



**Metropolitan Transportation Authority**

# **Finance Committee Meeting**

## **November 2013**

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### **Committee Members**

A. Saul, Chair  
F. Ferrer, Vice Chair  
A. Albert  
J. Ballan  
J. Banks, III  
R. Bickford  
N. Brown  
A. Cappelli  
J. Kay  
C. Moerdler  
M. Page  
M. Pally  
J. Sedore, Jr.  
C. Wortendyke

# MEETING AGENDA

## MTA FINANCE COMMITTEE

Tuesday, November 12, 2013 – 12:30 PM

347 Madison Avenue  
Fifth Floor Board Room  
New York, NY

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Date of next meeting: Monday, December 16, 2013 at 12:30 PM

Minutes of the MTA Finance Committee Meeting  
September 16, 2013  
347 Madison Avenue  
New York, NY  
12:30 PM

The following Finance Committee members attended:

Hon. Andrew M. Saul, Chairman  
Hon. Fernando Ferrer  
Hon. Jonathan A. Ballan  
Hon. Robert C. Bickford  
Hon. Allen P. Cappelli  
Hon. Ira Greenberg  
Hon. Jeffrey A. Kay  
Hon. Charles G. Moerdler  
Hon. Mark Page  
Hon. Mitchell H. Pally  
Hon. Carl V. Wortendyke

The following Finance Committee members did not attend:

Hon. John H. Banks III  
Hon. Norman Brown  
Hon. James L. Sedore, Jr.

The following Board Members were also present:

Hon. Andrew Albert  
Hon. Susan Metzger  
Hon. John Molloy

The following also attended:

Carmen Bianco  
Helena Williams  
Howard Permut  
Robert Foran  
Douglas Johnson  
Patrick McCoy  
Jeffrey Rosen  
Mark Young  
Natatia Griffith  
Aaron Stern  
Kim Porcelain

Chairman Andrew M. Saul called the September 16, 2013 meeting of the Finance Committee to order at 12:30 PM.

**I. Public Comments**



There were no public speakers.

## **II. Approval of Minutes**

The MTA Board approved the minutes to its prior meeting held on July 22, 2013.

## **III. Committee Work Plan**

There are no changes to the 2013 work plan.

## **IV. Budgets/Capital Cycle**

### **A. BudgetWatch**

Douglas Johnson presented the BudgetWatch, which focused on preliminary results against the mid-year forecast that was presented in July. In order to be as current as possible, BudgetWatch reports results for a blend of reporting periods, depending on the category: agency operating results were reported through July, PMT and MTA Aid results were measured through August, and all-other subsidy results were through September.

For passenger revenues, the mid-year forecast was reduced from the February budget by \$23 million. Passenger revenues were slightly better than forecast for the month of July and YTD. YTD revenue was favorable by \$5.2 million, or 0.2%. July toll revenue was \$4.4 million, or 3.1%, favorable increasing the favorable YTD variance to \$5.6 million, or 0.6%.

Operating expenses were on target for the month, and slightly favorable on a year-to-date basis by \$43.8 million, or 0.7%. Overtime expenses were unfavorable for the month and YTD. Mr. Johnson reported that a detailed overtime report would be presented later in the meeting. YTD Debt service costs were on target.

When compared with forecast, overall subsidies were on target YTD. Real estate taxes that were \$13 million favorable were offset by PBT collections that were \$14 million unfavorable.

Overall YTD results were better than the Mid-Year Forecast due primarily to positive results from operations. Both operating revenues and expenses, for the month and YTD, were slightly favorable. YTD Debt service costs were slightly favorable. YTD subsidies in aggregate were on target as favorable real estate tax receipts were offset by lower PBT receipts.

### **B. FinanceWatch**

Patrick McCoy presented Finance Watch. On August 9, 2013, MTA executed an \$18,420,266 ultra-low sulfur diesel fuel hedge with J.P. Morgan Ventures at an all-in price of \$2.826/gallon. Three of MTA's existing approved commodity counterparties participated in

bidding on the transaction: Deutsche Bank, Goldman, Sachs & Co./J Aron and J.P. Morgan Ventures Energy Corporation. The hedge covers the period from June 2014 through July 2015.

On August 13, 2013, MTA effected a mandatory tender and remarketed through competitive bidding \$97.415 million of Dedicated Tax Fund Refunding Bonds, Series 2008B-1 and \$100 million of Dedicated Tax Fund Refunding Bonds, Series 2008B-4, because the letter of credit (LOC) issued by Bank of Nova Scotia that related to Series 2008B-1 expired by its terms and the LOC issued by KBC Bank N.V. that related to Series 2008B-4 was terminated. The Series 2008B-1 and Series 2008B-4 bonds were converted from a weekly-rate mode to a fixed-rate mode with final maturities of November 15, 2034 and November 15, 2025, respectively. The winning bid for these Series of bonds was submitted by Citigroup Global Markets Inc. with an all-in TIC of 3.51%. The transaction closed on August 13, 2013. Hawkins Delafield & Wood served as bond counsel, and Lamont Financial Services was financial advisor.

MTA negotiated extension agreements with the three existing letter of credit (LOC) providers in connection with the existing approved Transportation Revenue Bond Anticipation Notes (BAN), Series CP-2 Credit Enhanced commercial paper program. The Subseries designation, LOC providers and amounts are as follows: Subseries A, TD Bank, N.A. for \$100 million; Subseries B, Barclays Bank PLC, for \$250 million; and Subseries D, Citibank, N.A. for \$200 million. The original Subseries C Notes of \$350 million were associated with a LOC from Royal Bank of Canada, which LOC was not renewed and the notes were paid off with the proceeds of the Transportation Revenue Bonds, Series 2013D issued on July 2. The BAN was authorized by the Board in July, 2010 for a maximum period of five years from the date of original issue, which was September 16, 2010. The extension renewals will allow the commercial paper program to continue to operate until the end of the five year BAN period on September 16, 2015 when the program naturally terminates. The dealers for the Notes are as follows: Subseries A, Morgan Stanley; Subseries B, Barclays Capital; Subseries D, Citi.

In October 2013 MTA expects to issue \$500 million of MTA Transportation Revenue Bonds, Series 2013E, to finance existing approved transit and commuter projects. Hawkins Delafield and Wood will serve as bond counsel and Lamont Financial will serve as financial advisor.

In October 2013 MTA will effect a mandatory tender and remarket \$200 million of Transportation Revenue Bonds, Series 2002G-1 into the term mode as Floating Rate Notes, because the letter of credit issued by Bank of Nova Scotia that relates to Series 2002G-1 expires by its terms on October 7, 2013. Hawkins Delafield and Wood will serve as bond counsel and Lamont Financial will serve as financial advisor.

MTA is preparing to draw on two Sandy-related liquidity facilities that were established earlier with KeyBank and BoA Merrill Lynch. MTA has begun entering into commitments and

spending is occurring on Sandy-related restoration work. MTA anticipates making the draw on the KeyBank facility this week and the BoA Merrill Lynch facility the following week.

MTA anticipates issuing an RFP for Financial Advisory Services in the upcoming month.

## **V. MTA Headquarters and All-Agency Items**

### **A. Action Items**

Mr. Johnson reported that there were two action items.

1. A resolution for Board approval to authorize the execution, filing and acceptance of federal grants for the Federal Fiscal Year (FFY) 2013-2014.

Mr. Albert asked if the Federal government is providing grants for Positive Train Control. Mr. Permut responded that the staff summary makes MTA eligible to receive funding for Positive Train Control through a USDOT pilot program. Ms. Williams added that Positive Train Control is an unfunded mandate but that this MTA authorization would allow MTA to apply for certain USDOT funds.

The Committee voted to recommend the action item before the Board for approval.

2. Selection of Bond Underwriters

Mr. McCoy presented the authorization to obtain Board approval to qualify firms for underwriting assignments on MTA (including affiliates and subsidiaries) bond and note issues in connection with the MTA financed portion of approved capital programs as well as for financing of special projects outside of approved capital programs.

The pool consists of 10 bond underwriters to serve as senior managers, including one joint venture for a total of 11 firms, a pool of 22 bond underwriters to serve as co-managers, including two joint ventures for a total of 24 firms, and a pool of 18 bond underwriters to serve as selling group members.

The Committee voted to recommend the action item before the Board for approval. Mr. Ballan was absent for the vote on this item.

### **B. Information Items**

Mr. Johnson stated that there are four reports and information items.

1. The Annual Review of MTA's Derivative Portfolio is submitted as a part of the Finance Committee materials for the Committee members to review.

2. Overtime Report

Natatia Griffith presented a special report on overall results, and representatives from NYCT, LIRR and MNR assisted with answering questions asked by Board Members.

In response to unfavorable April year-to-date overtime results measured against the Adopted Budget, the MTA Division of Management and Budget was requested to prepare a report that identified the major issues driving those overages.

Overtime is integral to the provision and maintenance of the vital service that the riding public expects, and is absolutely necessary to incur when that service has been disrupted. It is particularly beneficial for addressing unpredictable situations, including weather and other emergencies, such as derailments; unscheduled maintenance and repairs; and backfilling open positions due to vacancies and employee availability.

