

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Metropolitan Transportation Authority

Condition of Premises

Premises will be delivered "as is." Building permit for Tenant's initial improvements will be issued by MTA New York City Transit.

Utilities

Lessee shall, at its sole cost and expense, provide any and all necessary utilities and utility connections as noted under improvements. Lessee shall pay for all utilities consumed.

1. At present, there is no gas connection to the concession area. For uses that require gas service, the tenant must obtain gas connection from the street at his / her own expense.
2. The electrical service available at this concession is 800 amps / 3-phase.

Site Description

The 74 Street / Roosevelt Ave. - Jackson Heights station complex is a prominent and attractively rehabilitated station. This retail space (A1) was built as part of the bus terminal complex of the main station building. The retail space is located at street level and has a basement (with a high ceiling). The basement (2,500sf) has a larger footprint than the street level space (1,360sf). The basement has interior access and also exterior access from the street level; there is no loading dock. No separate public entrance is available to allow the basement to function as an independent concession area. The storefront and entrances are already completed.

Required Improvements

The MTA will insist on high quality design, materials, and workmanship for this retail space. Each proposer is responsible for performing all appropriate due diligence to make sure that his/her proposed use complies with all applicable regulations and codes.

Required improvements include:

1. Design the entire interior to accommodate a high quality establishment without altering the exterior storefront on any side. Use only fire retardant lumber, including plywood under laminated plastic that bears seals of the manufacturer. Exterior store signage must be confined within the approximately 24" high sign band that has already been provided around the concession area. Install appropriate security devices such as roll down gates or window grilles.
2. An automatic sprinkler fire protection system is required by MTA New York City Transit. Any HVAC systems and plumbing must be self-contained systems and meet all MTA New York City Transit and governing New York State code requirements.
3. The power feed will support an 800 amp / 3-phase service. Part of the power feed is constructed; complete an independent electrical system directly from Con Edison.
4. Openings (mechanical shaft & pit) are provided for a future elevator (or lift) between the street level concession area and the basement. Depending on tenant's proposed use for the basement area, construction of an elevator may or may not be required. Proposer is responsible for due diligence with respect to and compliance with all ADA accessibility requirements and New York State Fire Prevention & Building

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Metropolitan Transportation Authority

Code accessibility requirements.

Estimated Cost of Improvements Each proposer should take into consideration the requirements for high quality design, materials and workmanship, as well as compliance with all applicable regulations and codes, when preparing plans and estimating construction costs.

We strongly encourage each proposer to obtain professional construction estimates before submitting his or her proposal. Per the attached General Affidavit (which can be found on page 12 of the Proposer Information Statement), all proposers are required to state approximately how much will be spent on improvements. If actual construction costs exceed estimated costs, the tenant should not anticipate any relief from the MTA. The tenant will, in any event, be responsible for completing all required improvements.

Insurance The lease agreement will specify the insurance requirements and will include:

- Commercial general liability insurance,
- Workers' compensation insurance,
- All-risk property insurance policy,
- All-risk builder's insurance.

Site Tour 10:00am, Wednesday January 12, 2011

10:00am, Wednesday January 26, 2011

Proposal Due Date 3:00pm, Friday February 18, 2011

Proposals should be submitted to:
MTA Real Estate Department
347 Madison Avenue, 8th Floor
New York, NY 10017-3739
Attention: NYC Transit RFP: 74th Street-Jackson Heights Station

Assignment Not permitted

Broker None

Commencement Date Delivery of Possession

Rent Commencement Date 60 days from delivery of lease

This Rent Proposal must be signed by an officer of the prospective tenant.

Prospective Tenant: _____

Authorized Signature: _____

Name: _____

Title: _____

Date: _____

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Metropolitan Transportation Authority

Rent Proposal Form

MTA New York City Transit
Retail Concession RFP 2011 (MTT-02/11)

Proposers must specify their proposed annual rent for each year of the lease.
A 3% annual escalation over the term of the agreement is suggested.

If a proposer is submitting more than one proposal, each proposal must include a Rent Proposal Form, and each proposal must be submitted separately in its own envelope.

Parcel No. A1 (corner of 75 Street & Roosevelt Avenue)

Location: 74 Street-Broadway / Roosevelt Avenue-Jackson Heights Station

Proposed Annual Rent:

Years 1 – 10:

Year 1	\$	_____
Year 2	\$	_____
Year 3	\$	_____
Year 4	\$	_____
Year 5	\$	_____
Year 6	\$	_____
Year 7	\$	_____
Year 8	\$	_____
Year 9	\$	_____
Year 10	\$	_____

This Rent Proposal must be signed by an officer of the prospective tenant.

Prospective Tenant: _____

Authorized Signature: _____

Name: _____

Title: _____

Date: _____

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RENT PROPOSAL – Percentage Rent

Location Name: [Enter identifying information for location]

Prospective Tenant: _____

The following chart must be completed:

Year(s)	Proposed Guaranteed Minimum Rent	Proposed Percentage (%) Rent Factor	Proposed Breakpoint
1	\$	plus % of gross sales over breakpoint of	\$
2	\$	plus % of gross sales over breakpoint of	\$
3	\$	plus % of gross sales over breakpoint of	\$
4	\$	plus % of gross sales over breakpoint of	\$
5	\$	plus % of gross sales over breakpoint of	\$
6	\$	plus % of gross sales over breakpoint of	\$
7	\$	plus % of gross sales over breakpoint of	\$
8	\$	plus % of gross sales over breakpoint of	\$
9	\$	plus % of gross sales over breakpoint of	\$
10	\$	plus % of gross sales over breakpoint of	\$

This Rent Proposal must be signed by an officer of the prospective tenant:

Prospective Tenant: _____

Authorized Signature: _____

Name: _____

Title: _____

Date: _____

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Figure 8 – Market Analysis Work Sheet

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FACT SHEET
Parcel # 1
Market Analysis Work Sheet
RFP #

Property Description

Property Code _____ Unit Code _____ Parcel# _____
Address:
Brooklyn, New York

Comparables – For rental of vacant land

Source	Location	\$/SF
	Bushwick/Brooklyn	\$1.18
	Bushwick/Brooklyn	\$0.80- \$1.20
	Bushwick/Brooklyn	\$1.38

Comments: As mentioned above, there are approximately three buildings situated on this site which appear to be structurally unsound, and therefore would require a major capital investment to either refurbish or demolish. As such, the recommended asking compensation for this site is \$1.00 per square foot.

Asking Compensation or Comparable Value: \$1.00 per square foot (\$100,000.000 annually)

Recommended Term: Five (5) years

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Figure 9 – RFP Cover Letter

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347 Madison Avenue
New York, NY 10017-3739
212 878-7000 Tel



Metropolitan Transportation Authority

State of New York

December 23, 2010

Re: 74 Street / Roosevelt Avenue Station, Jackson Heights, Queens
Retail Concession Spaces for Lease

Dear Prospective Tenant:

Thank you for your interest in this offering of MTA New York City Transit retail spaces for lease at the 74 Street-Broadway / Roosevelt Avenue station in Jackson Heights. This offering contains two street level retail spaces and one subway mezzanine level retail space.

While prospective tenants may use a broker to assist them, no brokerage commission or any other type of fee or compensation will be paid by the MTA, or any affiliate or subsidiary of the MTA, in connection with any lease resulting from this RFP.

Enclosed is the entire Request for Proposals ("RFP") package, which is also available on the Internet at:

http://mta.info/mta/realestate/retail_leasing.html

The package includes the following components:

1. *Available Properties—Parcel Information Sheets.* This section provides information about each of the three spaces offered and the dates / times that these spaces may be viewed. For each space, the Parcel Information Sheet includes the suggested annual rent for Year 1. Respondents may offer to pay more or less than the suggested annual rent based on their professional judgment.
2. *Request for Proposals—Rules and Regulations.* This section contains regulations, information and instructions that relate to the submission of proposals. Please take the time to read this section carefully and refer to it as you fill out the Proposer Information Statement.
3. *Proposed Compensation Form.* This form is to be used to specify the rent that the prospective tenant proposes to pay to the MTA for the applicable space.
4. *The Proposer Information Statement.* The Proposer Information Statement is to be completed by prospective tenants. Please take the time to read the instructions carefully and *ensure that all questions are answered completely.* Also, please note that there are three sections where the proposer's signature must be notarized. Those sections are entitled "Credit Authorization," "Background," and "General Affidavit."

The agencies of the MTA

MTA New York City Transit
MTA Long Island Rail Road

MTA Long Island Bus
MTA Metro-North Railroad

MTA Bridges and Tunnels
MTA Capital Construction

MTA Bus Company

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Request for Proposals
Page 2 of 3
December 23, 2010

Please note especially the section of the Proposer Information Statement entitled "Lobbying Law—Schedule W." This section must be completed; failure to complete and submit this section may result in a determination of non-responsiveness and disqualification.

5. *U.S. Internal Revenue Service Form W-9, Request for Taxpayer Identification Number and Certification.* This Form W-9 must be completed and returned with the proposal.

6. *NYCT Concession Design Guidelines* and the *Standard Format for Architectural Drawing Submissions.* These guidelines are for the tenant and tenant's architect and contractor to use in preparing design plans following lease execution. Please note that all newly constructed spaces must comply with the Americans with Disabilities Act ("ADA").

You may submit proposals for one or more of these retail spaces. You must submit a separate proposal for each concession space that is of interest to you. See "Appendix A" attached to this cover letter for more details.

A suggested annual rent for each of the retail locations is included in each Parcel Information Sheet; however, proposers may offer to pay *more or less* than that amount. Your professional judgment as to the fair market value of a site based upon its location, size, current condition / required investment for build-out, income potential, etc. should form the basis for your offer. Proposers should be aware that, while rent is an important consideration in the MTA's evaluation of proposals, other criteria such as the desired retail mix at the station, the business experience of the proposer, and the proposer's record of past performance will also be considered.

Please note the requirement for a Proposal Deposit: the Proposal Deposit (checks or money orders) must equal three months of Year 5 Rent (i.e. proposed rent for Year 5). Proposals submitted with multiple checks drawn on different accounts will be rejected. You must enclose money orders or checks drawn on a single account. The Proposal Deposits of unsuccessful proposers will be returned. The Proposal Deposits of successful proposers will become the Security Deposits under the applicable leases.

The MTA reserves the right to require additional security for a retail space necessitating significant construction improvement work and a personal guarantee from the principal(s) of a corporation or limited liability company when the MTA determines that such entity is under-capitalized based on the information supplied.

All RFP proposals must be received by **3:00pm, Friday February 18, 2011**. Proposals submitted after the deadline may not be considered. Each proposal must include those items listed in the "Submission Requirements" section of *Request for Proposals—Rules and Regulations*. Proposals not including all the items requested may be rejected.

The MTA reserves the right, at any time, to modify or waive requirements of this RFP.

All bid proposals shall be publicly disclosed in the agenda for the meeting of the Finance Committee of the MTA Board at which the transaction will be considered for approval.

The agencies of the MTA

MTA New York City Transit
MTA Long Island Rail Road

MTA Long Island Bus
MTA Metro-North Railroad

MTA Bridges and Tunnels
MTA Capital Construction

MTA Bus Company

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Request for Proposals
Page 3 of 3
December 23, 2010

Please be aware that there are rules regarding permissible contact (oral, written, and electronic communications) with the MTA during a public procurement process. Effective January 1, 2006, New York State Lobbying Law requires that all contact with the MTA relating to this RFP must be made through the following persons/ designated Point(s) of Contact listed below. Contact with anyone else at the MTA relating to this RFP may be a violation of law and may result in the disqualification of the proposer.

The designated Point(s) of Contact are:

Odette Forestier at (212) 878-1043
(for general inquiries regarding the RFP)

Michael T. Thadathil at (212) 878-0118
(for specific questions regarding the retail spaces or the RFP proposal requirements)

Please do not call or write anyone else at the MTA concerning this RFP.

Sincerely,

Michael T. Thadathil
Senior Real Estate Manager
MTA Real Estate Department

The agencies of the MTA

MTA New York City Transit
MTA Long Island Rail Road

MTA Long Island Bus
MTA Metro-North Railroad

MTA Bridges and Tunnels
MTA Capital Construction

MTA Bus Company

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Figure 10 – Form of Proposer Information Form

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Proposer Information Form

The following information is provided to the Metropolitan Transportation Authority ("MTA") Real Estate Department in connection with the submittal of a proposal to lease or license space. The acceptance by MTA of this Proposer Information Form does not constitute an offer by the MTA or any affiliate or subsidiary thereof. Please attach additional sheets as necessary. **Please print or type.**

MTA Property Parcel Number (if applicable) Proposed Use

Property Address

Proposer Information (if a sole proprietor) Name Social Security No. — —
Street
City State Zip
Telephone Telephone (alternate)

Proposed Business Name of Business
Street
City State Zip
Telephone Telephone (alternate)

Type of business:

☐ Corporation ☐ Joint Venture ☐ Partnership ☐ Limited Liability Corporation ☐ Sole Proprietor

Year Formed

Federal Tax ID No. State of Formation

Name of the business's president or most senior executive

Name of the business's chief financial officer or treasurer

Information Relating to Affiliates

Below, list all Affiliates of the proposer and provide the requested information for each Affiliate. Add additional pages if necessary. An "Affiliate" of a proposer is any entity that

- (a) directly or indirectly owns more than a 30% equity interest in such proposer, or
- (b) otherwise directly controls proposer, or
- (c) is controlled by, or has more than a 30% equity interest which is owned by or for the benefit of either
 - (i) such proposer, or
 - (ii) any person (or any member of the immediate family (i.e., spouse, father, mother, brother, sister, children, and stepchildren) of any person) or entity that controls, or owns more than a 30% equity interest in, such proposer.