The largest component of overtime is work that is operational in nature, performed by non-reimbursable employees; however, reimbursable overtime is equally important since it directly impacts the capital program.

While overtime is essential to MTA operations and is often partially offset by reduced straight-time and fringe benefit costs, it is nevertheless expensive, impacts pensions, and therefore has to be managed effectively, given that incremental costs are usually higher than the alternative fixed cost of hiring additional employees.

In 2010, MTA implemented an aggressive program to reduce overtime through a series of new and improved management controls. These efforts resulted in efficiency savings targets approximating \$20 million beginning in 2010, and grew to an excess of \$60 million annually thereafter.

To monitor progress towards meeting those targets and to improve transparency in overtime reporting, MTA developed a Decomposition Report that beginning in 2011 would be included within operating committee agenda material.

B&T has made substantial progress in meeting its overtime reduction goals. However, overall, the MTA has been unable to meet its overtime reduction goals due to a combination of "uncontrollable" and "controllable" factors. The "uncontrollable" factors, predominantly weather, have been the major cause for increased overtime usage.

“Controllable” elements of overtime also exceeded budgeted targets. Within that category – vacancy/employee availability is the second largest cause for increased overtime usage. Vacancy levels exceeded budgeted goals, and targets for decreasing sick time had not been met.

Other causes for increased “controllable” or “governable” overtime were the result of maintenance and other important programmatic work such as *Fastrack*, as well as efforts to reduce backlogs in signal and track repairs, and increased car overhaul work at the Agencies.

The July Plan projections for the years 2014-2017 were significantly lower than the levels experienced since 2010. It assumes Agencies would do a better job of filling vacancies, availability statistics would improve, and other operating improvements would be successfully implemented.

Ms. Griffith stated that based on what was revealed during the analysis, it appeared that the 2013 Forecast and 2014 – 2017 projections might not have been realistic, and needed further refinement by the November Plan.

Vacancies/employee availability contributed \$10 million towards the YTD overage, with the variance being primarily driven by NYCT and LIRR.

Ms. Griffith advised that agencies attempted to plan for increasing levels of attrition, and developed hiring and training programs; however, vacancy levels continued to exceed targets. Accordingly, the November Plan would adjust for more realistic vacancy assumptions.

It was noted that while vacancies could result in increased overtime, they also had a corresponding favorable impact on non-reimbursable straight-time and other payroll costs.

For those categories, June YTD straight-time payroll results were \$24 million favorable against the Adopted Budget, a portion of which was related to increased overtime.

Employee availability remains a challenge for the MTA. It takes into account many factors, including projection of the expected number of days off due to sick, injury on-duty lost-time accidents, the Family Medical Leave Act, vacation, training, jury duty, union business, and disciplinary actions.

Availability targets have not been met in many instances; correcting for this issue will require more stringent management, as well as more cooperation from organized labor.

Programmatic/Routine Maintenance added \$7 million towards the YTD overage, almost half of which was due to timing of NYCT's Overtime Cash-Out Program, increased efforts to repair defects found during scheduled inspections at MTA Bus, and additional track repairs and replacement work at the LIRR.

Turning to recent trends, Ms. Griffith explained that July YTD results measured against the Mid-Year Forecast were \$20.9 million (5.0%) unfavorable. Fifty percent (\$10.5 million) of that overage was generated in July alone and not reflective of timing, but rather of an understated budget with overages in the remaining months likely to continue.

For the remainder of the year, results will continue to be compared with the MYF. In this case, July YTD actuals measured against the budget resulted in unfavorable variances of \$57.1 million for non-reimbursable, \$26.6 million for reimbursable, for a total overage of \$83.7 million (23.9%).

Against the MYF, July YTD total non-reimbursable overtime of \$352.8 million was \$12.8 million (3.8%) unfavorable, reflecting more unscheduled service, higher vacancy/absentee coverage requirements, accelerated maintenance programs and additional residual Sandy-related recovery work.

Total reimbursable overtime of \$85 million exceeded the Mid-Year Forecast of \$76 million by \$8 million. Most (\$7 million) of that variance was generated by NYCT and directly attributable to its Subways Capital Track Program.

Ms. Griffith recapped the report's findings, stating year-to-date results were unfavorable against both the budget and the mid-year forecast. Much of that overage against the budget was from severe weather and ongoing Sandy-related work, but that it was also important to note that some of that additional cost was offset by straight-time payroll and health and welfare savings. Aside from weather, the primary cause for the overages, both against the budget and the mid-year forecast, was controllable in nature.

Consistent with some of the strategies that were developed in 2010, Agencies are committed to reduce avoidable overtime by:

- Aggressively hiring new employees;
- Making further improvements to reduce employee accidents;
- Improving operating procedures;
- Implementing disciplinary measures to reduce excessive sick time; and
- Increasing the pool of employees-in-training for critical operating positions.

Agency presidents, representatives from NYCT, LIRR and MNR, and Ms. Griffith answered questions asked by Board members that pertained to triggers of overtime, factors that are considered when overtime is used, impact of overtime on finances, caps on overtime, working with unions to control overtime, and potential implications of the labor savings initiative on overtime.

Mr. Capelli asked about the primary funding source of reimbursable overtime expenses. Ms. Griffith answered that the funding source was the capital program.

Mr. Moerdler asked how much of the overtime was compulsory overtime and how much of the overtime was scheduled overtime. Ms. Griffith noted that the report did not refer to compulsory overtime and applicable Agency representatives spoke about scheduled overtime, and work rules that enable employees with seniority to increase their pensions.

Mr. Moerdler inquired about increased hiring at the LIRR while there was also increased overtime. Mark Young responded that LIRR's share of the \$69-million June MTA overtime variance was \$10 million, and LIRR's overage was limited primarily to just two categories -- weather and Maintenance of Equipment Department vacancy coverage. During 2009 and 2010 the MTA faced serious financial challenges and uncertainty, and there was a hesitancy to hire staff even to replace vacant budgeted positions. Given the uncertainty of funding, for the entire year of 2010 the LIRR did not hire any new Maintenance of Equipment employees (other than transferring a small number of employees from other areas in the agency). At the same time, the LIRR began to experience a surge in retirements in the Maintenance of Equipment Department. Through 2007 the annual average number of retirements in the Department had been approximately 40, but after a spike in attrition rates in 2008 and 2009, the annual number of retirements surged to 114 in 2011 and 121 in 2012. Given that no new hires had entered training in 2010, there was no staff available to immediately fill vacancies, thereby producing the need for overtime. The LIRR stepped up hiring in 2011, 2012 and 2013, but the training program can be lengthy -- eight months for a gang foreman, nine months for a car repairman and ten months for a road car inspector -- so it takes time to catch up. Consequently, the vast majority of these initial graduates merely offset ongoing attrition and were not able to offset the impact of the 2010 hiring freeze. But there has been gradual progress, and the LIRR expects its to have filled all budgeted vacancies by the first quarter of 2014.

Mr. Moerdler asked if the new hires qualified for pensions and whether those individuals are represented employees. Ms. Griffith noted that the new positions qualify for pensions and are largely represented workers. Mr. Foran noted that any element involving the unions was a matter for labor relations. Mr. Moerdler noted that the non-represented workers have not had a raise in several years while the represented workers had worked without a contract for several years. Mr. Foran noted that this is a focus of management and that MTA has dedicated

managers. Mr. Foran continued that the report is to highlight what categories are impacted, the reasons for overtime and that there may be good reasons for overtime. For example, FasTrack is a program that uses increased overtime but also results in increased efficiency.

Mr. Kay asked about the setting of the overtime goal and the execution of that goal. Mr. Johnson noted that there was increased overtime due to a number of factors including Superstorm Sandy, optimistic hiring assumptions, weather and derailments. Mr. Foran noted that the overtime report included lower overtime projections through 2017 and the goal was to reduce controllable overtime.

Mr. Cappelli asked about the net effect of overtime, including savings from vacant positions. Ms. Foran stated that this information would be provided. Mr. Cappelli asked if the Fastrack program was included in the overtime budget. Mr. Stern informed the Committee that NYCT conducted fewer Fastrack projects (24) in 2012 due in part to Superstorm Sandy, but has since then expanded the program in 2013 to 38. When Mr. Foran asked whether or not the overtime for Fastrack was included in projections for the February or July Financial Plans, Mr. Stern noted that due to SuperStorm Sandy the NYCT budget office was inaccessible and employees were displaced during the preparation of the November Preliminary Budget, causing certain financial adjustments to be overlooked.

Mr. Greenberg asked and Mr. Stern advised that reimbursable overtime expense was capital-related track work. Mr. Foran noted that if this work could have been performed on straight time then the usage of overtime for this work actually came at a higher cost. He further explained that if this overtime expense resulted in greater efficiency, then the overtime expenses would have saved money in the Capital Program.

Mr. Foran stated that he was still seeking clarity on where overtime exceeded management's objective and where management's objective was not reflected in the financial forecast. He emphasized the point that when management determines that incurring overtime makes the most financial sense for the MTA, then incurring overtime is the right decision. If the use of overtime is prudent and that overtime is not reflected in the budget then the overtime is going to get reported as an unfavorable variance, and requiring better forecasting.

Carmen Bianco noted that there are a number of factors that affect overtime, and that the complexity of forecasting overtime includes taking into consideration the size of the existing capital track program, damage resulting from Superstorm Sandy, as well as normal maintenance. NYCT will continue to look for opportunities to use existing general orders to be able to maximize the amount of work while minimizing service disruptions.



Mr. Greenberg asked if LIRR or MTA is reimbursed for overtime on LIRR resulting from Amtrak's actions. It was noted that MTA is not reimbursed by Amtrak.

Mr. Moerdler noted the report provided controllable overtime causes such as maintenance and uncontrollable overtime causes such as weather. Additionally, Mr. Moerdler asserted that pension costs have increased in the past three years in part due to increased use of overtime and noted that pension costs should be taken into account when assigning overtime to workers. Mr. Bianco noted that overtime is generally assigned based on seniority subject to overtime caps in each department that limit the total overtime that can be assigned to any individual in a year. These caps can be overridden with high level management approval. Ms. Williams noted that overtime is assigned based on seniority at LIRR and Mr. Permut responded similarly. Mr. Permut also noted that the lack of raises for non-represented employees has contributed to increased management retirements at MNR.

Mr. Saul stated that the increase in overtime has resulted in 20% variances to the budget even when considering for Superstorm Sandy, and that management needs to be able to determine if it is more efficient to use overtime, hire a new worker or choose another course of action. Management also needs to be able to recognize the cost and benefits of overtime to MTA.

Mr. Foran stated that the Agencies will be required to provide an updated overtime forecast for 2013 and the out-years during the November Plan process, capturing offsets, where applicable and the most efficient uses for overtime in the forecasts.

Mr. Moerdler requested that the MTA prepare an overtime report on an agency basis and Mr. Johnson advised that there regular exists a monthly overtime report that is included in the committee agendas and similarly the November Plan will contain overtime reporting.

### 3. The MTA 2013 Semi-Annual Investment Report

The MTA 2012 Semi-Annual Investment Report was presented to the Committee.

### 4. 2014 Preliminary Budget/2014-2017 Financial Plan

The 2014 Preliminary Budget/2014-2017 Financial Plan was included on the Agenda to provide the public the opportunity to address any issues associated with the July Financial Plan. There were no public comments

## **C. Procurements**

There were ten procurements for HQ, including six non-competitive and four competitive items, for a total of \$27,174,208.

Mr. Moerdler asked staff to determine if MTA has paid its advertising bills.

Mr. Moerdler recused himself from the vote on Business Transformation Consulting Services

The Committee voted to recommend the procurement items before the Board for approval.

## **VI. Metro-North and Long Island Railroad**

### **A. Action Items**

There were no action items for MNR.

There was one action item for LIRR, seeking approval of a proposal to restore half-hourly service on the Port Washington Branch on weekends, and to operate weekend service on the Ronkonkoma Branch between Ronkonkoma and Greenport for approximately 10 additional weekends per year.

The Committee voted to recommend the action item before the Board for approval.

### **B. Procurements**

There were no procurement items for MNR.

There were three procurements for LIRR for a total of \$1,860,316,419, including one non-competitive procurement for \$21,293,021 and two competitive procurements for a total of \$1,839,023,408. One competitive procurement is jointly with MNR for a large fleet and safety purchase with Kawasaki Rail Cars and one competitive procurement is a multi-agency with MNR and B&T for an Automatic Vehicle Location Monitoring System.

Mr. Johnson noted the procurement item relating to Positive Train Control Integrator would be tabled, to be discussed at the Board meeting.

Mr. Moerdler abstained from the vote on the purchase of Kawasaki Rail Cars.

The Committee voted to recommend the procurement items before the Board for approval.

## **VII. NYCT/MTA Bus Operations**

### **A. Action Item**

There were no action items for NYCT/MTA Bus

## **B. Procurements**

There were six procurements for NYCT for a total of \$406,631,133.

The Committee voted to recommend the procurement items before the Board for approval.

## **VIII. Bridges and Tunnels**

### **A. Procurements**

There were five competitive procurements for RFP's for a total of \$622,756,684.

The Committee voted to recommend the procurement items before the Board for approval.

## **IX. FMTAC**

### **A. Information Items**

#### **1. Annual Presentation of the First Mutual Transportation Assurance Company**

Laureen Coyne presented the 2012 and 2013 activities and operations report for the First Mutual Transportation Assurance Company.

The MTA's insurance policies renew at various times throughout the year. The excess liability program will renew on October 31st. MTA is currently in the market for the 2013-14 program. MTA does not expect premiums to increase more than 5%. The all agency Terrorism policy renewed on May 1 at the expiring terms and conditions at a 6% premium decrease. The All Agency Property program renewal proved to be a challenge in the months following Superstorm Sandy. Capacity for flood coverage contracted and premiums increased significantly for insureds like the MTA with large property losses. By May 1, 2013 MTA was able to place \$500 million in coverage for catastrophic perils and eliminate sublimits for assets located in Flood Zone A which was an enhancement over the expiring program. MTA was unable to secure the same limits for these perils that we had for the expiring program which was \$800 million. On June 5, 2013 MTA received authorization from the Board to proceed with structuring and marketing of a capital markets-based reinsurance transaction providing storm surge coverage which resulted in the successful inaugural MetroCat Re transaction on July 30, 2013. FMTAC obtained \$200 million of fully collateralized storm surge reinsurance protection, which is locked in for three years.

Sean Saia from Goldman Sachs, & Co. reported on the performance of the portfolio for 2012 and 2013, noting that fixed income sector has been negative over the past twelve months and this is reflected in the overall rate of return. The portfolio's performance is negative for 2013 year to date as a result of the performance of the past three months but the performance is positive over

the last twelve months at 1.05% beating the relevant benchmark. Mr. Saia also discussed the changes in the composition of the portfolio in terms of duration and asset allocation.

#### **B. Procurements**

There were no procurements items for FMTAC.

#### **X. MTA Consolidated Reports**

This month includes June and July 2013 results compared to the mid-year forecast and the 12-month allocation for the 2013 mid-year forecast.

#### **XII. Real Estate Agenda**

##### **A. Action Items**

Jeffrey Rosen provided a progress report on several important real estate transactions. Mr. Rosen noted that there were eleven action items for committee approval. Mr. Rosen highlighted three such items. LIRR and Greater Jamaica Development Corporation agreed to jointly market adjacent parcels located at Sutphin Boulevard. In accordance with the MOU, LIRR will receive 38% of the proceeds of the sale. Mr. Rosen also discussed the lease at Penn Station with Beer Table, which will feature New York State products as part of the "Taste of New York" program.

In addition, MTA Real Estate proposed to amend certain existing policies and approve additional policies regulating how MTA Real Estate enters into certain agreements. Mr. Moerdler asked if there was a specific lease in question. Mr. Rosen noted that the proposed amendments are to improve MTA Real Estate's procedures for certain transactions. Mr. Ballan asked if this would circumvent the Committee's review and approval process. Mr. Rosen noted that the intent was not to circumvent Board approval. The amendment would enable MTA Real Estate to enter into leases with the highest bidder in an expedited manner. In the event that there are other considerations, MTA Real Estate would continue to seek specific approval. Mr. Saul noted that this item would be considered at the November Finance Committee meeting.

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

#### **XIII. Executive Session**

Upon motion duly made and seconded, the Committee voted to go into Executive Session pursuant to Section 105(1)(f) of the New York Public Officers Law to discuss matters leading to the appointment, employment, or promotion of a particular person or corporation.

Upon motion duly made and seconded, the Committee voted to resume in Open Session.

#### **XIV. Adjournment**

Upon motion duly made and seconded, the September 16, 2013 meeting of the Finance Committee was adjourned.

# 2013 Finance Committee Work Plan

## I. RECURRING AGENDA ITEMS

### Responsibility

BudgetWatch  
FinanceWatch  
Approval of Minutes  
Procurements (if any)  
Action Items (if any)  
MTA Consolidated Reports

MTA Div. Mgmt/Budget  
MTA Finance  
Board Secretary  
Procurement  
Agency  
MTA Div. Mgmt/Budget

## II. SPECIFIC AGENDA ITEMS

### Responsibility

### **November 2013**

#### *SBP/Budget/Capital:*

Updated Forecast for 2013/2014 Final Proposed Budget/  
2014-2017 Financial Plan (Joint Session with MTA Board)

MTA Div. Mgmt/Budget

#### *Other:*

Station Maintenance Billings Update  
Review and Assessment of the Finance Committee Charter

MTA Comptroller  
MTA CFO

### **December 2013**

#### *SBP/Budget/Capital:*

#### *Action Items:*

MTA 2014 Budget and 2014-2017 Financial Plan  
Adoption Materials  
MTA and TBTA Reimbursement Resolutions for  
Federal Tax Purposes  
Approval of Supplemental Resolutions Authorizing Refunding Bonds