1 Name % of Ownership
Street
City State Zip
Telephone Telephone (alternate)

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Information
Relating to
Affiliates
(cont'd)

2 Name _____ % of Ownership _____
Street _____
City _____ State _____ Zip _____
Telephone _____ Telephone (alternate) _____

3 Name _____ % of Ownership _____
Street _____
City _____ State _____ Zip _____

If applicable, list below the name(s) of Principal(s) who will provide any guaranty or guaranties to the proposed lease or license

1 Name _____
Street _____
City _____ State _____ Zip _____
Telephone _____ Telephone (alternate) _____

2 Name _____
Street _____
City _____ State _____ Zip _____
Telephone _____ Telephone (alternate) _____

3 Name _____
Street _____
City _____ State _____ Zip _____
Telephone _____ Telephone (alternate) _____

Has the proposer or any of its principals done business under any other name within the past three years? ☐ Yes ☐ No

Is the proposer owned or controlled by any other organization or business entity? ☐ Yes ☐ No

Does the proposer own more than 30% of any other organization or business entity? ☐ Yes ☐ No

If yes was checked for any of the above, provide the following information for each organization, corporation, or business:

1 Name of Business _____
Federal Tax ID No. _____ Owner/Manager Name _____
Street _____
City _____ State _____ Zip _____
Telephone _____ Telephone (alternate) _____

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Proposer Information Form

**Information
Relating to
Affiliates
(cont'd)**

2 Name of Business

Federal Tax No.

Owner/Manager Name

Street

City

State

Zip

Telephone

Telephone (alternate)

3 Name of Business

Federal Tax No.

Owner/Manager Name

Street

City

State

Zip

List gross receipts of each business for the past three years. Attach copies of Federal Income Tax returns

1 Name of Business

Gross Receipts \$

Year

Gross Receipts \$

Year

Gross Receipts \$

Year

2 Name of Business

Gross Receipts \$

Year

Gross Receipts \$

Year

Gross Receipts \$

Year

3 Name of Business

Gross Receipts \$

Year

Gross Receipts \$

Year

Gross Receipts \$

Year

**Other Leases
or Licenses
with MTA and
its Subsidiaries
and Affiliates**

List all leases or licenses during the last 5 years between the MTA (and its subsidiaries and affiliates) and the proposer and any Affiliate of the proposer.

1 Name of lessee or licensee

Location

MTA Agency

2 Name of lessee or licensee

Location

MTA Agency

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**Other Leases
or Licenses
with MTA and
its Subsidiaries
and Affiliates
(cont'd)**

3 Name of lessee or licensee

Location

MTA Agency

Describe any lessee or licensee defaults under such lease(s) or license(s).

**Business
History and
Experience**

List all relevant business experience

1 Name of Company

From

To

Type of Business

Your Title

Street

City

State

Zip

2 Name of Company

From

To

Type of Business

Your Title

Street

City

State

Zip

3 Name of Company

From

To

Type of Business

Your Title

Street

City

State

Zip

**Business
References**

Provide at least three references from companies with which the proposer, or one or more of its Principals, does business (include at least one vendor).

1 Name of Company

From

To

Street

City

State

Zip

Contact

Title

Telephone

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**Business
References
(cont'd.)**

2	Name of Company	From	To
	Street		
	City	State	Zip
	Contact	Title	Telephone
3	Name of Company	From	To
	Street		
	City	State	Zip
	Contact	Title	Telephone

**Bank
References**

Provide at least one reference from a bank with which the proposer (or a Principal) has an account and regularly does business. List all other bank account information that represents the means of financial support for the proposed business.

1	Bank Name	Branch Number or Location
	Street	
	City	State Zip
	Name of Bank Officer	Title
	Telephone No.	Account No.
	Name on Account	
2	Bank Name	Branch or Location
	Street	
	City	State Zip
	Name of Bank Officer	Title
	Telephone No.	Account No.
	Name on Account	
3	Bank Name	Branch or Location
	Street	
	City	State Zip
	Name of Bank Officer	Title
	Telephone No.	Account No.
	Name on Account	

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Proposer Information Form

**Bank
References
(cont'd)**

Provide at least one bank reference for each guarantor identified on page 2 of this Proposer Information Statement.

1	Bank Name _____	Branch or Location _____
	Street _____	
	City _____	State _____ Zip _____
	Name of Bank Officer _____	Title _____
	Telephone No. _____	Account No. _____
	Name on Account _____	
2	Bank Name _____	Branch or Location _____
	Street _____	
	City _____	State _____ Zip _____
	Name of Bank Officer _____	Title _____
	Telephone No. _____	Account No. _____
	Name on Account _____	
3	Bank Name _____	Branch or Location _____
	Street _____	
	City _____	State _____ Zip _____
	Name of Bank Officer _____	Title _____
	Telephone No. _____	Account No. _____
	Name on Account _____	

**Available
Financing**

Provide information about lines of credit, or other sources of financing, available to undertake required improvements and fulfill annual rental obligations.

1	Name of Source _____
	Street _____
	City _____ State _____ Zip _____
	Available Amount of Financing \$ _____ Interest Rate _____
	Telephone No _____ Account No. _____
	Letter Attached? <input type="checkbox"/> Yes <input type="checkbox"/> No

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Proposer Information Form

**Available
Financing
(cont'd)**

2 Name of Source

Street

City

State

Zip

Available Amount of Financing \$

Interest Rate

Telephone No.

Account No.

Letter Attached? ☐ Yes ☐ No

3 Name of Source

Street

City

State

Zip

Available Amount of Financing \$

Interest Rate

Telephone No.

Account No.

Letter Attached? ☐ Yes ☐ No

**Items to be
Sold**

Proposed Staffing

Indicate proposed staffing during business hours. Provide an entry for each change in the number of personnel during these hours.

Day(s) Hour(s) No. Personnel Manager at Location: ☐ Yes ☐ No

Day(s) Hour(s) No. Personnel Manager at Location: ☐ Yes ☐ No

Day(s) Hour(s) No. Personnel Manager at Location: ☐ Yes ☐ No

Day(s) Hour(s) No. Personnel Manager at Location: ☐ Yes ☐ No

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Proposer Information Form

**Projected
Startup Costs**

1 - Architectural Fees \$ _____

2 - Construction Costs \$ _____

3 - Trade Fixtures \$ _____

4 - **TOTAL IMPROVEMENTS** \$ _____ add lines 1 to 3

The amount of total improvements on line 4, above, should
be entered in section C of the General Affidavit on page 12.

5 - Legal Costs \$ _____

6 - Incorporation Fees \$ _____

7 - Licensing Fees \$ _____

8 - Franchise Fees \$ _____

9 - Consulting Fees \$ _____

10 - Merchandise Inventory \$ _____

11 - Rent During Construction \$ _____

12 - Miscellaneous \$ _____

13 - **TOTAL STARTUP COSTS** \$ _____ add lines 4 to 12

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Proposer Information Form

Financial Statements: Provide financial statements (audited, if available) for prospective tenant and each guarantor for the past two full fiscal years. If financial statements are not otherwise available, please provide the following information

Assets

Funds

1 - Cash	\$	
2 - Checking	\$	
3 - Savings	\$	
4 - Other	\$	
5 - Subtotal-Funds	\$	add lines 1 to 4

Receivables

6 - Trade or Business	\$	
7 - Other	\$	
8 - Subtotal-Receivables	\$	add lines 6 and 7

Securities

9 - Stocks	\$	
10 - Bonds	\$	
11 - Other (Pensions, Annuities)	\$	
12 - Subtotal-Securities	\$	add lines 9 to 11

Fixed Assets

13 - Equipment	\$	
14 - Other	\$	
15 - Subtotal-Fixed Assets	\$	add lines 13 and 14

Other Assets

16 - Trade, Auto	\$	
17 - Life Insurance	\$	
18 - Subtotal-Other Assets	\$	add line 16 and 17
19 - Inventory	\$	
20 - Miscellaneous	\$	
21 - Land and Buildings	\$	
22 - GRAND TOTAL ASSETS	\$	add lines 5,8,12,15, 18-21

Liabilities

23 - Payables	\$	
24 - Notes Payable	\$	
25 - Mortgages	\$	
26 - Deferred	\$	
27 - Miscellaneous	\$	
28 - GRAND TOTAL LIABILITIES	\$	add lines 23-27
29 - CAPITAL/NET WORTH	\$	line 22 minus line 28



If the proposer is in the process of being organized and does not yet have assets or liabilities, check here and complete the financial statement on the basis of the Principal(s) personal assets and liabilities that will provide a guaranty. Clearly indicate all sources of capitalization

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Proposer Information Form

**Income:
One-year
Projection**

Proposed First Year Business Plan: Provide projected income and expenses for the first year of the lease or license term.

1 - Estimated Sales/Revenue	\$	
2 - Cost of Goods Sold	\$	
3 - GROSS PROFIT	\$	subtract line 2 from line 1

**Expenses:
One-year
Projection**

4 - Wages, Salaries	\$	
5 - Rent	\$	
6 - Telephone	\$	
7 - Gas	\$	
8 - Electricity	\$	
9 - Interest on Loan	\$	
10 - Advertising	\$	
11 - Postage	\$	
12 - Travel	\$	
13 - Vehicle Expense	\$	
14 - Payroll Taxes	\$	
15 - Other Taxes	\$	
16 - Supplies	\$	
17 - Legal Fees	\$	
18 - Accounting Fees	\$	
19 - Insurance	\$	
20 - Repairs	\$	
21 - Equipment Rental	\$	
22 - Depreciation	\$	
23 - Other	\$	
24 - TOTAL EXPENSES	\$	add lines 4 through 23
25 - ESTIMATED PROFIT (LOSS)	\$	subtract line 24 from line 3

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Proposer Information Form

**Projected Sales
for Lease or
License Term**

Provide projected sales for the lease or license term *after* the first year (include only those years during the proposed lease or license term).

Year 2	\$
Year 3	\$
Year 4	\$
Year 5	\$
Year 6	\$
Year 7	\$
Year 8	\$
Year 9	\$
Year 10	\$

**Responsibility
Related Questions**

Has the proposer or any Affiliate thereof ever been barred from bidding on contracts, or declared not responsible by any city, town, village, county, state, or federal public entity? ☐ Yes ☐ No

Are any outstanding liens pending against the proposer or any Affiliate thereof? ☐ Yes ☐ No

Are any judgments outstanding against the proposer or any Affiliate thereof? ☐ Yes ☐ No

Is any suit or other legal action pending against the proposer or any Affiliate thereof? ☐ Yes ☐ No

Has the proposer or any Affiliate thereof been adjudged bankrupt, voluntarily or involuntarily, under any provision of the Bankruptcy Law, executed an assignment for the benefit of creditors, or abandoned a business without satisfying its outstanding debts? ☐ Yes ☐ No

Has the proposer or any Affiliate thereof ever been convicted of a felony? ☐ Yes ☐ No

If yes to any of the above, please provide all details below.

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Proposer Information Form

General Affidavit

Representations, Warranties, Covenants, and Consent to a Credit Review

By executing this Proposer Information Form, the undersigned represents and warrants the following.

- A. The undersigned has received and read the entire Request for Proposals, has acquainted itself/himself/herself with all matters therein referred to in connection with this proposal, will accept the premises "as-is" and will secure any necessary permits and licenses pertaining to the operation of, or the making of any improvements to, the site. The undersigned acknowledges that the MTA makes no representation or warranties as to the information supplied herein or the type of use or development permitted at each location.
- B. The undersigned acknowledges that improvements and other work (1) may not be carried out without the prior approval of the MTA, (2) will become the property of the MTA, and (3) must conform to appropriate health, safety, fire, and building codes, as required.
- C. Neither the undersigned nor any Affiliate of the undersigned is in arrears in the payment of amounts due to the MTA or any of its affiliated agencies or the State of New York or the City of New York or any instrumentality thereof.
- D. The undersigned is of lawful age.
- E. No person, firm, or corporation other than herein above named has any interest in this proposed lease or license agreement.
- F. By executing this Proposer Information Form, the undersigned represents and warrants that:
 - (i) The compensation and other terms of this proposal have been arrived at independently without any agreement, collusion, consultation, or communications intended to restrict competition.
 - (ii) Unless otherwise required by law, the compensation and other terms quoted in this proposal have not been knowingly disclosed by the undersigned or any other individual and, before the proposal is opened, shall not knowingly be directly or indirectly disclosed by the prospective tenant or licensee or any other individual or by or on behalf of the proposer to any other proposer or to any competitor; and
 - (iii) No attempt has been made or will be made by the undersigned or by any other individual or by or on behalf of the prospective tenant or licensee to induce any other person, partnership, corporation, or other entity to submit or not to submit a proposal, for the purpose of restricting competition.
- G. The undersigned represents and warrants that no elected representative or other officer or employee or person whose salary is payable in whole or in part from the Federal Government or State or City of New York, and no member officer or employee of the Metropolitan Transportation Authority or any affiliate or subsidiary thereof is directly or indirectly interested in this proposal or in the proposed lease or license agreement to which it relates or will have an interest in any of the profits thereof.
- H. The undersigned declares under the penalties of perjury provided for by Article 210 of the New York Penal Law that the undersigned has read fully and understands all of the terms and conditions of this Request for Proposals, and all of the foregoing questions in the Proposer Information Statement and Proposed Compensation Form. The answers and statements herein including, without limitation, the Proposer Information Statement and the Credit Authorization, are to the best of the undersigned's knowledge and belief true, correct, and complete. The undersigned agrees that in the event that circumstances reflected by the answers herein change, the undersigned will promptly notify the Real Estate Department of the Metropolitan Transportation Authority in writing by certified mail. The undersigned also understands that a misstatement, omission, or failure to update information may be cause for the Metropolitan Transportation Authority not to award to the proposer, or its current principals, the proposed lease or license, and may have the effect of precluding persons or entities from doing business with the Metropolitan Transportation Authority or its affiliates or subsidiaries in the future.

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Proposer Information Form

By executing this Proposer Information Form, the undersigned authorizes the Metropolitan Transportation Authority or its designated agent or contractor to conduct a credit and reference investigation of the proposer and its Affiliates. This authorization includes commercial and financial institutions, credit reporting agencies and present and former customers, including without limitation the entities described in this Proposer Information Statement.

This Proposer Information Form must be signed below.

Proposer _____

Authorized Signature _____

Date _____

Print Name and Title _____

Sworn to me this _____ day of _____, 20 _____

Notary Public's Signature _____

Notary Seal

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NEW YORK STATE FINANCE LAW SECTIONS 139-j and 139-k
CERTIFICATION

**General
Information**

All procurements (which are defined to include essentially all real estate transactions) by the MTA in excess of \$15,000 annually are subject to New York State's State Finance Law Sections 139-j and 139-k, effective January 1, 2006 (the "Procurement Lobbying Law").

Pursuant to the Procurement Lobbying Law, all "contacts" (defined as oral, written or electronic communications with the MTA intended to influence a procurement) during a procurement must be made with one or more designated Point(s) of Contact only. Exceptions to this rule include written questions during the bid/proposal process, communications with regard to protests, contract negotiations and RFP conference participation. Nothing in the Procurement Lobbying Law inhibits any rights to make an appeal, protest or complaint under existing administrative or judicial procedures.

Violations of the policy regarding permissible contacts must be reported to the appropriate MTA officer and investigated accordingly. The first violation may result in a determination of non-responsibility and ineligibility for award to the violator and its subsidiaries, affiliates and related entities. The penalty for a second violation within four (4) years is ineligibility for bidding/proposing on a procurement and/or ineligibility from being awarded any contract for a period of four (4) years. The MTA will notify the New York State Office of General Services ("OGS") of any determinations of non-responsibility or debarments due to violations of the Procurement Lobbying Law. Violations found to be "knowing and willful" must be reported to the MTA Executive Director and OGS.

Moreover, the statutes require the MTA to obtain certain affirmations and certifications from bidders and proposers. This Certification contains the forms with which to comply, together with additional information and instructions.

Instructions

New York State Finance Law §139-k (2) obligates the MTA to obtain specific information regarding prior non-responsibility determinations. This information must be collected in addition to the information that is separately obtained pursuant to New York State Finance Law §139-k, an offerer must be asked to disclose whether there has been a finding of non-responsibility made within the previous four (4) years by any governmental entity due to: (a) a violation of New York State Finance Law §139-j or (b) the intentional provision of false or incomplete information to a governmental entity.

As part of its responsibility determination, New York State Finance Law §139-k(3) mandates consideration of whether an offerer fails to timely disclose accurate or complete information regarding the above non-responsibility determination. In accordance with law, no procurement contract shall be awarded to any offerer that fails to timely disclose accurate or complete information under this section, unless the factual elements of the limited waiver provision can be satisfied on the written record.

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Disclosure of Prior Non-Responsibility Determinations

Name of Prospective Tenant: _____

Address: _____

**Name and Title
of Person Submitting
this Form:** _____

Has any governmental entity¹ made a finding of non-responsibility regarding the prospective tenant or any Affiliate thereof in the previous four years? ☐Yes ☐No

If yes: Was the basis for such finding of the non-responsibility due to a violation of State Finance Law §139-j? ☐Yes ☐No

Was the basis for such finding of non-responsibility due to the intentional provision of false or incomplete information to a governmental entity? ☐Yes ☐No

If yes, please provide details regarding the finding of non-responsibility below.

Governmental Entity: _____

Year of Finding of Non-Responsibility: _____

Basis of Finding of Non-Responsibility: _____

(Add additional pages as necessary)

Has any governmental entity terminated a procurement contract with the prospective tenant or any Affiliate thereof due to the intentional provision of false or incomplete information? ☐Yes ☐No

¹ A "governmental entity" is: (1) any department, board, bureau, commission, division, office, council, committee or officer of New York State, whether permanent or temporary; (2) each house of the New York State Legislature; (3) the unified court system; (4) any public authority, public benefit corporation or commission created by or existing pursuant to the public authorities law; (5) any public authority or public benefit corporation, at least one of whose members is appointed by the governor or who serves as a member by virtue of holding a civil office of the state; (6) a municipal agency, as that term is defined in paragraph (ii) of subdivision(s) of section one-c of the Legislative Law; or (7) a subsidiary or affiliate of such a public authority. (SFL §139-j, paragraph 1 a.)

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Figure 11 – Authorization Memo – RFP Package Approval

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Memorandum



Metropolitan Transportation Authority

State of New York

Date: [month][day], 2011
To: Prescott Vann, David Bosch, Michael Bader
From: [project manager]
Re: AUTHORIZATION MEMO: RFP Package Approval

AGENCY: [enter agency name]
LESSEE: N/A
LOCATION: [descriptive information about the RFP]
ACTIVITY: Approval of RFP Package
SEQR/NEPA: Type (check) Actions required:
1
2
Unlisted
EIS
NEPA

COMMENTS:

(Signatures on following page.)

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Comments: _____

RECOMMENDED: _____
Prescott Vann, Deputy Director Date

Comments: _____

RECOMMENDED: _____
David Bosch, Leasing & Acquisition Supervisor Date

Comments: _____

RECOMMENDED: _____
Michael Bader, Director of Operations Date

cc: S Ambos
File

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Prospective Tenant's Affirmation and Certification

By signing below, the undersigned.

- a) Affirms that the prospective tenant understands and agrees to comply with the policy regarding permissible contacts in accordance with New York State Finance Law Sections 139-j and 139-k.
- b) Certifies that all information provided to the MTA with respect to New York State Finance Law §139-j and §139-k is complete, true and accurate.

Prospective Tenant: _____

Authorized Signature: _____

Name: _____

Title: _____

Date: _____

MTA's Right to Terminate:

The MTA reserves the right to terminate any lease with the prospective tenant arising out of this RFP in the event it is found that the foregoing certification, in accordance with New York State Finance Law §139-k, was intentionally false or intentionally incomplete. Upon such finding, the MTA may exercise its termination right by providing written notification to the tenant in accordance with the written notification terms of such lease.

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Figure 12 – Incumbent Notification

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EXAMPLE OF INCUMBENT NOTIFICATION

CERTIFIED MAIL – RETURN RECEIPT REQUESTED

(DATE)

(NAME)

(STREET ADDRESS)

(CITY), (STATE) (ZIP CODE)

Re: Lease Agreement Between the Long Island Rail Road Company (LIRR) and
_____ Dated March 20, 2008, for a Taxi Dispatch Office at the
Former Cedarhurst Station Building.
Tenant Code _____ Property Code _____ Unit Code _____

Dear (NAME):

Reference is made to my recent conversation with _____, former
president of _____, regarding your month-to-month tenancy at the
above referenced location. In accordance with the Metropolitan Transportation
Authority's (MTA) policy to offer lease opportunities through a request for proposals
(RFP) process, the referenced property will be offered in LIRR's upcoming RFP.

You will be receiving an RFP package within the next month and are invited to submit a
proposal for the use of the referenced property.

For your information, attached is a brochure which outlines the RFP process. If you have
any questions, I can be reached at (212) 878-_____.

Sincerely,

(NAME)
Real Estate Manager
Real Estate Department

Enclosure (brochure)

cc: (Director of Real Estate Operations)
(Deputy Director, Leasing & Acquisition)
File
Chron

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Figure 13 – One-Line Description

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Figure 13
DESCRIPTION OF OPPORTUNITY IN MTA BI-WEEKLY ADVERTISEMENT

A description such as the one below will suffice for purposes of announcing an real estate opportunity in MTA's bi-weekly ad in the *New York Post*, *Minority Commerce Weekly*, and *El Diario*:

**Request for Proposals for Lease of Retail Space at the 74th Street-
Broadway/Roosevelt Avenue Station in Jackson Heights**

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Figure 14 – Sample Advertisements

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NOTICES

LEGAL NOTICES



Metropolitan Transportation Authority

Contractors will be required to comply with EEO, D/M/WBE and other federal and state procurement laws, regulations and Executive Orders.

MTA NEW YORK CITY TRANSIT (NYCT)

CONTRACT: C-34188, **DUE DATE:** 2/17/11, **TITLE:** Modification of Ventilation System at East New York Shop, in the Borough of Brooklyn.

BIDS: **Opening Date:** 02/24/11, #12, Kit, oil svc. More detailed info at the MTA website at www.mta.info/nyct/procure/nyctproc.htm

MTA BRIDGES AND TUNNELS (B&T)

Sealed Bids for the below solicitations must be received by B & T at the Bid Suite, 3 Stone Street, New York, NY 10004. Sealed Bids will be publicly opened at the above address on the dates/times indicated. The complete project description can be viewed at www.mta.info/nyct/procure/purchase.htm (click on Bid No.)

Bids# OP1458 - 2,500 lbs Lift Capacity Skid Steer Loader. **Bid Opens:** 2/3/11, 3PM.
Bids# OP1459 - Cab Chassis and Utility Body and Crew Cab Pickups Vehicles
Bid Opening: 02/04/11 at 3:00 PM.

Bids# OP1452X - Light Duty Wrecker Cab/Chassis. **Bid Opens:** 2/3/11 at 3:00 PM

MTA METRO-NORTH RAILROAD (MNR)

MNR will receive sealed bids for the following. Bids must be submitted on inquiry forms provided by MNR by the specified date and time. Bid documents are available at the Procurement & Material Management Department, 347 Madison Ave, NY, NY 10017, 212-340-3223. **INQUIRY #, DESCRIPTION, (DUE DATE, TIME, CONTACT):** **INQ# 958** - Purchase of various Signal Cables (Aerial, Burial, Duct, and Low Smoke Zero Halogen) for use by Metro-North Railroad within the wayside signal system. (2/9/11, 3:00 PM, R. Odulio); **RFP No. 968** - Certified Qualified Security Assessor (QSA) Services to assist with the Payment Card Industry Data Security Standard Compliance. (2/10/11, 3:00 PM, R. Odulio).

PUBLIC NOTICE

NOTICE OF SALE

SUPREME COURT: COUNTY OF NEW YORK - 20 WEST 47TH OWNER, LLC, Plaintiff, v. F.M. RING ASSOCIATES, INC., ET AL., Defendant(s), Index No. 600538/08. Pursuant to an Amended Interlocutory Judgment entered on January 13, 2011, the undersigned Referee will sell at public auction in the lobby of the New York County Supreme Courthouse, 60 Centre Street, New York, on February 10, 2011 at 11:00 A.M., premises known as 20 West 47th Street, New York, NY 10036. All that certain plot piece or parcel of land, with the buildings and improvements thereon erected, situated, lying and being in the New York City Borough of MANHATTAN, County of New York and State of New York, Section, Block and Lot: Block 1262, Lot 48. Premises will be sold subject to provisions of the filed Amended Interlocutory Judgment, Index 600538/2008. The Amended Interlocutory Judgment sets forth the terms that will apply to the sale, including: The property is sold "AS IS" subject to any state of facts that an accurate survey would show and subject to the outstanding leases of the property. The sale shall be for cash, payable ten (10%) percent at the time of sale and the balance on delivery of the Referee's deed. Closing of title shall be scheduled to occur within thirty (30) days after the entry of a final judgment confirming the said sale. The parties to the above referenced action reserve the right to bid, and if they elect to do so, need only bid for the portion of the property that said party does not already own. Each purchaser shall pay the charge for stamps upon the deed, any charge or tax for recording the said deed, and the reasonable charge of the Referee for drawing the deed. Interested bidders should review the

Lema Devs

By MARK EVERSON

The Devils can only der whether they'd be i hunt for a 14th straight off if Jacques Lemaire been coaching from the of the season.