MTA Div. Mgmt/Budget

MTA Treasury  
MTA Finance

#### *Other:*

Draft 2014 Finance Committee Work Plan

MTA Div. Mgmt/Budget

### **January 2014**

#### *SBP/Budget/Capital:*

Overview of the February Financial Plan 2014-2017

MTA Div. Mgmt/Budget

#### *Other:*

Special Report: 2013 Year-End Review

MTA Finance

### **March 2014**

#### *Action Items:*

2013 TBTA Operating Surplus  
Mortgage Recording Tax – Escalation Payments to  
Dutchess, Orange and Rockland Counties  
All-Agency Real Property Disposition Guidelines and  
All-Agency Personal Property Disposition Guidelines

MTA Bridges and Tunnels  
MTA Treasury/MTA Div.  
Mgmt/Budget

MTA Real Estate/MTA  
Corporate Compliance  
MTA Procurement/Agencies

All-Agency Annual Procurement Report

#### *Other:*

MTA Prompt Payment Annual Report 2013

MTA Business Service

**April 2014**

## Action Item:

MTA 2013 Annual Investment Report

MTA Treasury

## Other:

Annual Report on Variable Rate Debt

MTA Finance

**June 2014**

## SBP/Budget/Capital:

## Action Item:

PWEF Assessment

MTA Capital Program Mgmt/  
MTA Div. Mgmt & Budget

## Other:

Station Maintenance Billings

MTA Comptroller

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

MTA Labor

**July 2014**

## SBP/Budget/Capital:

Updated Forecast for 2014/2015 Preliminary Budget/

2015-2018 Financial Plan (Joint Session with MTA Board)

MTA Div. Mgmt/Budget

## Other:

Annual FMTAC Meeting

MTA RIM

Annual FMTAC Investment Performance Report

MTA RIM

**September 2014**

## SBP/Budget/Capital:

2015 Preliminary Budget/2015-2018 Financial Plan  
(Materials previously distributed)

MTA Div. Mgmt/Budget

## Action Item:

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

MTA Grant Mgmt

## Other:

Annual Review of MTA's Derivative Portfolio

MTA Finance

Annual Report – Fuel Hedge Program

MTA Div. Mgmt/Budget  
and MTA Finance

MTA 2014 Semi-Annual Investment Report

MTA Treasury

**DETAILS – 2013****NOVEMBER 2013**

## SBP/Budget/Capital:

Updated Forecast of 2013/2014 Final Proposed Budget/2014-2017 Financial Plan (to be  
presented at the Joint Session with the MTA Board)The MTA Division of Management and Budget will present an updated forecast for 2013,  
a Final Proposed Budget for 2014, and an updated Financial Plan through 2017.

*Other:*

Station Maintenance Billings Update

The MTA Comptroller Division will provide a report on the collection and audit status of station maintenance billings issued as of June 1, 2013.

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 2013**

SBP/Budget/Capital:

*Action Items:*

MTA 2014 Budget and 2014-2017 Financial Plan Adoption Materials

The Committee will recommend action to the Board on the MTA 2014 Budget and the 2014-2017 Financial Plan Adoption Materials.

*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 refunding's comply with the Board approved refunding policy.

MTA and TBTA Reimbursement Resolutions for Federal Tax Purposes

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

*Other:*

Draft 2014 Finance Committee Work Plan

The MTA Chief Financial Officer will present a proposed 2014 Finance Committee Work Plan that will address major issues, SBP and budget process issues, and reports required by statute.

**JANUARY 2014**

SBP/Budget/Capital:

Overview of the February Financial Plan 2014-2017

The MTA Division of Management and Budget will apprise the Committee of any material changes to the December Board-approved Financial Plan. The full release and distribution of the February Plan will continue to take place within the month of February.

*Other:*

Special Report: 2013 Year-End Review

The MTA Finance Department will present a report that summarizes financing activities for 2013.



## **MARCH 2014**

### **Action Items:**

#### **2013 TBTA Operating Surplus**

MTA Bridges and Tunnels should be prepared to answer questions on a staff summary requesting (1) transfer of TBTA 2013 Operating Surplus and Investment Income, (2) advances of TBTA 2014 Operating Surplus, and (3) the deduction from 2014 TBTA Operating Revenue, funds which shall be paid into the Necessary Reconstruction Reserve.

#### **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.

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

Board approval of the 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 Prompt Payment Annual Report 2013**

The Senior Director of the MTA Business Service Center 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 2014**

### **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.

## JUNE 2014

SBP/Budget/Capital:

Action Item:

### PWEF Assessment

The MTA Division of Management and Budget assisted by MTA Capital Program Management, 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.

Other:

### Station Maintenance Billings

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.

### 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 2014 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.

## JULY 2014

SBP/Budget/Capital:

### Updated Forecast of 2015/2016 Preliminary Budget/2016-2019 Financial Plan (to be presented at the Joint Session with the MTA Board)

The MTA Division of Management and Budget will present an updated forecast for 2015, a Preliminary Budget for 2016, and an updated Financial Plan through 2019.

Other:

### 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 year's operations as well as submit its financial statements and actuarial report for final approval.

Annual 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.

**SEPTEMBER 2014**

SBP/Budget/Capital:

2015 Preliminary Budget/2015-2018 Financial Plan

Public comment will be accepted on the 2015 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:

Annual Review of MTA's Derivative Portfolio

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

Annual Report – Fuel Hedge Program

The Division of Management and Budget and the Finance Department will update the Committee on the MTA Fuel Hedge Program; which was established to provide greater budget certainty over one of the most volatile portions of the budget. Accessing established markets, the MTA reduces price volatility through the use of financial instruments that may include: swaps, caps, floors, collars, options, and future contracts, (collectively, "future fuel price agreements").

MTA 2014 Semi-Annual Investment Report

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

# FinanceWatch

November 12, 2013

## Fuel Hedges

### \$8,439,456 Diesel Fuel Hedge

On September 10, 2013, MTA executed an \$8,439,456 million ultra-low sulfur diesel fuel hedge with Goldman Sachs/J Aron at an all-in price of \$2.8240/gallon. Three of MTA's existing approved commodity counterparties participated in bidding on the transaction: Deutsche Bank, Goldman, Sachs & Co./J Aron and J.P. Morgan Ventures Energy Corporation. The hedge covers the period from August 2014 through August 2015.

### \$15,441,167 Diesel Fuel Hedge

On October 11, 2013, MTA executed an \$15,441,167 million ultra-low sulfur diesel fuel hedge with J.P. Morgan Ventures Energy Corporation at an all-in price of \$2.8215/gallon. Three of MTA's existing approved commodity counterparties participated in bidding on the transaction: Deutsche Bank, Goldman, Sachs & Co./J Aron and J.P. Morgan Ventures Energy Corporation. The hedge covers the period from September 2014 through September 2015.

## Bond Anticipation Notes

### Series A (Key Bank Series) and Series A (ML Series)

On September 19, 2013, MTA drew on the Key Bank, N.A. Revolving Credit Agreement for a total of \$100 million and subsequently on October 3, 2013 MTA drew on the Merrill Lynch, Pierce, Fenner & Smith Inc. Note Purchase Agreement for a total of \$200 million. The proceeds from each drawing will be used to finance approved transit and commuter capital projects.

## LOC Extensions

### Transportation Revenue Variable Rate Bonds, Subseries 2005D-1

On October 18, 2013, MTA effected a Notice of Extension stating that the direct pay letter of credit with Landesbank Hessen-Thüringen Girozentrale, New York Branch (Helaba) that is set to expire on November 7, 2013, will be renewed. The renewal extends the existing letter of credit for 90 days to February 5, 2014.

## Remarketings

### \$194,100,000 Transportation Revenue Bonds, Series 2002G-1

On October 3, 2013 MTA effected a mandatory tender and remarketed \$194.100 million of Transportation Revenue Variable Rate Refunding Bonds, Subseries 2002G-1, because the letter of credit issued by Bank of Nova Scotia that related to the Subseries 2002G-1 bonds was set to expire by its terms on October 7, 2013. The Subseries 2002G-1 bonds were converted from a weekly mode to a term rate mode as floating rate notes. The Subseries 2002G-1 bonds were redesignated as follows:

<u>Subseries Name</u>	<u>Interest Rate Period Ending Date</u>	<u>Interest Rate<sup>1</sup></u>
2002G-1a	November 1, 2014 <sup>2</sup>	67% of 1-month LIBOR plus 0.20%
2002G-1b	November 1, 2015 <sup>2</sup>	67% of 1-month LIBOR plus 0.50%
2002G-1c	November 1, 2016 <sup>2</sup>	67% of 1-month LIBOR plus 0.69%
2002G-1d	November 1, 2017 <sup>2</sup>	67% of 1-month LIBOR plus 0.83%
2002G-1f	November 1, 2014	67% of 1-month LIBOR plus 0.40%
2002G-1g	November 1, 2015	67% of 1-month LIBOR plus 0.65%
2002G-1h	November 1, 2016	67% of 1-month LIBOR plus 0.85%

<sup>1</sup>Through Interest Rate Period Ending Date.

<sup>2</sup>Maturity date of the subseries is the same as the Interest Rate Period Ending Date.

The transaction closed on October 3, 2013. Hawkins Delafield and Wood served as bond counsel and Lamont Financial served as financial advisor.

#### **Transaction Summary Statistics**

	<u>TRB 2002G-1</u>
<b>Par Amount:</b>	\$194.100 million
<b>All-in TIC:</b>	4.74% <sup>1</sup>
<b>Average Life:</b>	7.35 years
<b>Average Coupon:</b>	4.66% <sup>2</sup>
<b>Final Maturity:</b>	11/01/2026
<b>Underwriter's Discount:</b>	\$2.20 (\$427,063)
<b>Ratings (Moody's/S&amp;P/Fitch)</b>	A2/A/A
<b>Underwriter:</b>	BofA Merrill Lynch

<sup>1</sup>Based on the assumed variable rate of 4.00% per annum.

<sup>2</sup>Cost of Issuance were paid from other MTA resources as no proceeds were generated from this remarketing.

#### **\$54,470,000 MTA Dedicated Tax Fund Refunding Bonds, Subseries 2008B-3b**

On October 22, 2013, MTA effected a mandatory tender and remarketed through competitive bidding \$54.47 million of Dedicated Tax Fund Refunding Bonds, Subseries 2008B-3, because the initial Interest Rate Period was set to expire by its terms. The Subseries 2008B-3b bonds will continue in term rate mode as floating rate notes, with an interest rate of SIFMA plus 0.36%. The Purchase Date of the Series 2008B-3b bonds is November 1, 2016, with a final maturity of November 1, 2030. The winning bid for this Series of bonds was submitted by RBC Capital Markets. The transaction closed on November 1, 2013. Nixon Peabody served as bond counsel, and Lamont Financial Services was financial advisor.

### Transaction Summary Statistics

	<u>DTF 2008B-3b</u>
<i>Par Amount:</i>	\$54.470 million
<i>All-in TIC:</i>	4.39% <sup>1</sup>
<i>Average Life:</i>	16.20 years
<i>Average Coupon:</i>	4.36%
<i>Final Maturity:</i>	11/01/2030
<i>Underwriter's Discount:</i>	\$0.65 (\$35,406)
<i>Cost of Issuance:</i>	\$2.99 (\$163,000)
<i>Ratings (S&amp;P/Fitch)</i>	AA/AA-
<i>Senior Manager:</i>	RBC Capital Markets

<sup>1</sup>All-in TIC on this transaction is based on the assumed variable rate of 4.00% (per annum) plus a current spread.

### Ongoing Transactions

### New Money

#### \$500,000,000 MTA Transportation Revenue Bonds, Series 2013E

On October 30, 2013, MTA priced \$500 million of MTA Transportation Revenue Bonds, Series 2013E bonds, to finance existing approved transit and commuter projects. The Series 2013E bonds were issued as tax-exempt fixed-rate bonds with a final maturity of November 15, 2043. The transaction will close on November 15, 2013. The transaction was led by book-running senior manager Goldman, Sachs & Co., together with co-senior manager M.R. Beal & Company. Hawkins Delafield and Wood served as bond counsel and Lamont Financial served as financial advisor.

### Transaction Summary Statistics

	<u>TRB 2013E</u>
<i>Par Amount:</i>	\$500.000 million
<i>Net Premium:</i>	\$27.139 million
<i>All-in TIC:</i>	4.64%
<i>Average Life:</i>	18.98 years
<i>Average Coupon:</i>	4.98%
<i>Final Maturity:</i>	11/15/2043
<i>Underwriter's Discount:</i>	\$4.84 (\$2,420,990)
<i>State Bond Issuance Fee:</i>	\$8.33 (\$4,165,014)
<i>Cost of Issuance:</i>	\$1.42 (\$710,750)
<i>Ratings (Moody's/S&amp;P/Fitch)</i>	A2/A/A
<i>Senior Manager:</i>	Goldman, Sachs & Co.
<i>Special Co-Senior Manager:</i>	M.R. Beal & Company

## Remarketing

### \$116,765,000 Transportation Revenue Bonds, Subseries 2008B-3

On October 30, 2013, MTA remarketed \$116.765 million of MTA Transportation Revenue Bonds, Subseries 2008B-3. MTA converted the Subseries 2008B-3 bonds from a term-rate mode to a fixed rate mode. The transaction will close on November 15, 2013. The transaction was led by book-running senior manager Goldman, Sachs & Co., together with co-senior manager M.R. Beal & Company. Hawkins Delafield and Wood served as bond counsel and Lamont Financial served as financial advisor.

#### **Transaction Summary Statistics**

	<u>TRB 2008B-3</u>
<b>Par Amount:</b>	\$116.765 million
<b>Net Premium:</b>	\$14.029 million
<b>All-in TIC:</b>	3.80%
<b>Average Life:</b>	11.82 years
<b>Average Coupon:</b>	5.00%
<b>Final Maturity:</b>	11/15/2027
<b>Underwriter's Discount:</b>	\$5.05 (\$589,082)
<b>Cost of Issuance:</b>	\$1.73 (\$201,468)
<b>Ratings (Moody's/S&amp;P/Fitch)</b>	A2/A/A
<b>Senior Manager:</b>	Goldman, Sachs & Co.
<b>Special Co-Senior Manager:</b>	M.R. Beal & Company

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**JULY FINANCIAL PLAN - MID-YEAR FORECAST (1)**  
**DEBT SERVICE**  
(\$ in millions)  
August 2013

	MID-YEAR Forecast	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					
NYC Transit	\$32.2	\$30.3	\$1.8		Lower than budgeted rates.
Commuter Railroads	6.7	6.6	0.2		
<i>Dedicated Tax Fund Subtotal</i>	\$38.9	\$36.9	\$2.0	5.1%	
MTA Transportation Revenue:					
NYC Transit	\$67.5	\$64.9	\$2.6		Lower than budgeted rates; timing of bond issuances.
Commuter Railroads	41.5	\$40.4	1.1		
MTA Bus	1.8	\$2.6	(0.8)		
<i>MTA Transportation Subtotal</i>	\$110.8	\$107.9	\$3.0	2.7%	
Commercial Paper:					
NYC Transit	\$1.8	\$0.1	\$1.7		Lower than budgeted rates.
Commuter Railroads	1.2	\$0.1	1.1		
MTA Bus	0.0	\$0.0	(0.0)		
<i>Commercial Paper Subtotal</i>	\$3.0	\$0.2	\$2.8	94.1%	
2 Broadway COPs:					
NYC Transit	\$1.1	\$1.1	\$0.0		
Bridges & Tunnels	0.2	\$0.2	0.0		
MTA HQ	0.2	\$0.2	0.0		
<i>2 Broadway COPs Subtotal</i>	\$1.5	\$1.4	\$0.1	3.7%	
TBTA General Resolution (2)					
NYC Transit	\$14.9	\$17.1	(\$2.2)		
Commuter Railroads	7.0	\$7.7	(0.7)		
Bridges & Tunnels	18.0	\$14.1	3.8		
<i>TBTA General Resolution Subtotal</i>	\$39.8	\$38.9	\$0.9	2.4%	
TBTA Subordinate (2)					
NYC Transit	\$6.0	\$6.1	(\$0.1)		
Commuter Railroads	2.6	\$2.7	(0.0)		
Bridges & Tunnels	2.4	\$2.4	(0.0)		
<i>TBTA Subordinate Subtotal</i>	\$11.0	\$11.1	(\$0.2)	-1.4%	
<b>Total Debt Service</b>	<b>\$205.0</b>	<b>\$196.4</b>	<b>\$8.6</b>	<b>4.2%</b>	
Debt Service by Agency:					
NYC Transit	\$123.5	\$119.6	\$3.9		
Commuter Railroads	59.0	57.3	1.7		
MTA Bus	1.8	2.6	(0.8)		
Bridges & Tunnels	20.5	16.7	3.8		
MTA HQ	0.2	0.2	0.0		
<b>Total Debt Service</b>	<b>\$205.0</b>	<b>\$196.4</b>	<b>\$8.6</b>	<b>4.2%</b>	

**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  
JULY FINANCIAL PLAN - MID-YEAR FORECAST (1)**

**DEBT SERVICE**

(\$ in millions)