"Hell, yeah," one said. "Maybe we would at the top, but we'd be thick of things."

Lightning coach Guy cher says Lemaire have been the differenc

"They're totally formed. I think if Jε had been there since t ginning, they would b there again," Bouche: after the Devils be: Lightning twice last we

Lemaire is still only compared to the 9-22 sank John MacLean E But as the Penguin: Newark tonight, the are riding a 3-0-1 point that is their best of tl son.

"Because it never pened, it's hard to sp: But it surely looks i certain extent," said Brodeur, expected t: his fifth straight start.

"I don't know and

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Figure 15 – Proposal Receipt Log

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Figure 16 – Proposal Checklist

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Proposal Checklist

If an item is missing, please indicate if the proposal will be rejected or if the missing item or items will be sent. Please indicate in the space provided why the project manager has determined that the proposal should not be rejected on the basis of an incomplete proposal.

Project Manager _____ Verifier _____
Parcel No. _____ Location _____
Proposer's Name _____ Business Name _____

RFP Received

	Include	Sign	Return	Follow Up
Applicant Information Statement	<input type="checkbox"/>			<input type="checkbox"/>
Business Profile	<input type="checkbox"/>			<input type="checkbox"/>
Financial Profile	<input type="checkbox"/>			<input type="checkbox"/>
Local Authorization	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
One-year Business Plan	<input type="checkbox"/>			<input type="checkbox"/>
Background	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
General Affairs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
NYS Fin. Life 136j 135-B (Lobby Law) Disclosure Stmt	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposed Compensation Form	<input type="checkbox"/>			<input type="checkbox"/>
W-9	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>
Preliminary Plans	<input type="checkbox"/>			<input type="checkbox"/>
Deposit	<input type="checkbox"/>			<input type="checkbox"/>
No Deposit	<input type="checkbox"/>			<input type="checkbox"/>
Check No.	if			
Amount	\$			

Follow Up

Letter Sent ☐

Response Due _____

Reason _____

Project Manager's Signature _____ Date: _____

Verifier's Signature _____ Date: _____

MTA REG 88-21-20

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Figure 17 – RFP Evaluation Form

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Lease Proposal Evaluation Form

RFP Number	
RFP Date	
Location	
Property #	
Unit #	
Square Feet (if applicable)	
Proposer Name	
Corporation Name (if applicable)	
Current/Former MTA Tenant (Y/N) ?	
Is the Tenant in Good Standing (Y/N or N/A)	
Proposed Use	

Deposit \$

Discount Rate (%)

Cost of Improvements \$

Annual Compensation	Fixed Rent	PSF Fixed	Anticipated Percentage Rent	50% of Percentage Rent	Residual Value Tenant Improvements
Year 1	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	
Year 2	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	
Year 3	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	
Year 4	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	
Year 5	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	
Year 6	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	
Year 7	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	
Year 8	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	
Year 9	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	
Year 10	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	\$ <input type="text"/>	

PV of fixed rent \$

PV-50% of Percentage Rent \$

PV Residual Value of Improvements \$

Total (add lines 34, 35 & 36) \$

Less Estimated Cost of Improvements To Be Made
by MTA \$

Total (NPV)

Current Assets	\$ <input type="text"/>
Total Assets	\$ <input type="text"/>
Liabilities	\$ <input type="text"/>
Net Worth	\$ <input type="text"/>

Qualitative Factors

Quality of proposed improvements: _____

Nature of proposed business and potential benefit to MTA customers: _____

Financial capability of proposer and adequacy of business plan: _____

Management and operational experience of proposer: _____

Compatibility and consistency of proposed use with MTA Agency operations: _____

Comments: _____

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Figure 18 – Authorization Memo – RFP Award

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Memorandum



Metropolitan Transportation Authority

State of New York

Date: [month][day], 2011
To: Prescott Vann, David Bosch, Michael Bader
From: [project manager]
Re: AUTHORIZATION MEMO: Award recommendation, RFP [enter number],
[location],

AGENCY: [enter agency name]
LESSEE: [enter lessee/licensee name]
LOCATION: [station name/line name/other identifying information]
ACTIVITY: [describe proposed deal]
SEQR/NEPA: Type (check) Actions required:
1
2
Unlisted
EIS
NEPA

COMMENTS:

(Signatures on following page.)

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Comments: _____

RECOMMENDED: _____
Prescott Vann, Deputy Director Date

Comments: _____

RECOMMENDED: _____
David Bosch, Leasing & Acquisition Supervisor Date

Comments: _____

RECOMMENDED: _____
Michael Bader, Director of Operations Date

cc: S. Ambros
File

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Figure 19 – Authorization Memo – Lease/Sale Negotiation Process

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Memorandum



Metropolitan Transportation Authority

State of New York

Date: [month] [day], 2011
To: Prescott Vann, David Bosch, Michael Bader, [attorney name], Jeffrey Rosen
From: [project manager]
Re: AUTHORIZATION MEMO: Lease/Sale Negotiation Process Award - [project name/identifier]

AGENCY: [enter agency name]
LESSEE: [enter lessee/licensee name]
LOCATION: [station name/line name/other identifying information]
ACTIVITY: [describe proposed deal]
SEQRA/NEPA: Type (check) Actions required:
1
2
Unlisted
EIS
NEPA

COMMENTS:

(Signatures on following page.)

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Page 2

Comments: _____

RECOMMENDED: _____
Prescott Vann, Deputy Director Date

Comments: _____

RECOMMENDED: _____
David Bosch, Leasing & Acquisition Supervisor Date

Comments: _____

RECOMMENDED: _____
Michael Bader, Director of Operations Date

Comments: _____

APPROVED: _____
Jerry Page, Deputy General Counsel Date

Comments: _____

APPROVED: _____
Jeffrey R. Rosen, Director, Real Estate Date

cc: S. Ambros
File

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Figure 20 – Letter to Credit Agency

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March 13, 2001

Mr. Jim Farrell
LIDA Credit Agency, Inc.
330 Sunrise Highway
Rockville Center, NY 11570

Re: Credit Checks: MTA/New York City Transit Vending Machine RFP "DB1200"

Dear Mr. Farrell:

Enclosed please find copies of the MTA's Prospective Information Statements for the following potential MTA-NY City Transit vending machine service providers. Please perform the noted investigation on each of the respective candidates and their corporations:

1. (Name)
Full Credit Background Check
2.
Full Credit Background Check
3.
Full Credit Background Check
4.
Full Credit Background Check

If you have any questions or comments, please contact me at (212) 878-0118. I would appreciate receiving the results of your investigation at your earliest convenience.

Sincerely,

David Bosch
Real Estate Manager

cc: R. Krsulic
M. McElroy
Chron

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Figure 21 – Conditional Designation Letter

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347 Madison Avenue
New York, NY 10017-3739
212 878-7000 Tel



Metropolitan Transportation Authority

State of New York

February 2, 2011

ADDRESS

Re: Request for Proposal [enter RFP identifying information]
Location [enter specific station/site, etc.]

Dear MR/MS:

We have recently completed our analysis of the proposals we received in response to the above-referenced Request for Proposal for the site indicated above. I am pleased to inform you that [enter "you" if sole proprietor or "your company" if a corporation] [have/has] been conditionally designated as the successful proposer, subject to MTA Board approval, and that MTA Real Estate intends to seek such approval at an upcoming meeting of the MTA Board. In the meanwhile, we will proceed to prepare a draft lease based on your signed *Proposal Information Sheet* and signed *Rent Proposal* (copies of which is attached to this letter) [delete the following if a form of lease was not provided with the RFP] and the form of lease that was referenced in the Request for Proposals.

We are very glad that you have chosen to locate your business within the MTA system.

Please contact [enter PM point of contact info.] at [enter phone number] if you have any questions or concerns.

Sincerely,

Jeffrey B. Rosen
Director, Real Estate

JBR/nm

Enclosures

cc: JR/CHRON, JR FILES, project file

The agencies of the MTA

MTA New York City Transit
MTA Long Island Rail Road

MTA Long Island Bus
MTA Metro-North Railroad

MTA Bridges and Tunnels
MTA Capital Construction

MTA Bus Company

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Figure 22 – Staff Summary

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Staff Summary




MTA Metropolitan Transportation Authority

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Subject LEASE
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name DORRIS MASSARIA ROBERTS

Date NOVEMBER 9, 2009
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Control Question	11/10/09	X		
2	Board				

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	2	Civil Rights 
	Chief of Staff	1	Legal 
	Director of R&PM		
3	Dep Exec Dir of Admin 		

Narrative	
AGENCY:	MTA Long Island Rail Road ("LIRR")
LESSEE:	JJ Penn Station LLC d/b/a Jamba Juice
LOCATION:	Level A, Penn Station, New York
ACTIVITY:	Retail sale of food and non-alcoholic beverages
ACTION REQUESTED:	Approval of terms
TERM:	Ten (10) Years
SPACE:	Approximately 1600 square feet of Retail Space 8A, and approximately 100 square feet of Storage Space D
COMPENSATION	<u>Retail</u>

Year	Annual	PSE	% Increase
1	\$200,000.00	\$125.00	
2	\$210,000.00	\$131.25	5
3	\$220,600.00	\$137.81	5
4	\$231,525.00	\$144.70	5
5	\$243,101.00	\$151.94	5
6	\$255,258.00	\$159.54	5
7	\$268,019.00	\$167.51	5
8	\$281,420.00	\$175.89	5
9	\$295,491.00	\$184.68	5
10	\$310,265.00	\$193.92	5

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CAPITAL CONSTRUCTION/PLANNING/REAL ESTATE COMMITTEE MEETING
JJ Penn Station LLC d/b/a Jamba Juice (Cont'd)

Storage

<u>Year</u>	<u>Annual</u>	<u>PSE</u>	<u>% Increase</u>
1	\$4,000.00	\$40.00	
2	\$4,200.00	\$42.00	5
3	\$4,410.00	\$44.10	5
4	\$4,630.50	\$46.31	5
5	\$4,862.03	\$48.62	5
6	\$5,105.13	\$51.05	5
7	\$5,360.38	\$53.60	5
8	\$5,628.40	\$56.28	5
9	\$5,909.62	\$59.10	5
10	\$6,205.31	\$62.05	5

COMMENTS:

In response to a recent Request for Proposals (RFP) for Retail Space 9A at Penn Station, seven (7) proposals were received to occupy the space, including one that did not include a proposed rent schedule.

The rental payments proposed (calculated on a present value basis, using a discount rate of 9%) ranged from \$88,708 to \$1,590,878. The highest proposal was received from Healthy Food Concepts at \$1,590,878. The remaining proposals were made by Sarah's Kitchen at \$1,388,782; Dunkin' Donuts at \$1,207,180; Michael Chung at \$1,154,168; Safar All at \$729,831 and Subway Restaurants at \$88,708. Randy Page submitted a proposal, but neglected to submit a proposed rent schedule.

Healthy Food Concepts proposes to operate a Jamba Juice store under a franchise from Jamba Juice Company ("Jamba Juice"). Jamba Juice stores feature blended-to-order fruit smoothies, squeezed-to-order juices, blended beverages and snacks. As of December 30, 2008, Jamba Juice had a total of 729 stores, including 511 company-owned stores and 218 franchisee-owned stores in the United States and the Bahamas. As the Lessee is to be single-purpose LLC, the Lessee's principal, Mr. Alif Isani, has agreed to provide a personal guarantee as part of the lease agreement. Mr. Isani is known to the MTA through his ownership interest in Rosen's Café at 347 Madison Avenue, New York.

Based on the foregoing, MTA Real Estate requests authorization to enter into a lease agreement with JJ Penn Station LLC on the above-described terms and conditions.