August 2013 Year-to-Date

	MID-YEAR Forecast	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					
NYC Transit	\$224.8	\$221.6	\$3.1		
Commuter Railroads	47.9	\$47.9	0.0		
<i>Dedicated Tax Fund Subtotal</i>	\$272.6	\$269.5	\$3.1	1.1%	
MTA Transportation Revenue:					
NYC Transit	\$494.4	\$490.3	\$4.1		
Commuter Railroads	308.0	\$306.3	1.7		
MTA Bus	17.0	\$19.4	(2.4)		
<i>MTA Transportation Subtotal</i>	\$819.4	\$816.0	\$3.4	0.4%	
Commercial Paper:					
NYC Transit	\$5.8	\$0.6	\$5.2		Lower than budgeted rates.
Commuter Railroads	3.7	\$0.3	3.4		
MTA Bus	0.2	\$0.1	0.0		
<i>Commercial Paper Subtotal</i>	\$9.6	\$1.0	\$8.6	89.8%	
2 Broadway COPs:					
NYC Transit	\$7.9	\$7.8	\$0.1		
Bridges & Tunnels	1.1	\$1.1	0.0		
MTA HQ	1.1	\$1.1	0.0		
<i>2 Broadway COPs Subtotal</i>	\$10.1	\$10.0	\$0.1	1.1%	
TBTA General Resolution (2)					Lower than budgeted rates.
NYC Transit	\$125.1	\$128.7	(\$3.6)		
Commuter Railroads	57.0	\$57.6	(0.6)		
Bridges & Tunnels	116.2	\$106.4	9.9		
<i>TBTA General Resolution Subtotal</i>	\$298.3	\$292.6	\$5.7	1.9%	
TBTA Subordinate (2)					
NYC Transit	\$47.4	\$46.5	\$0.9		
Commuter Railroads	20.8	\$20.4	0.4		
Bridges & Tunnels	18.7	\$18.4	0.4		
<i>TBTA Subordinate Subtotal</i>	\$86.9	\$85.2	\$1.6	1.9%	
<b>Total Debt Service</b>	<b>\$1,496.9</b>	<b>\$1,474.3</b>	<b>\$22.6</b>	<b>1.5%</b>	
Debt Service by Agency:					
NYC Transit	\$905.2	\$895.4	\$9.8		
Commuter Railroads	437.3	432.5	4.8		
MTA Bus	17.2	19.5	(2.3)		
Bridges & Tunnels	136.1	125.8	10.2		
MTAHQ	1.1	1.1	0.0		
<b>Total Debt Service</b>	<b>\$1,496.9</b>	<b>\$1,474.3</b>	<b>\$22.6</b>	<b>1.5%</b>	

**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**  
**JULY FINANCIAL PLAN - MID-YEAR FORECAST (1)**  
**DEBT SERVICE**  
(\$ in millions)  
September 2013

	MID-YEAR Forecast	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					
NYC Transit	\$26.3	\$26.8	(\$0.5)		
Commuter Railroads	5.5	5.8	(0.3)		
<i>Dedicated Tax Fund Subtotal</i>	\$31.8	\$32.6	(\$0.8)	-2.5%	
MTA Transportation Revenue:					
NYC Transit	\$67.5	\$62.9	\$4.6		Lower than budgeted rates; timing of bond issuances.
Commuter Railroads	41.5	\$39.2	2.3		
MTA Bus	1.8	\$2.5	(0.7)		
<i>MTA Transportation Subtotal</i>	\$110.8	\$104.6	\$6.2	5.6%	
Commercial Paper:					
NYC Transit	\$1.8	\$0.0	\$1.8		Lower than budgeted rates.
Commuter Railroads	1.2	\$0.0	1.1		
MTA Bus	0.0	\$0.0	0.0		
<i>Commercial Paper Subtotal</i>	\$3.0	\$0.1	\$2.9	97.7%	
2 Broadway COPs:					
NYC Transit	\$1.1	\$1.1	\$0.0		
Bridges & Tunnels	0.2	\$0.2	0.0		
MTA HQ	0.2	\$0.2	0.0		
<i>2 Broadway COPs Subtotal</i>	\$1.5	\$1.4	\$0.0	2.1%	
TBTA General Resolution (2)					
NYC Transit	\$14.9	\$17.2	(\$2.3)		
Commuter Railroads	7.0	\$7.7	(0.7)		
Bridges & Tunnels	18.0	\$14.2	3.8		
<i>TBTA General Resolution Subtotal</i>	\$39.8	\$39.0	\$0.8	2.0%	
TBTA Subordinate (2)					
NYC Transit	\$6.0	\$6.1	(\$0.1)		
Commuter Railroads	2.6	\$2.7	(0.0)		
Bridges & Tunnels	2.4	\$2.4	(0.0)		
<i>TBTA Subordinate Subtotal</i>	\$11.0	\$11.1	(\$0.2)	-1.4%	
<b>Total Debt Service</b>	<b>\$197.9</b>	<b>\$188.9</b>	<b>\$9.0</b>	<b>4.6%</b>	
Debt Service by Agency:					
NYC Transit	\$117.6	\$114.1	\$3.5		
Commuter Railroads	57.8	55.3	2.5		
MTA Bus	1.8	2.5	(0.7)		
Bridges & Tunnels	20.5	16.7	3.7		
MTA HQ	0.2	0.2	0.0		
<b>Total Debt Service</b>	<b>\$197.9</b>	<b>\$188.9</b>	<b>\$9.0</b>	<b>4.6%</b>	

**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**  
**JULY FINANCIAL PLAN - MID-YEAR FORECAST (1)**  
**DEBT SERVICE**  
(\$ in millions)

September 2013 Year-to-Date

	MID-YEAR Forecast	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					
NYC Transit	\$251.0	\$248.4	\$2.6		
Commuter Railroads	53.4	\$53.7	(0.3)		
<i>Dedicated Tax Fund Subtotal</i>	\$304.4	\$302.1	\$2.3	0.8%	
MTA Transportation Revenue:					
NYC Transit	\$561.9	\$553.2	\$8.7		Same as monthly explanation.
Commuter Railroads	349.5	\$345.5	4.0		
MTA Bus	18.8	\$21.9	(3.0)		
<i>MTA Transportation Subtotal</i>	\$930.2	\$920.6	\$9.6	1.0%	
Commercial Paper:					
NYC Transit	\$7.6	\$0.6	\$7.0		Lower than budgeted rates.
Commuter Railroads	4.9	\$0.3	4.5		
MTA Bus	0.2	\$0.1	0.0		
<i>Commercial Paper Subtotal</i>	\$12.6	\$1.1	\$11.6	91.7%	
2 Broadway COPs:					
NYC Transit	\$9.0	\$8.9	\$0.1		
Bridges & Tunnels	1.3	\$1.3	0.0		
MTA HQ	1.2	\$1.2	0.0		
<i>2 Broadway COPs Subtotal</i>	\$11.5	\$11.4	\$0.1	1.2%	
TBTA General Resolution (2)					
NYC Transit	\$139.9	\$145.8	(\$5.9)		Lower than budgeted rates.
Commuter Railroads	64.0	\$65.3	(1.3)		
Bridges & Tunnels	134.2	\$120.6	13.6		
<i>TBTA General Resolution Subtotal</i>	\$338.1	\$331.6	\$6.5	1.9%	
TBTA Subordinate (2)					
NYC Transit	\$53.3	\$52.5	\$0.8		
Commuter Railroads	23.4	\$23.1	0.4		
Bridges & Tunnels	21.1	\$20.8	0.3		
<i>TBTA Subordinate Subtotal</i>	\$97.9	\$96.4	\$1.5	1.5%	
<b>Total Debt Service</b>	<b>\$1,694.8</b>	<b>\$1,663.2</b>	<b>\$31.6</b>	<b>1.9%</b>	
Debt Service by Agency:					
NYC Transit	\$1,022.9	\$1,009.5	\$13.3		
Commuter Railroads	495.1	487.8	7.3		
MTA Bus	19.0	22.0	(3.0)		
Bridges & Tunnels	156.6	142.6	14.0		
MTA HQ	1.2	1.2	0.0		
<b>Total Debt Service</b>	<b>\$1,694.8</b>	<b>\$1,663.2</b>	<b>\$31.6</b>	<b>1.9%</b>	

**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 2002G-1		TRB 2005E-1		TRB 2005E-2		TRB 2005D-1		TRB 2011B	
Remarketing Agent		Merrill Lynch		BofA Merrill Lynch		J.P.Morgan		Merrill Lynch		Merrill Lynch	
Liquidity Provider		Bank of Nova Scotia		BofA Merrill Lynch		J.P.Morgan		Helaba		Bank of America	
Liquidity/Insurer		LoC		LoC		LoC		LoC		LoC	
Par Outstanding (\$m)		0.00		100.00		75.00		150.00		99.56	
Swap Notional (\$m)		0.00		60.00		45.00		150.00		22.37	
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
9/18/2013	0.07%	0.06%	-0.01%	0.07%	0.00%	0.07%	0.00%	0.08%	0.01%	0.07%	0.00%
9/25/2013	0.07%	0.07%	0.00%	0.08%	0.01%	0.07%	0.00%	0.09%	0.02%	0.08%	0.01%
10/2/2013	0.06%	See Floating Rate Notes		0.05%	-0.01%	0.07%	0.01%	0.06%	0.00%	0.05%	-0.01%
10/9/2013	0.07%			0.07%	0.00%	0.08%	0.01%	0.08%	0.01%	0.07%	0.00%
10/16/2013	0.09%			0.08%	0.00%	0.10%	0.01%	0.10%	0.01%	0.09%	0.00%
10/23/2013	0.10%			0.10%	0.00%	0.12%	0.02%	0.11%	0.01%	0.10%	0.00%

**Dedicated Tax Fund Bonds**

Issue		DTF 2002B-1		DTF 2008A-1		DTF 2008A-2	
Remarketing Agent		Morgan Stanley		Morgan Stanley		Goldman	
Liquidity Provider		State Street Bank		Morgan Stanley		Bank of Tokyo	
Liquidity/Insurer		LoC		LoC		LoC	
Par Outstanding (\$m)		150.00		171.85		171.85	
Swap Notional (\$m)		None		168.38		168.38	
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
9/18/2013	0.07%	0.06%	-0.02%	0.06%	-0.01%	0.06%	-0.01%
9/25/2013	0.07%	0.06%	-0.01%	0.07%	0.00%	0.06%	-0.01%
10/2/2013	0.08%	0.04%	-0.02%	0.05%	-0.01%	0.05%	-0.01%
10/9/2013	0.07%	0.06%	-0.01%	0.07%	0.00%	0.07%	0.00%
10/16/2013	0.09%	0.07%	-0.02%	0.08%	-0.01%	0.08%	-0.01%
10/23/2013	0.10%	0.08%	-0.02%	0.09%	-0.01%	0.09%	-0.01%

**TBTA General Revenue Bonds**

Issue		TBTA 2005B-3	
Remarketing Agent		BofA Merrill Lynch	
Liquidity Provider		BofA	
Liquidity/Insurer		SBPA	
Par Outstanding (\$m)		194.80	
Swap Notional (\$m)		194.80	
Date	SIFMA	Rate	Spread to SIFMA
9/18/2013	0.07%	0.09%	0.02%
9/25/2013	0.07%	0.09%	0.02%
10/2/2013	0.08%	0.07%	0.01%
10/9/2013	0.07%	0.09%	0.02%
10/16/2013	0.09%	0.11%	0.02%
10/23/2013	0.10%	0.11%	0.01%

**TBTA General Revenue and Subordinate Revenue Bonds**

Issue		TBTA 2001B		TBTA 2001C		TBTA 2003B-1		TBTA 2003B-2	
Remarketing Agent		Citigroup		Citigroup		Citigroup		Citigroup	
Liquidity Provider		State Street		JP Morgan		CALPERS		CALSTRS	
Liquidity/Insurer		LoC		SBPA		LoC		LoC	
Par Outstanding (\$m)		130.85		130.85		91.61		49.47	
Swap Notional (\$m)		None		None		None		None	
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
9/17/2013	0.07%	0.06%	-0.02%	0.06%	-0.01%	0.05%	-0.02%	0.05%	-0.02%
9/24/2013	0.07%	0.07%	0.00%	0.08%	0.01%	0.07%	0.00%	0.07%	0.00%
10/1/2013	0.06%	0.05%	-0.01%	0.06%	0.00%	0.05%	-0.01%	0.05%	-0.01%
10/8/2013	0.07%	0.06%	-0.01%	0.07%	0.00%	0.06%	-0.01%	0.06%	-0.01%
10/15/2013	0.08%	0.08%	-0.01%	0.09%	0.00%	0.08%	-0.01%	0.08%	-0.01%
10/22/2013	0.10%	0.09%	-0.01%	0.10%	0.00%	0.09%	-0.01%	0.09%	-0.01%

Issue		TBTA 2005A-2		TBTA 2005A-3		TBTA SUB 2000AB		TBTA SUB 2000CD	
Remarketing Agent		US Bancorp		US Bancorp		JP Morgan		Citigroup	
Liquidity Provider		CALSTRS		U.S. Bank		JPMorgan		Lloyds TSB (NY)	
Liquidity/Insurer		LoC		LoC		SBPA/Assured		SBPA/Assured	
Par Outstanding (\$m)		32.09		38.01		113.30		78.15	
Liquidity/Insurer		None		None		113.30		None	
Outstanding (\$m)	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
9/17/2013	0.07%	0.08%	-0.01%	0.06%	-0.01%	0.29%	0.22%	0.28%	0.21%
9/24/2013	0.07%	0.06%	-0.01%	0.06%	-0.01%	0.35%	0.28%	0.28%	0.21%
10/1/2013	0.06%	0.04%	-0.02%	0.04%	-0.02%	0.35%	0.28%	0.27%	0.21%
10/8/2013	0.07%	0.06%	-0.01%	0.06%	-0.01%	0.35%	0.28%	0.27%	0.20%
10/15/2013	0.08%	0.08%	-0.01%	0.09%	0.00%	0.35%	0.26%	0.27%	0.18%
10/22/2013	0.10%	0.09%	-0.01%	0.09%	-0.01%	0.35%	0.26%	0.27%	0.17%

Report Date 10/25/2013

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**VARIABLE RATE: FLOATING RATE NOTES**  
**RATE RESETS REPORT (Trailing 6-Weeks)**

**Transportation Revenue Bonds**

Issue		TRB 2002D-2	TRB 2002G-1a	TRB 2002G-1b	TRB 2002G-1c
Remarketing Agent		Wells Fargo	N/A	N/A	N/A
Initial Purchase Date		Note 1	11/1/2014	11/1/2015	11/1/2016
Liquidity/Insurer		CCA/Assured	None	None	None
Par Outstanding (\$m)		200.00	12.27	12.76	13.26
Swap Notional (\$m)		200.00	12.27	12.76	13.26
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
9/18/2013	0.07%	0.95%	0.86%	Initial rate set on	Initial rate set on
9/25/2013	0.07%	0.95%	0.88%	10/3/2013	10/3/2013
10/2/2013	0.06%	0.94%	0.88%	0.32%	0.26%
10/9/2013	0.07%	0.94%	0.87%	0.32%	0.25%
10/16/2013	0.09%	0.94%	0.85%	0.32%	0.23%
10/23/2013	0.10%	0.94%	0.84%	0.32%	0.22%

Issue		TRB 2002G-1d	TRB 2002G-1f	TRB 2002G-1g	TRB 2002G-1h
Remarketing Agent		N/A	N/A	N/A	N/A
Initial Purchase Date		11/1/2017	11/1/2014	11/1/2015	11/1/2016
Liquidity/Insurer		None	None	None	None
Par Outstanding (\$m)		13.80	42.58	42.55	56.89
Swap Notional (\$m)		13.80	42.58	42.55	56.89
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
9/18/2013	0.07%	Initial rate set on	Initial rate set on	Initial rate set on	Initial rate set on
9/25/2013	0.07%	10/3/2013	10/3/2013	10/3/2013	10/3/2013
10/2/2013	0.06%	0.95%	0.89%	0.52%	0.46%
10/9/2013	0.07%	0.95%	0.88%	0.52%	0.45%
10/16/2013	0.09%	0.95%	0.86%	0.52%	0.43%
10/23/2013	0.10%	0.95%	0.85%	0.52%	0.42%

Issue		TRB 2012A-2	TRB 2012A-3
Remarketing Agent		BoNY Mellon	BoNY Mellon
Initial Purchase Date		05/15/14	05/15/15
Liquidity/Insurer		None	None
Par Outstanding (\$m)		50.00	50.00
Swap Notional (\$m)		None	None
Date	SIFMA	Rate	Spread to SIFMA
9/18/2013	0.07%	0.26%	0.19%
9/25/2013	0.07%	0.26%	0.19%
10/2/2013	0.06%	0.25%	0.19%
10/9/2013	0.07%	0.26%	0.19%
10/16/2013	0.09%	0.28%	0.19%
10/23/2013	0.10%	0.29%	0.19%

Issue		TRB 2012G-1	TRB 2012G-2	TRB 2012G-3	TRB 2012G-4
Remarketing Agent		JP Morgan	JP Morgan	JP Morgan	JP Morgan
Initial Purchase Date		11/1/2014	11/1/2015	11/1/2016	11/1/2017
Liquidity/Insurer		None	None	None	None
Par Outstanding (\$m)		84.45	125.00	75.00	75.00
Swap Notional (\$m)		84.45	125.00	75.00	75.00
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
9/18/2013	0.07%	0.54%	0.47%	0.65%	0.58%
9/25/2013	0.07%	0.54%	0.47%	0.65%	0.58%
10/2/2013	0.06%	0.54%	0.48%	0.65%	0.59%
10/9/2013	0.07%	0.54%	0.47%	0.65%	0.58%
10/16/2013	0.09%	0.54%	0.45%	0.65%	0.56%
10/23/2013	0.10%	0.54%	0.44%	0.65%	0.55%

**Dedicated Tax Fund Bonds**

Issue		DTF 2002B-3a		DTF 2002B-3b		DTF 2002B-3c		DTF 2002B-3d	
Remarketing Agent		Morgan Stanley		Morgan Stanley		Morgan Stanley		Morgan Stanley	
Maturity Date		11/01/17		11/01/18		11/01/19		11/01/20	
Liquidity/Insurer		None		None		None		None	
Par Outstanding (\$m)		48.60		48.60		50.70		15.90	
Swap Notional (\$m)		None		None		None		None	
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
9/18/2013	0.07%	0.82%	0.75%	0.97%	0.90%	1.02%	0.95%	1.07%	1.00%
9/25/2013	0.07%	0.82%	0.75%	0.97%	0.90%	1.02%	0.95%	1.07%	1.00%
10/2/2013	0.06%	0.81%	0.75%	0.96%	0.90%	1.01%	0.95%	1.06%	1.00%
10/9/2013	0.07%	0.82%	0.75%	0.97%	0.90%	1.02%	0.95%	1.07%	1.00%
10/16/2013	0.09%	0.84%	0.75%	0.99%	0.90%	1.04%	0.95%	1.09%	1.00%
10/23/2013	0.10%	0.85%	0.75%	1.00%	0.90%	1.05%	0.95%	1.10%	1.00%