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Figure 23 – Document Approval Form

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Document Approval Form



Transaction Type: [Leased Out / Leased In / Licensed Out / Licensed In / Sale / Permit / Other _____]

Lessee / Licensee/Permittee / Grantee		Yard Account #		Committee Approval Date	
Use & Location		Yard/Property # / Unit #		Board Approval Date	
Project Manager Deputy Director	Attachments Proposer Info. Form <input type="checkbox"/> Yes <input type="checkbox"/> N/A ATN / Selection Memo <input type="checkbox"/> Yes <input type="checkbox"/> N/A Credit Report <input type="checkbox"/> Yes <input type="checkbox"/> N/A Good Standing Opinion <input type="checkbox"/> Yes <input type="checkbox"/> N/A NPV Analysis <input type="checkbox"/> Yes <input type="checkbox"/> N/A	SEORA / NEPA Action to be Taken Type 1 <input type="checkbox"/> _____ Type 2 <input type="checkbox"/> _____ Unlisted <input type="checkbox"/> _____ NEPA <input type="checkbox"/> _____			

DOCUMENT REVIEW

I. Deputy Director			II. Tenant Management			III. L & A Supervisor		
Submitted	Revised	Approved	Submitted	Revised	Approved	Submitted	Revised	Approved
Comments			Comments			Comments		
IV. Legal Review			V. Final Review (if required)			VI. External Execution		
Submitted	Revised	Approved	Deputy Director		Approved	Sent _____ Via <input type="checkbox"/> Overnight <input type="checkbox"/> Certified <input type="checkbox"/> Hand		
Comments			Leasing & Acquisitions Supervisor		Approved	Returned _____		

DOCUMENT EXECUTION

Real Estate Department Staff

[Enter Name], Deputy Director, Leasing & Acquisition Date _____ Date Returned to Real Estate Department _____

David Bosch, Leasing & Acquisitions Supervisor Date _____ Date Returned to Project Manager _____

Legal Department Staff

[Enter Name] Date _____ Finance Committee Approval Date _____

Executed by Agency Officer

Jeffrey B. Rosen, Director, Real Estate Date _____ MTA Board Approval Date _____

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Figure 24 – Yardi Lease Tracking Report

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Figure 25 – Tenant Control Checklist

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TENANT CONTROL LOG		
TENANT NAME: _____		ACCOUNT No.: _____
AGENCY: _____	LINR _____ LIB _____ MN _____ B&T _____ MTA HQ _____	
	_____ NYCT _____ SIRTDA _____ SBK _____	
PROPERTY: _____	UNIT: _____	
LOCATION: _____		
REQUIRED:	INITIALS	COMMENT
1. 2 executed original counterparts of Agreement	_____	_____
2. Staff Summary of Information Items	_____	_____
3. RFP Site Data Sheet or RTN	_____	_____
4. Routing Form for Execution	_____	_____
5. Document Preparation History Form	_____	_____
6. Determination of Responsibility [**]	_____	_____
IF APPLICABLE:		
• IRS Form W-9	_____	_____
• Security Deposit	_____	_____
• Record of Contact(s)	_____	_____
• Certificate of Insurance	_____	_____
• D/B/A Certificate	_____	_____
• 1 st Month Rent	_____	_____
• Master Sub Report	_____	_____
• Applicant Information Statement [**]	_____	_____
• Credit Report	_____	_____
• Proof of Incorporation	_____	_____
• Copy of Advertisement	_____	_____
• RFP Proposal Analysis	_____	_____
• Agreement Transmittal Letter	_____	_____
• Other: _____	_____	_____

L&A PROJECT MANAGER NAME: _____		
NEW TENANT ACCEPTED FOR MANAGEMENT:		
By: _____	Date: _____	
<small>** 1. This required if value of agreement is over \$15,000 in any year during term. *** Verify completeness of Lobbying Law Disclosure Statement pages.</small>		

METROPOLITAN TRANSPORTATION AUTHORITY
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Figure 26 – Record of Contact Form

METROPOLITAN TRANSPORTATION AUTHORITY
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Metropolitan Transportation Authority
Real Estate Department

**RECORD OF CONTACT
UNDER THE NEW YORK PROCUREMENT LOBBYING LAW
(State Finance Law §139-j and §139-k)**

If you receive a Contact in connection with a real estate transaction you must complete this form and submit it to the Director of Real Estate. If you believe that the Contact was an Impermissible Contact or you are not sure whether it was an Impermissible Contact, then you must also submit a copy to MTA Corporate Compliance - see below.

Check One: This Contact is: ☐ Permissible ☐ Impermissible ☐ I'm not sure*

To: MTA Director of Real Estate, 347 Madison Avenue, 8th Floor, Fax: (212) 878-0162

*If this is an Impermissible Contact or you are not sure whether it is an Impermissible Contact, you must also send a copy to the Chief Compliance Officer, MTA Corporate Compliance, 2 Broadway, 16th Floor, Fax: (646) 252-1401, together with an Impermissible Contact Referral Form.

From: _____
(Your Name, Title and Department)

Date: _____

I was contacted by the individual named below regarding the real estate transaction identified below. It reasonably appears that this was a Contact as defined in State Finance Law §139-k(1)(c) because I infer that the communication was intended to influence the real estate transaction. In accordance with State Finance Law §139-k(4), the following information was obtained. The Contact was made by means of:

☐ correspondence ☐ telephone ☐ email ☐ in person ☐ other _____

Real Estate Transaction No. (if known): _____

Description of the Real Estate Transaction: _____

Contact's Name: _____

Contact's Address: _____

Contact's Telephone Number: _____

Contact's Place of Principal Employment: _____

Contact's Occupation/Title: _____

Is the above named person or organization the other party to this real estate transaction? ☐ Yes ☐ No

If No, was the above named person or organization retained, employed or designated by or on behalf of the other party to this real estate transaction to appear before or contact MTA about this real estate transaction? ☐ Yes ☐ No

Date(s) Contact was made: _____

FOR TICS Form & Instructions by Law/Records/DOCS contact MTA Law
Rev. 7-07

METROPOLITAN TRANSPORTATION AUTHORITY
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Figure 27 – Procurement Lobbying Law Disclosure Statement

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 Metropolitan Transportation Authority

New York State Finance Law Sections 139-j and 139-k ("Lobbying Law") — Disclosure Statement

General Information	<p>As procurements (which are defined to include essentially all real estate transactions) by the MTA in excess of \$15,000 annually, are subject to New York State Finance Law Sections 139-j and 139-k effective January 1, 2006 ("Lobbying Law").</p> <p>Pursuant to the Lobbying Law, all "contacts" (defined as oral, written or electronic communications with the MTA intended to influence a procurement) during a procurement must be made with one or more designated Point(s) of Contact only. Exceptions to this rule include written questions during the bid/proposal process, communications with regard to protests, contract negotiations and RFP conference participation. Nothing in the Lobbying Law inhibits any rights to make an appeal, protest or complaint under existing administrative or judicial procedures.</p> <p>Violations of the policy regarding permissible contacts must be reported to the appropriate MTA offices and investigated accordingly. The first violation may result in a determination of non-responsibility and ineligibility for award to the violator and its subsidiaries, affiliates and related entities. The penalty for a second violation within four (4) years is ineligibility for bidding/proposing on a procurement and/or holding any item being awarded any contract for a period of four (4) years. The MTA will notify the New York State Office of General Services ("OGS") of any determinations of non-responsibility or determinations due to violations of the Lobbying Law. Violators found to be "knowing and willful" must be reported to the MTA Executive Director and OGS.</p> <p>Moreover, the statutes require the MTA to obtain certain affirmations and certifications from bidders and proposers. This Disclosure Statement contains the forms with which to comply, together with additional information and instructions.</p>
Instructions	<p>New York State Finance Law §139-k(2) obligates the MTA to obtain specific information regarding prior non-responsibility determinations. This information must be collected in addition to the information that is separately obtained pursuant to New York State Finance Law §165(8). In accordance with New York State Finance Law §139-k, an offeror must be asked to disclose whether there has been a finding of non-responsibility made within the previous four (4) years by any governmental entity due to: (a) a violation of New York State Finance Law §139-j or (b) the intentional provision of false or incomplete information to a governmental entity.</p> <p>As part of its responsibility determination, New York State Finance Law §139-k(3) mandates consideration of whether an offeror fails to timely disclose accurate or complete information regarding the above non-responsibility determination. In accordance with law, no procurement contract shall be awarded to any offeror that fails to timely disclose accurate or complete information under this section, unless the factual elements of the limited waiver provision can be satisfied on the written record.</p>

Disclosure of Prior Non-responsibility Determinations

Name of Bidder/Proposer: _____

Address: _____

Name and Title of Person Submitting this Form: _____

Has any governmental entity¹ made a finding of non-responsibility regarding the Bidder/Proposer in the previous four years? ☐ Yes ☐ No

If yes, Was the basis for the finding of the Bidder/Proposer's non-responsibility due to a violation of State Finance Law §139-j? ☐ Yes ☐ No


¹ A "governmental entity" is: (1) any department, board, bureau, commission, division, office, council, committee or officer of New York State, whether permanent or temporary; (2) such boards of the New York State Legislature; (3) the unified court system; (4) any public authority, public benefit corporation or commission created by or existing pursuant to the public authorities law; (5) any public authority or public benefit corporation, at least one of whose members is appointed by the governor or who serves as a member by virtue of holding a public office of the State; (6) a municipal agency, as that term is defined in paragraph (b) of subdivisions of section one-c of the Legislative Law, or (7) a subsidiary or affiliate of such a public authority. (SFL §139-j, paragraph 1.a.)

MTA Form Law 139-j, 139-k rev. 12-08a, Page 1

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 Metropolitan Transportation Authority

New York State Finance Law Sections 139-j and 139-k ("Lobbying Law") — Disclosure Statement

Was the basis for the finding of Bidder's/Proposer's non-responsibility due to the intentional provision of false or incomplete information to a governmental entity? ☐ Yes ☐ No

If yes, please provide details regarding the finding of non-responsibility below.

Governmental Entity: _____

Year of Finding of Non-responsibility: _____

Basis of Finding of Non-Responsibility: _____

(Add additional pages as necessary)

Has any governmental entity terminated a procurement contract with the Bidder/Proposer due to the intentional provision of false or incomplete information? ☐ Yes ☐ No

Bidder's/Proposer's Affirmation and Certification

By signing below, the Bidder/Proposer:

a) Affirms that the Bidder/Proposer understands and agrees to comply with the policy regarding permissible contacts in accordance with New York State Finance Law Sections 139-j and 139-k.

b) Certifies that all information provided to the MTA with respect to New York State Finance Law §139-j and §139-k is complete, true and accurate.

By _____ Date: _____
(Signature of Person Certifying)

Print Name and Title _____ Title: _____

Bidder/Proposer or Contractor/Consultant (Full Legal Name): _____

Address of Bidder/Proposer or Contractor/Consultant: _____

Business Telephone Number: _____

MTA's Right to Terminate

The MTA reserves the right to terminate a Contract (including any lease, license, entry permit, or sale documents) in the event it is found that the certification filed by the Bidder/Proposer, in accordance with New York State Finance Law §139-k, was intentionally false or intentionally incomplete. Upon such finding, the MTA may exercise its termination right by providing written notification to the Bidder/Proposer in accordance with the written notification terms of the Contract.

MTA P-1 (Law 139-j, 139-k) (rev. 10-04-07)-Page 2

Attachment B - 2012 Personal Property Disposition Guidelines



METROPOLITAN TRANSPORTATION AUTHORITY ALL-AGENCY GUIDELINES FOR THE DISPOSAL OF PERSONAL PROPERTY

Adopted by the Board on March 28, 2012

These guidelines, which have been adopted by the Board of the Metropolitan Transportation Authority ("MTA"), address the disposal of personal property, including obsolete, unneeded, and outdated personal property, by the MTA and its subsidiary and affiliated agencies in accordance with Public Authorities Law ("PAL") §§ 2895 – 2897 and other applicable provisions of law. These guidelines shall **not** apply to the disposition of real property which is governed by the MTA Real Estate Department Policies and Procedures for the Leasing-out and Sale of Real Property.

The purpose of these guidelines is to:

1. Ensure that disposal of MTA personal property is undertaken in compliance with governing laws;
2. Define the means for identifying obsolete, unneeded, or otherwise outdated personal property, including but not limited to furniture, equipment, computer equipment, and automobiles;
3. Provide cost-savings to the MTA by outlining a procedure for the transfer of surplus personal property;
4. Recover value from surplus personal property through its sale, either for reuse or for scrap; and
5. Minimize disposal and storage costs by providing means for the donation of surplus personal property with negligible resale value.

These guidelines apply to the MTA and current and future affiliated and subsidiary agencies of the MTA (each, an "MTA Agency"). The MTA subsidiary and affiliated agencies consist of:

Triborough Bridge and Tunnel Authority
New York City Transit Authority
Manhattan and Bronx Surface Transit Operating Authority
The Long Island Rail Road Company
Metro-North Commuter Railroad Company
Staten Island Rapid Transit Operating Authority
MTA Bus Company
Long Island Bus Company
MTA Capital Construction Company

For purposes of these guidelines, the terms below are defined as follows:

Contracting Officer(s): The Contracting Officer is the officer or employee of each MTA Agency who is designated by resolution to be responsible for the supervision and direction of the

disposition of such MTA Agency's Surplus Property.

Dispose or disposal: Transfer of title or any other beneficial interest in Surplus Property in accordance with the methods of disposition described herein. The act of disposition may include the acts of transferring, trading-in, selling, donating or destroying goods that are of no further use to the MTA.

Fair Market Value: The price at which the item of Surplus Property would change hands in a competitive and open market under conditions requisite to a fair sale between a willing buyer and a willing seller, neither being under any compulsion to buy or to sell and both acting prudently and having reasonable knowledge of the relevant facts.

Furniture: Office furnishings and fixtures including but not limited to desks, tables, chairs, lamps, modular wall units, and partitions.

Metropolitan Transportation Authority or "MTA" or "MTA Agency": For purposes of this Policy, the terms "MTA" and "MTA Agency" include the Metropolitan Transportation Authority and/or its current and future subsidiaries and affiliates.

MTAHQ: MTA Headquarters.

Not-For-Profit Organization: An organization incorporated for educational, charitable, or cultural purposes and recognized as tax-exempt under article 501(c) (3) of the Internal Revenue Code.

Personal Property: Tangible property, other than real property. Personal Property is physical and movable, subject to ownership, with exchangeable value. Examples of tangible personal property include, but are not limited to, furniture, supplies, automobiles or other vehicles, computer equipment, and commercial "off-the-shelf" software that is transferable pursuant to the software's licensing agreement.

Qualifying Surplus Property: Surplus Property with a value in excess of \$5,000, and any inchoate or other interest in such Surplus Property, to the extent that such interest may be conveyed to another person, other than an MTA Agency, for any purpose, excluding an interest securing a loan or other financial obligation of another party.

Surplus Property: Personal Property (i) that does not have a useful purpose for a particular department of the MTA or has been deemed to be no longer useful to the MTA; or (ii) the disposition of which has been determined by the Agency's Contracting Officer to be in the best interest of the MTA or the MTA Agency.

Surplus Property Officers: Regular employees to whom an MTA Agency or Agency department or division head has delegated responsibility for the identification and release of Surplus Property within that agency and/or department or division.

Section 1: General Provisions

1.1 Compliance with Laws and Guidelines.

- a. Disposals of Qualifying Surplus Property (i.e. Surplus Property with a Fair Market Value in excess of \$5,000) shall comply with applicable provisions of PAL §§ 2895 - 2897, the MTA's enabling legislation, any other applicable law for the disposal of Personal Property, and the provisions of these guidelines.

- b. Disposals of Surplus Property having a Fair Market Value equal to or less than \$5,000 and disposals of Surplus Property, regardless of Fair Market Value, to an MTA Agency are not subject to the disposition requirements set forth in PAL §§ 2895 – 2897. Disposition of such Surplus Property should be undertaken in compliance with the provisions of these Guidelines, other than Section 2 (addressing the requirements of PAL §§ 2895 – 2897).
- 1.2 Responsibility for Compliance. The Contracting Officer(s) and Procurement Department(s) of the MTA and the MTA Agencies are responsible for ensuring MTA's compliance with and enforcement of these Guidelines.
- 1.3 Surplus Property. Surplus Property shall be disposed of as promptly as possible in a manner that returns as much value as possible to the MTA. Value may be returned through internal transfer of items, thereby reducing expenditures; through sale of items to outside buyers, thereby producing revenue; or through donation or other disposal without direct income, thereby avoiding the costs associated with carrying excess inventories or disposal costs of items of negligible value.
- 1.4 Responsibilities of Surplus Property Officers. Surplus Property Officers shall be responsible for periodically identifying Surplus Property as defined above.
- User departments will periodically review their inventory of Personal Property such as furniture, office equipment, computer equipment, and security equipment and determine whether such Personal Property is Surplus Property that should be disposed of.
- 1.5 Computer Equipment/ Telecommunications Equipment. The Information Technology Departments for each MTA Agency will be responsible for the review of the continued usefulness of computer equipment and telecommunications communications equipment in their agency and may, in conjunction with the department or division to which such equipment is assigned, identify such equipment as Surplus Property.
- 1.6 Automobiles. Each MTA Agency shall review the continued usefulness of that MTA Agency's automobiles, and may, when appropriate, identify automobiles as Surplus Property and shall dispose of such vehicles in compliance with these guidelines and their agency's vehicle usage policies and procedures.
- 1.7 Estimation of Value.
- a. If the method of disposal of Surplus Property is not planned to be by publicly advertised bid (see Section 5.1), the user department responsible for such Surplus Property shall estimate the Fair Market Value of such Surplus Property. In estimating the Fair Market Value of such Surplus Property, reference shall be made to identifiable active markets for such property and information concerning additional factors may also be considered, which may include but are not necessarily limited to:
- Original purchase cost;
 - Depreciation;
 - Residual Value;
 - Estimated Replacement Value; and/or
 - Current condition of the item.

- b. If the estimated Fair Market Value of such Surplus Property is in excess of \$15,000, it must be disposed of by publicly advertised bid unless it is otherwise eligible for disposition through negotiation or public auction (PAL § 2897(6)(c); see Section 2.1(b)).
- c. If because of its unique nature or the unique circumstances of the proposed transaction, Qualifying Surplus Property is not readily valued by reference to an active market for similar property, an independent appraisal must be performed prior to disposing of such Qualifying Surplus Property (except in circumstances in which the Surplus Property is being designated for transfer to another MTA Agency user).

Section 2: Compliance with Public Authorities Law §§ 2895 - 2897

2.1 Permitted Methods of Surplus Property Disposal: Publicly Advertised Bid or Negotiation. Under the Public Authorities Law, Surplus Property valued in excess of \$5,000 and being disposed of to other than an MTA Agency ("Qualifying Surplus Property") either must be disposed of

- a. in accordance with publicly advertised bid procedures (as set forth in Section 5.1 below), or,
- b. through negotiation or by public auction, subject to obtaining such competition as is feasible. Disposal by negotiation or by public auction may be used only when at least one of the following conditions is satisfied:
 - (i) the Qualifying Surplus Property involved has qualities separate from the utilitarian purpose of such property, such as artistic quality, antiquity, historical significance, rarity, or other quality of similar effect, that would tend to increase its value, or the Qualifying Surplus Property is to be sold in such quantity that, if it were disposed of by publicly advertising for bids, would adversely affect the state or local market for such property, and the estimated Fair Market Value of such property and other satisfactory terms of disposal can be obtained by negotiation;
 - (ii) the Fair Market Value of the Qualifying Surplus Property does not exceed fifteen thousand dollars;
 - (iii) bid prices after advertising therefore are not reasonable, either as to all or some part of the Qualifying Surplus Property, or have not been independently arrived at in open competition;
 - (iv) the disposal will be to the state or any political subdivision, and the estimated Fair Market Value of the Qualifying Surplus Property and other satisfactory terms of disposal are obtained by negotiation;
 - (v) under those circumstances described in Section 2.3 below; or
 - (vi) such action is otherwise authorized by law.

2.2 Advance Explanatory Statement Requirement for Certain Qualifying Surplus Property Disposals. PAL § 2897(6)(d) requires that MTA Agencies prepare and disseminate to certain public officials ninety days in advance of a Qualifying Surplus Property disposal, an explanatory statement for (i) disposals by negotiation of any Qualifying Surplus Property with an estimated Fair Market Value in excess of \$15,000; or (ii) a disposal of Qualifying Surplus Property by exchange, where the exchange involves disposal of real property together with related Surplus Property (regardless of value). The explanatory statement shall be sent by the MTA Agency preparing it to the comptroller, the director of the budget, the commissioner of general services, the legislature and the independent authorities budget office at least 90 days before making the disposal. A copy of the statement shall be preserved in the MTA Agency's files.

2.3 Less than Fair Market Value Disposals. The MTA may dispose of Qualifying Surplus Property for less than Fair Market Value, pursuant to PAL § 2897(7), if:

- a. the transferee is a governmental or other public entity and the transfer terms require that ownership of the asset will remain with the governmental entity, or
- b. the transfer is within the purpose, mission or governing statute of the MTA.

Where a proposed transfer of Qualifying Surplus Property is for less than Fair Market Value but does not satisfy either of the above two criteria, the proposed transfer may not proceed without the MTA Agency first providing written notice to the governor, the speaker of the assembly and the temporary president of the senate. Such proposed transfer shall be subject to denial by the governor, the senate or the assembly. The governor, senate or assembly has 60 days from receipt of the notice to act if the notice is received between January and June; if the notice is received between July and December, the senate or assembly has 60 days from the following January in which to act on the notice.

2.4 Board Information and Approval Requirements: Proposed Less than Fair Market Value Disposal. If a below Fair Market Value Qualifying Surplus Property transfer is proposed, the following information must be provided to the MTA Board and to the public, in accordance with PAL § 2897(7)(b):

- a. a full description of the Qualifying Surplus Property;
- b. an appraisal of the Fair Market Value of the Qualifying Property and any information establishing the Fair Market Value;
- c. a description of the purpose of the transfer and a statement of the kind and amount of the benefit to the public resulting from the transfer;
- d. a statement of the value received compared to the Fair Market Value;
- e. the names of any private parties participating in the transfer; and

- f. the names of other private parties who made an offer for the asset, the amount offered, and the purpose for which the asset was sought.

Before proceeding with such a proposed disposal, the MTA Board shall consider the information required to be provided and make a written determination that there is no reasonable alternative to the proposed below market transfer that would achieve the same purpose of the transfer.

Section 3: Compliance with Federal Transit Administration Circular 5010.1D – Federally Funded Property

In addition to complying with PAL §§ 2895 - 2897, the MTA must also comply with Federal Transit Administration ("FTA") Circular 5010.1D which governs the disposal of Federally-funded Property with an acquisition value in excess of \$5,000. That Circular requires grantee agencies such as the MTA to obtain FTA approval prior to disposing of such property if the disposition occurs before the end of the asset's useful life, as determined under the Circular. In addition, upon disposition, the MTA must reimburse the FTA its share of any remaining Federal interest in the asset, as calculated pursuant to Circular 5010.1D.

Section 4: Reassignment or Transfer of Surplus Property to Other MTA Agencies

Prior to disposing of Surplus Property, the MTA Agencies should attempt to reassign it to other departments/divisions within that MTA Agency and/or transfer the Surplus Property to another MTA Agency.

4.1 Reassignment. The Surplus Property Officer for each MTA Agency will notify its departments/ divisions of the availability of Surplus Property and will facilitate the transfer of same among departments/divisions if such transfer will result in a cost savings to the MTA. Such notification shall take place at least once per year, by publication of an inventory of Surplus Property, and may be supplemented by informal notification of departments on an ad hoc basis. In the event that more than one department or division expresses interest in the reassignment of Surplus Property, the MTA Agency's Surplus Property Officer and Contracting Officer shall determine the recipient, based on their judgment of which reassignment would be most beneficial to the MTA. Whenever possible, reassignment of Surplus Property shall be accomplished directly, minimizing the number of times an item must be moved.

4.2 Transfer to a Constituent Agency. Each Surplus Property Officer will circulate to the MTA Agencies on a periodic or ad hoc basis as appropriate, notice of the availability of Surplus Property. The inspection and, upon acceptance, physical transfer of such property shall be the responsibility of the MTA Agency accepting it.

In the event that more than one MTA Agency expresses interest in the same Surplus Property, the Surplus Property Officer and Contracting Officer shall determine the recipient, based on his judgment of which reassignment would be most beneficial to the MTA. Whenever possible, reassignment of Surplus Property shall be accomplished directly, minimizing the number of times an item must be moved.

Section 5: Disposal of Surplus Property With Estimated Fair Market Value in Excess of \$5,000

- 5.1 **Sale by Publicly Advertised Bid.** Qualifying Surplus Property (i.e. valued in excess of \$5,000) should periodically be offered by MTA for sale by the competitive process of publicly advertised bid, which is the preferred method of disposal.

The following requirements of PAL § 2897(6)(b) must be observed:

- a. The advertisement for bids shall be made at such time prior to the disposal through such methods and on such terms and conditions as shall permit full and free competition consistent with the value and nature of the Qualifying Surplus Property;
- b. All bids shall be publicly disclosed at the time and place stated in the advertisement; and
- c. The award shall be made with reasonable promptness by notice to the responsible bidder whose bid, conforming to the invitation for bids, will be most advantageous to the MTA, price and other factors considered; provided, that all bids may be rejected when it is in the public interest to do so.

- 5.2 **Disposal of Property by Negotiation or Public Auction.** Surplus Property may be disposed of by negotiation or public auction when (i) the Fair Market Value of such Surplus Property does not exceed \$15,000 or (ii) where any of the other criteria listed in Section 2.1(b) above for such disposal is satisfied.

Section 6: Disposal of Surplus Property With a Fair Market Value of \$5,000 or Less

- 6.1 **Sale.** The preference is to sell property having an estimated or appraised Fair Market Value of \$5,000 or less, in an effort to recover value from Surplus Property for MTA.
- 6.2 **Contribution.** Items with an estimated or appraised value of \$5,000 or less may be offered to a not-for-profit organization if, in the judgment of the MTA Agency's Surplus Property Officer and Contracting Officer, such property may have value if returned to use in such an organization, such a disposal by contribution will minimize disposal and storage costs to MTA; and the Surplus Property either has negligible resale value or the costs of MTA conducting a sale of such Surplus Property relative to the resale value that could likely be obtained are such that proceeding by contribution is deemed warranted. In such circumstances, physical transfer of the property will be the responsibility of the receiving organization. Such an offering shall be conducted at the convenience of the MTA, and at minimal expense to the MTA.

Section 7: Disposal as Waste

Surplus Property that the Surplus Property Officer determines has no net monetary value (taking into account costs of storage) and has been unable to dispose of through reassignment, transfer, sale, or donation as outlined above should be disposed of as waste in the most cost-effective means consistent with all relevant laws and regulations.

Section 8: Inventory Management/Internal Controls

Each MTA Agency shall maintain adequate inventory controls and accountability systems for all individual items of Personal Property.

Section 9: Regulatory Disclosure

- 9.1 MTA Agency Reporting. Each MTA Agency's Contracting Officer shall annually provide a report to MTAHQ of all Surplus Property under its custody and control as well as a list and full description of all Surplus Property disposed of during the previous calendar year with the price received and the name of the purchaser.
- 9.2 Format and Timing. The report shall be provided in a format and at such time as requested by the MTA Corporate Compliance to facilitate required reporting of sale information.
- 9.3 Annual Report. MTAHQ shall annually publish, in accordance with PAL § 2896(3), a report with a full description of all Qualifying Surplus Property disposed of during the previous calendar year by all of the MTA agencies with the price received and the name of the purchaser. MTAHQ shall send copies of such report to the comptroller, the director of the budget, the commissioner of general services, the legislature, and the independent authorities budget office.

Section 10: Procedures

Each MTA Agency shall create written policies and procedures as needed for the implementation of these guidelines. Such written policies and procedures, once executed, shall be filed with MTA Corporate Compliance.

ATTACHMENT C
PERSONAL PROPERTY DISPOSITION CONTRACTING OFFICERS

Agency	Contact	Phone	E-mail
Long Island Rail Road	Dennis L. Mahon	718-725-2620	dlmahon@lirr.org
MTA Capital Construction	Anthony D'Amico	646-252-4200	AD'Amico@mtacc.info
Metro-North Railroad	Anthony J. Bombace, Jr.	212-340-3055	bombace@mnrr.org
New York City Transit	Stephen M. Plochochi	646-252-6050	Stephen.Plochochi@nyct.com
Bridges and Tunnels	Anthony W. Koestler	646-376-0111	akoestler@mtabt.org
MTA Headquarters	Clifford Shockley	646-376-0098	cshockley@mtabsc.org
MTA Bus	Stephen M. Plochochi	646-252-6050	Stephen.Plochochi@nyct.com

MTA LONG ISLAND RAIL ROAD

Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature
Project Manager Name JOHN COYNE

Date MARCH 26, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	3/26/12	X		
2	Board	3/28/12	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal <i>[Signature]</i>
3	Chief of Staff <i>[Signature]</i>		
2	Chief Financial Officer <i>[Signature]</i>		

AGENCY: MTA Long Island Rail Road ("LIRR")

LICENSOR: JMS Catering, Inc.; Sal Boniventre; and Partnered Beverages LLC

LOCATION: Bellmore Station; Lindenhurst Station; Seaford Station; Amityville Station; Kings Park Station; Massapequa Station; Bay Shore Station

ACTIVITY: Operation of coffee trucks

ACTION REQUESTED: Approval of terms

TERM: Ten years, subject to termination by LIRR on 60 days' notice

COMPENSATION:

Bellmore Station	
Proposer: JMS Catering, Inc.	
Year	Compensation
1	\$5,400
2	\$5,562
3	\$5,729
4	\$5,901
5	\$6,078
6	\$6,260
7	\$6,448
8	\$6,641
9	\$6,841
10	\$7,046
PV (9%):	\$38,908

Lindenhurst Station	
Proposer: Sal Boniventre	
Year	Compensation
1	\$6,500
2	\$6,695
3	\$6,896
4	\$7,103
5	\$7,316
6	\$7,536
7	\$7,762
8	\$7,995
9	\$8,235
10	\$8,482
PV (9%):	\$46,837

Seaford Station	
Proposer: Partnered Beverages LLC	
Year	Compensation
1	\$5,600
2	\$5,880
3	\$6,174
4	\$6,483
5	\$6,810
6	\$7,147
7	\$7,505
8	\$7,880
9	\$8,274
10	\$8,687
PV (9%):	\$43,673

Staff Summary

FINANCE COMMITTEE MEETING

Subject (Cont'd)

Amityville Station Proposer: Partnered Beverages LLC

Year	Compensation
1	\$5,200
2	\$5,460
3	\$5,733
4	\$6,020
5	\$6,321
6	\$6,637
7	\$6,969
8	\$7,317
9	\$7,683
10	\$8,067
PV (9%):	\$40,552

Kings Park Station Proposer: Partnered Beverages LLC

Year	Compensation
1	\$4,200
2	\$4,410
3	\$4,631
4	\$4,862
5	\$5,105
6	\$5,360
7	\$5,628
8	\$5,910
9	\$6,205
10	\$6,516
PV (9%):	\$32,753

Massapequa Station Proposer: Partnered Beverages LLC

Year	Compensation
1	\$7,500
2	\$7,875
3	\$8,269
4	\$8,682
5	\$9,116
6	\$9,572
7	\$10,051
8	\$10,553
9	\$11,081
10	\$11,635
PV (9%):	\$58,488

Bay Shore Station Proposer: Partnered Beverages LLC

Year	Compensation
1	\$4,200
2	\$4,326
3	\$4,456
4	\$4,589
5	\$4,727
6	\$4,869
7	\$5,015
8	\$5,165
9	\$5,320
10	\$5,480
PV (9%):	\$30,262

COMMENTS

MTA Real Estate recently offered coffee truck concessions at eleven LIRR stations for ten-year license agreements via a request for proposals process. These locations were previously licensed for coffee trucks, but the terms of the agreements had expired and were in holdover status. In January, 2012, the Board approved MTA Real Estate's recommendations with respect to four of the eleven locations. MTA Real Estate is now requesting authorization to grant concessions at the remaining seven locations as set forth above. The aggregate present value of the proposed compensation for all eleven coffee truck locations is \$655,912, compared to a present value of \$133,770 were the current coffee truck operators to be kept in place at their existing rents

After initial proposals were received in October, MTA Real Estate gave each proposer the opportunity to increase the amount of compensation it had proposed. Subsequently MTA Real Estate solicited best and final offers at two locations (Bellmore and Lindenhurst) where the incumbents' proposals were within 20% of the high proposal.

Two proposals were received for the coffee truck concession at the Bellmore Station: Partnered Beverages LLC submitted a compensation proposal with a present value discounted at 9% ("PV") of \$38,992.17; and the incumbent, JMS Catering, Inc., submitted a compensation proposal with a PV of \$34,585.20. Per the best and final offer process described above, JMS Catering, Inc., submitted a best and final offer with a PV of \$38,908.37, an amount that is only \$83.80 less on a present value basis than the compensation proposal submitted by Partnered Beverages LLC. MTA Real Estate deems this amount to be de minimis in light of JMS Catering's experience as incumbent at this location. JMS Catering, Inc., and its principal, John Gonias, have sufficient assets to guarantee the compensation they have proposed.

Staff Summary

FINANCE COMMITTEE MEETING Subject (Cont'd.)

Two proposals were received for the coffee truck concession at the Lindenhurst Station: Partnered Beverages LLC initially proposed compensation with a PV of \$41,331.69; and Sal Boniventre, the incumbent, initially proposed compensation with a PV of \$38,195.54. Per the best and final offer process described above, Mr. Boniventre submitted a final offer with a PV of \$46,863.65, while Partnered Beverages LLC declined to increase its offer. Mr. Boniventre's credit score is good and he has sufficient assets to guarantee the compensation he has proposed for this concession.

Partnered Beverages LLC, submitted the highest proposal for the Seaford, Amityville, Kings Park, and Seaford stations, and submitted the only proposal for Bay Shore station:

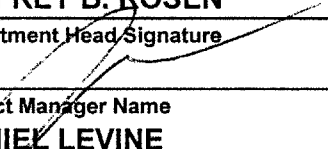
- Two proposals were received for the coffee truck concession at the Seaford Station: Partnered Beverages LLC proposed compensation with a PV of \$43,673.18; and Maglios Catering, the incumbent, proposed compensation with a PV of \$32,423.64.
- Two proposals were received for the coffee truck concession at the Amityville Station: Partnered Beverages LLC proposed compensation with a PV of \$40,551.85; and Victor Ferrugiari, the incumbent, proposed compensation with a PV of \$15,337.41.
- Two proposals were received for the coffee truck concession at the Kings Park Station: Partnered Beverages LLC proposed compensation with a PV of \$32,753.42; and Sal Boniventre, the incumbent, proposed compensation with a PV of \$23,777.23.
- Two proposals were received for the coffee truck concession at the Massapequa Station: Partnered Beverages LLC proposed compensation with a PV of \$58,488.25; and Kenneth James Patrick Doran, the incumbent, proposed compensation with a PV of \$25,933.58.
- One proposal was received for the coffee truck concession at the Bay Shore Station: Partnered Beverages LLC proposed compensation with a PV of \$30,262.06.

Partnered Beverages LLC, doing business under the name Mountain Mudd Espresso, is a company based in Billings, Montana that operates coffee kiosks throughout the United States. Partnered Beverages and its principal, John Adams, have sufficient assets to guarantee the compensation proposed.

Based on the foregoing, MTA Real Estate requests authorization to enter into license agreements for the operation of coffee concessions at the Bellmore, Lindenhurst, Seaford, Amityville, Kings Park, Massapequa and Bay Shore stations on the above described terms and conditions.


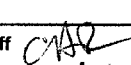

MTA METRO NORTH RAILROAD

Staff Summary

Subject EASEMENT GRANT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name DANIEL LEVINE

Date MARCH 26, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	3/26/12	X		
2	Board	3/28/12	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal 
3	Chief of Staff 		
2	Chief Financial Officer 		

AGENCY: MTA Metro-North Railroad ("Metro-North")

GRANTEE: Village of Larchmont

LOCATION: The subject easement parcel is located south of North Avenue, west of Palmer Avenue, and east of Metro-North's New Haven Line tracks, in the Village of Larchmont, Westchester County, New York.

ACTIVITY: Grant of easement to the Village of Larchmont for emergency first responder access.

ACTION REQUESTED: Approval of terms.

TERM: Permanent, non-exclusive

SPACE: 12,756 square feet

COMPENSATION: \$1.00 (payment waived)

COMMENTS:

At its January 2012 meeting, the Board approved three easement actions related to a low-income housing development planned by WB Pinebrook Associates, LLC ("WB") in the Village of Larchmont (the "Village"). The three actions involved (1) the termination of an easement that burdened Metro-North's right-of-way, (2) the relocation of an easement that burdens WB's property for the benefit of Metro-North, and (3) the grant of an easement from Metro-North to Westchester County to permit public passage and emergency vehicle access to the rear of WB's property ("Emergency Easement 1"). The Staff Summary for these actions is attached.

Subsequent to the Board's January approval, the Village advised WB that it requires an additional, irrevocable easement over MTA property to provide emergency vehicle access easement from North Avenue, another public street of the Village (such easement, "Emergency Easement 2"). While WB has a pre-existing terminable, non-exclusive easement for public access over the parcel that will be encumbered by Emergency Easement 2 that was granted in 2005 to a previous developer, this public access easement is terminable and the Village requires an irrevocable easement for emergency purposes. Emergency Easement 2 will be a permanent, non-exclusive easement, granted to the Village and would give first responders emergency access from North Avenue to meet the area covered by Emergency Easement 1, providing continuity of emergency coverage for persons living and working at the WB development.

Additionally, the Village has determined that the Public Access Easement to be granted to the County of Westchester, pursuant to the Board action at its January meeting as indicated in the attached, must be granted instead to the Village of Larchmont. All other aspects of the transactions contemplated in the January staff summary remain unchanged.

Staff Summary

FINANCE COMMITTEE MEETING Easement Grant (Cont'd.)



Metropolitan Transportation Authority

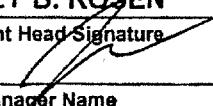
Page 2 of 2

Pursuant to the Public Authorities Law Section 2897, an appraisal of the proposed Emergency Easement 2 was obtained. The easement was valued at \$10,000. No compensation is being required from the Village or Westchester County, as the easement grant is for a public benefit, the easement will continue to be held by the Village only for emergency access purposes, and there is no reasonable alternative to the transfer that would achieve the same purpose.

Granting this easement will not negatively impact Metro-North's interests or day-to-day use of the subject easement area, as the use of the easement will be only for first responder emergencies.




Based on the foregoing, MTA Real Estate requests the Board determine that there is no reasonable alternative to the proposed below market transfer that would achieve the same purpose of such transfer and authorize (a) the execution of the above-described easement agreement with the Village of Larchmont on the terms described above, and (b) execution of the Public Access Easement described in attached January 2012 staff summary with the Village of Larchmont instead of the County of Westchester.

Staff Summary

Subject EASEMENT RELATED ACTIONS
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name DANIEL LEVINE

Date JANUARY 23, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Notes
1	Finance Committee	1/23/12	X		
2	Board	1/25/12	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal 
	Chief of Staff 		
	Chief Financial Officer 		

AGENCY/GRANTEE: MTA Metro-North Railroad ("Metro-North")

GRANTOR/GRANTEE: WB Pinebrook Associates, LLC ("WB")

GRANTEE: Westchester County

LOCATION: The subject parcels are generally south of North Avenue, west of Palmer Avenue, and east of Metro-North's New Haven line tracks, in the Village of Larchmont, Westchester County, New York

ACTIVITY: Termination, relocation, and grant of easement rights

ACTION REQUESTED: Approval of terms

PARCELS: Easement 1 – 7,048 square feet: Metro-North's right-of-way is currently burdened by a 20' wide easement for pedestrian, vehicular and utility access in favor of WB.
Easement 2 – 3,700 square feet: WB's property is currently burdened by an easement in favor of Metro-North for pedestrian, vehicular and utility access.
Public Access Easement – 7,409 square feet ("Easement 3"): Metro-North will grant a permanent easement to Westchester County for public passage and for emergency vehicle access to the rear of one of WB's buildings.

TERMS: Easement 1 will be terminated, freeing the affected Metro-North right-of-way for Metro-North unfettered usage. WB will make improvements to the Metro-North property, including installation of a sound wall, gates and a drainage system.
Easement 2 will be relocated to continue to provide Metro-North access over WB's property.
Metro-North will grant Easement 3 to Westchester County, to allow required emergency and public access to the back of WB's property, as required by code.

COMMENTS:

WB, a developer of affordable residential homes for families, is working with New York State and Westchester County to build affordable housing that satisfies the August, 2009 settlement reached between the U.S. Department of Housing and Urban Development and Westchester County. Pursuant to this effort, WB has become the contract vendee of an approximately 1.5 acre site in Larchmont, New York, located generally south of North Avenue, west of Palmer Avenue,

Staff Summary

FINANCE COMMITTEE MEETING Exchange of Easements (Cont'd.)



Page 2 of 2

and east of and adjacent to the New Haven Line right-of-way. WB intends to construct two multi-family buildings containing a total of fifty-one condominium housing units, all of which will be affordable to families earning up to eighty percent of the Westchester County median income (the "Project").

The Planning Board of the Village of Larchmont (the "Village") granted site plan approval for the Project conditioned on the provision of emergency vehicle access between Palmer Avenue, a public street of the Village, and the rear of the full length WB's property, which can only be reached by using a portion of Metro-North's right-of-way. To permit this access, Metro-North will grant to Westchester County an irrevocable, non-exclusive easement (Easement 3), for emergency vehicle access and passage of the general public.

In consideration of the benefits to WB of the grant of Easement 3 to Westchester County by Metro-North, WB will improve the Easement 3 area for use as a vehicle right-of-way, including the removal of existing covered sidetrack, grading, paving, installation of a new drainage system, guardrail, curb and sound wall along part of Metro-North's property. Metro-North will benefit from these installations, as its access to the right-of-way will be facilitated and separated from WB's property by a sound wall. Flooding of the right-of-way that tends to occur in the area will be mitigated by the installation of the drainage system containing a retention system. WB will maintain these improvements as necessary.

It is also necessary for the advancement of the Project that Easement 2 be relocated. Easement 2 is an access easement that burdens WB's property in favor of Metro-North, allowing it to reach the right-of-way from the south. The relocation of Easement 2 will not affect Metro-North's ability to access its property. WB will maintain the relocated Easement 2.

In consideration of Metro-North agreeing to relocate Easement 2, WB will terminate and release Easement 1 to Metro-North. The termination of Easement 1 will be beneficial to Metro-North because it will be able to use the released easement area for future railroad uses without any obligation to keep the property free for private vehicular access.

Pursuant to the Public Authorities Law Section 2897, appraisals were obtained with respect to Easements 1 and 3. Both easements were valued at \$10,000.00. Although the easement interest to be granted by Metro-North (Easement 3) and the easement interest to be gained by Metro-North (Easement 1) are of equal value, Metro-North will also be gaining significant improvements to its property that WB will construct and maintain.

In summary, the result of these easement transactions will not only permit the development of this housing project, but will provide Metro-North with the following benefits: 1) Improved access to the New Haven Line right-of-way for Metro-North and its contractors; 2) elimination of WB's easement over a portion of the right-of-way will free areas for Metro-North use, while sound walls will insulate the development from Metro-North work; and 3) drainage will be improved, mitigating flooding problems that Metro-North has experienced in this area

Based on the foregoing, MTA Real Estate requests authorization to execute the above described easement agreements on the terms described above.

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INFORMATION ITEMS

Memorandum



Metropolitan Transportation Authority

State of New York

Date March 26, 2012
To Members of the Finance Committee
From Jeffrey B. Rosen, Director, Real Estate
Re **Status of Month-to-month Licenses for Passenger Amenities**

In June 1988, the MTA Board adopted a policy, which allows the Real Estate Department to enter into month-to-month agreements for "passenger service oriented concessions without individual Committee or Board approval". Attached is a status report of month-to-month agreements, which were executed pursuant to the policy.

TENANTS CURRENTLY ON MONTH-TO-MONTH AGREEMENTS

MONTH: MARCH 2012

AGENCY	LOCATION (STATION)	TENANT/USE	SF	DATE OF AGREEMENT	MONTHLY COMPENSATION	COMMENT
1. NYCT	WTC Station 8 th Ave. Line, Manhattan	Fakhrul Alam/Newsstand	420	January 2004	\$121.54	Special site conditions will require interm tenancy until there is a station rehab
2. NYCT	West 4 th St Station	Bachubhai Mehla/Newsstand (2)	96 96	June 2006	\$15,435.00	Publicly offered in October 2010
3. NYCT	Grand Street Station (B and D trains), Manhattan	Mahabubar Rahman	91	April 2006	\$882.00	Publicly offered in October 2010
4. NYCT	179 th Street Station (F train), Queens	Bachubhai Mehta/Newsstand	180	January 2008	\$1,400.00	Publicly offered in October 2011
5. NYCT	51 st Street-Lexington Avenue (6 train)	Bachubhai Mehta/Newsstand (2)	192	June 2008	\$7,600.00	Publicly offered in October 2011
6. NYCT	Astor Place (6 train), Manhattan	Fakhrul Alam/Newsstand	60	September 2008	\$3,900.00	Publicly offered in October 2010
7. LIRR	Bellmore Station, Bellmore, NY	Newsstation, Inc./Newsstand	120	March 2009	\$300	To be publicly offered first quarter 2012
8. LIRR	Wantagh Station, Wantagh, NY	Newsstation, Inc./Newsstand	121	March 2009	\$300	To be publicly offered first quarter 2012
9. LIRR	Massapequa Station, Massapequa, NY	Newsstation, Inc./Newsstand	120	September 2009	\$150	To be publicly offered first quarter 2012
10. NYCT	34 th St-Penn Station, Broadway 7 th Ave. Line	IRT News, Inc. / Newsstands (4)	720	February 2010	\$12,000	To be publicly offered by October 2011
11. LIRR	Hicksville Station, Hicksville, NY	Sunset Airport Trans Corp./Taxi Parking (4 spaces)	648	December 2011	\$4,795.54	To be publicly offered first quarter 2012
12. LIRR	Hicksville Station, Hicksville, NY	LI Yellow Cab Corp./Taxi Parking (1 space)	162	December 2011	\$350.00	To be publicly offered first quarter 2012

Memorandum



Metropolitan Transportation Authority

State of New York

Date March 26, 2012
To Members of the Finance Committee
From Jeffrey B. Rosen, Director, Real Estate
Re **GCT's Vanderbilt Hall Events Forecast**

The following report will be presented to the Real Estate Committee by GCT Development on a monthly basis. The events forecast will show events planned for Vanderbilt Hall in the next three to four month period. This calendar will always be subject to last minute changes for technical or scheduling reasons.

March 2012 Event Forecast

Event	Date	Description	Space	Use
Japan Tourism	March 1-3	Tourism event to promote restaurants and dining. There will be a private event one evening. Free tea samples and lots of food	VBH	Public
National Kidney Foundation	March 8, 2012	Kidney awareness and health screenings	VBH	Public
March Madness	March 12 - 16	Viewing of the March Madness basketball tournament. A large bracket will be the focal point. Their goal is to hand out 50,000 brackets on the first day	VBH	Public
Peanut Board	March 14 - 15	Sampling/distribution of peanut related products. Clean energy car on site. There will also be a roller coaster simulator	VBH	Public
Brunel Awards	March 17 - 31	As per Metro North	VBH	Public
Brazil Tourism	March 19 - 20	March 19: Load in and set up March 20: Tourism event with private and public portion. Stage and DJ	VBH	Public
Smithsonian Channel	March 22 - 23	Titanaboa exhibit about an extremely large snake. There will be a projection of a video game. All to promote a new TV Series	VBH	Public
Financial Times	March 26 - 29	An interactive display/projection of different data.	VBH	Public

Memorandum



Metropolitan Transportation Authority

State of New York

Date March 26, 2012
To Members of the Finance Committee
From Jeffrey B. Rosen, Director, Real Estate
Re **GCT – Graybar Passage Retail Kiosks**

The following report will be presented by GCT Development office of the Real Estate Department whenever a new retail Permit Agreement has been entered into under the Retail Kiosk program approved by the MTA Board in January 2006.

GRAND CENTRAL TERMINAL
GRAYBAR PASSAGE RETAIL KIOSK PROGRAM

New Licensees-Month of March 2012

Licensee	License Dates	Use	Monthly Compensation
Prudence C LLC	3/1/2012-4/30/2012	The retail sale of licensee produced jewelry	3/2012 \$2500 4/2012 \$2500
Intaglio Antique Prints and Maps	3/1/2012-3/31/2012	The retail sale of antique maps and prints	3/2012 \$2500
Zen Garage Inc.	3/1/2012-5/31/2012	The retail sale of licensee produced handbags	3/2012 \$2500 4/2012 \$2500 5/2012 \$2500

Staff Summary



Metropolitan Transportation Authority

Page 1 of 1

Subject AMENDMENT TO LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature
Project Manager Name STEPHEN BROWN

Date March 26, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	3/26/12		X	
2	Board	3/28/12			

Internal Approvals			
Order	Approval	Order	Approval
			Legal
	Chief of Staff		
	Chief Financial Officer		

AGENCY: MTA Long Island Rail Road ("LIRR")
 LICENSOR: Brent Associates, Inc.
 LOCATION: LIRR's Main Line Branch Right of Way
 ACTIVITY: Modification of license agreement to include additional 120 square feet of LIRR property
 ACTION REQUESTED: Approval of terms
 TERM: Nine years, coterminous with Brent's existing license agreement and subject to termination at will by MTA upon 60 days' notice
 SPACE: 120 square feet
 COMPENSATION:

Year	Current Annual Base Compensation	Monthly Base Compensation	Proposed Annual Compensation	Proposed Monthly Compensation	PSF
1	\$7,250.00	\$604.17	\$7,689.00	\$640.75	3.60
2	\$7,612.50	\$634.38	\$8,073.45	\$672.79	4.00
3	\$7,993.13	\$666.09	\$8,477.12	\$706.43	4.20
4	\$8,392.78	\$699.40	\$8,900.98	\$741.75	4.42
5	\$8,812.42	\$734.37	\$9,346.03	\$778.84	4.64
6	\$9,253.04	\$771.09	\$9,813.33	\$817.78	4.87
7	\$9,715.69	\$809.64	\$10,304.00	\$858.67	5.11
8	\$10,201.48	\$850.12	\$10,819.20	\$901.60	5.37
9	\$10,711.55	\$892.63	\$11,360.15	\$946.68	5.63
10	\$11,247.13	\$937.26	\$11,928.16	\$994.01	5.92

COMMENTS

Real Estate recently entered into a license agreement with Brent Associates ("Brent") covering approximately 2,016 square feet (336' x 6') of LIRR property at the above location for a fire egress/access walkway at the rear of its commercial property located in Carle Place New York. Brent subsequently inquired about modifying its license agreement to include an additional 120 square feet (20' x 6') of the ROW, extending an extra 20 feet east of the currently licensed area for a total area of 2,136 square feet. The proposed extension, which has been approved by LIRR, would allow for placement of a dumpster just off the edge of the licensee's parking lot.

Real Estate will amend the existing agreement by letter, modifying the size of the licensed location and increasing compensation in a pro-rated manner at the \$3.60 per square foot rate of the existing license; all other terms and conditions under the license would remain in full force and effect. The current agreement is in year one of its 10-year term.

Based on the above, it is recommended that MTA Real Estate modify Brent's agreement pursuant to the above terms and conditions