Issue		DTF 2008B-3a		DTF 2008B-3b		DTF 2008B-3c	
Remarketing Agent		Goldman Sachs		Goldman Sachs		Goldman Sachs	
Maturity Date		11/01/12		11/01/13		11/01/14	
Liquidity/Insurer		None		None		None	
Par Outstanding (\$m)		35.00		54.47		44.74	
Swap Notional (\$m)		None		None		None	
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
9/18/2013	0.07%	0.30%	0.23%	0.62%	0.55%	0.75%	0.68%
9/25/2013	0.07%	0.30%	0.23%	0.62%	0.55%	0.75%	0.68%
10/2/2013	0.06%	0.29%	0.23%	0.61%	0.55%	0.74%	0.68%
10/9/2013	0.07%	0.30%	0.23%	0.62%	0.55%	0.75%	0.68%
10/16/2013	0.09%	0.32%	0.23%	0.64%	0.55%	0.77%	0.68%
10/23/2013	0.10%	0.33%	0.23%	0.64%	0.54%	0.78%	0.68%

**TBTA General Revenue Bonds**

Issue		TBTA 2005B-4a		TBTA 2005B-4b		TBTA 2005B-4c		TBTA 2005B-4d		TBTA 2005B-4e	
Remarketing Agent		N/A		N/A		N/A		N/A		N/A	
Initial Purchase Date		1/1/2014		1/1/2014		1/1/2015		1/1/2016		1/1/2017	
Liquidity/Insurer		None		None		None		None		None	
Par Outstanding (\$m)		29.60		37.50		38.70		43.80		45.20	
Swap Notional (\$m)		29.60		37.50		38.70		43.80		45.20	
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
9/18/2013	0.07%	0.37%	0.30%	0.21%	0.14%	0.49%	0.42%	0.71%	0.64%	0.77%	0.47%
9/25/2013	0.07%	0.37%	0.30%	0.21%	0.14%	0.49%	0.42%	0.71%	0.64%	0.77%	0.47%
10/2/2013	0.06%	0.37%	0.31%	0.21%	0.15%	0.49%	0.43%	0.71%	0.65%	0.77%	0.48%
10/9/2013	0.07%	0.37%	0.30%	0.21%	0.14%	0.49%	0.42%	0.71%	0.64%	0.77%	0.47%
10/16/2013	0.09%	0.37%	0.28%	0.21%	0.12%	0.49%	0.40%	0.71%	0.62%	0.77%	0.49%
10/23/2013	0.10%	0.37%	0.27%	0.21%	0.11%	0.49%	0.39%	0.71%	0.61%	0.77%	0.50%

<sup>1</sup>The TRB 2002D-2 Bonds are privately placed. Wells Fargo is the liquidity provider for these bonds.

Report Date 10/25/2013

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**VARIABLE RATE: DAILY MODE**  
**RATE RESETS REPORT (Trailing 10 Days)**

**Transportation Revenue Bonds**

Issue		TRB 2005D-2		TRB 2005E-3	
Dealer		Morgan Stanley		PNC Capital	
Liquidity Provider		Helaba		PNC	
Type of Liquidity		LoC		LoC	
Par Outstanding (\$m)		100.00		75.00	
Swap Notional (\$m)		100.00		45.00	
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
10/16/2013	0.09%	0.09%	0.00%	0.08%	-0.01%
10/17/2013	0.09%	0.09%	0.00%	0.07%	-0.02%
10/18/2013	0.09%	0.07%	-0.02%	0.07%	-0.02%
10/19/2013	0.09%	0.07%	-0.02%	0.07%	-0.02%
10/20/2013	0.09%	0.07%	-0.02%	0.07%	-0.02%
10/21/2013	0.09%	0.07%	-0.02%	0.06%	-0.03%
10/22/2013	0.09%	0.10%	0.01%	0.08%	-0.01%
10/23/2013	0.10%	0.10%	0.00%	0.07%	-0.03%
10/24/2013	0.10%	0.09%	-0.01%	0.07%	-0.03%
10/25/2013	0.10%	0.08%	-0.02%	0.07%	-0.03%

**TBTA General Revenue Bonds**

Issue		TBTA 2002F		TBTA 2003B-3		TBTA 2005A-1		TBTA 2005B-2a	
Dealer		JP Morgan		US Bancorp		US Bancorp		JP Morgan	
Liquidity Provider		Helaba		US. Bank		CALPERS		CALPERS	
Type of Liquidity		LoC		LoC		LoC		LoC	
Par Outstanding (\$m)		209.64		58.61		59.39		89.36	
Swap Notional (\$m)		194.80		None		24.86		89.36	
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
10/16/2013	0.09%	0.12%	0.03%	0.08%	-0.01%	0.09%	0.00%	0.10%	0.01%
10/17/2013	0.09%	0.12%	0.03%	0.08%	-0.01%	0.09%	0.00%	0.10%	0.01%
10/18/2013	0.09%	0.11%	0.02%	0.07%	-0.02%	0.08%	-0.01%	0.09%	0.00%
10/19/2013	0.09%	0.11%	0.02%	0.07%	-0.02%	0.08%	-0.01%	0.09%	0.00%
10/20/2013	0.09%	0.11%	0.02%	0.07%	-0.02%	0.08%	-0.01%	0.09%	0.00%
10/21/2013	0.09%	0.10%	0.01%	0.06%	-0.03%	0.07%	-0.02%	0.08%	-0.01%
10/22/2013	0.09%	0.10%	0.01%	0.06%	-0.03%	0.07%	-0.02%	0.08%	-0.01%
10/23/2013	0.10%	0.10%	0.00%	0.08%	-0.02%	0.09%	-0.01%	0.08%	-0.02%
10/24/2013	0.10%	0.10%	0.00%	0.08%	-0.02%	0.08%	-0.02%	0.08%	-0.02%
10/25/2013	0.10%	0.10%	0.00%	0.08%	-0.02%	0.08%	-0.02%	0.08%	-0.02%

Issue		TBTA 2005B-2b		TBTA 2005B-2c	
Dealer		JP Morgan		US Bancorp	
Liquidity Provider		CALPERS		US. Bank	
Type of Liquidity		LoC		LoC	
Par Outstanding (\$m)		48.30		57.14	
Swap Notional (\$m)		48.30		57.14	
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
10/16/2013	0.09%	0.10%	0.01%	0.08%	-0.01%
10/17/2013	0.09%	0.10%	0.01%	0.08%	-0.01%
10/18/2013	0.09%	0.09%	0.00%	0.07%	-0.02%
10/19/2013	0.09%	0.09%	0.00%	0.07%	-0.02%
10/20/2013	0.09%	0.09%	0.00%	0.07%	-0.02%
10/21/2013	0.09%	0.08%	-0.01%	0.06%	-0.03%
10/22/2013	0.09%	0.08%	-0.01%	0.06%	-0.03%
10/23/2013	0.10%	0.08%	-0.02%	0.08%	-0.02%
10/24/2013	0.10%	0.08%	-0.02%	0.08%	-0.02%
10/25/2013	0.10%	0.08%	-0.02%	0.08%	-0.02%

Report Date 10/25/2013



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

**WEEKLY AUCTIONS**

Issue	LIBOR Formula Fail Rate	LIBOR Formula Fail Rate		
	TRB 2002B-1	COPs 2004A-1	COPs 2004A-2	COPs 2004A-3
Outstanding Par (\$ M)	105.250	9.800	11.225	37.250
Swap Notional (\$m)	None	9.800	11.225	37.250
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
Sept. 9 thru 13, 2013	0.363%	0.500%	0.499%	0.502%
Sept. 16 thru 20, 2013	0.361%	0.493%	0.496%	0.495%
Sept. 23 thru 27, 2013	0.360%	0.492%	0.494%	0.492%
Sept. 30 thru Oct. 4, 2013	0.356%	0.492%	0.490%	0.483%
Oct. 7 thru Oct. 11, 2013	0.348%	0.478%	0.479%	0.487%
Oct. 14 thru Oct. 18, 2013	0.348%	0.479%	0.478%	0.483%
Oct. 21 thru Oct. 25, 2013	0.340%	0.468%	0.468%	0.468%
Corresponding Libor Rate	0.170%	0.170%	0.170%	0.170%
Fail Rate	200%	275%	275%	275%

**28 & 35 DAY AUCTIONS**

Issue	LIBOR Formula Fail Rate		
	TRB 2002B-2	COPs 2004A-4	COPs 2004A-5
Outstanding Par (\$ M)	104.025	38.450	4.100
Swap Notional (\$m)	None	38.450	4.100
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
May 2013	0.396%	0.548%	0.541%
June 2013	0.385%	0.529%	0.531%
July 2013	0.384%	0.527%	0.513%
August 2013	0.370%	0.506%	0.501%
October 2013	0.352%	0.492%	0.477%
Corresponding Libor Rate	0.176%	0.179%	0.173%
Fail Rate	200%	275%	275%

Report Date 10/25/2013



## MTA DEBT OUTSTANDING (\$ in Millions)

As of 10-25-2013

Type of Credit				Outstanding				Total Outstanding	TIC <sup>1</sup>	Notes
Underlying Ratings (Moody's / S&P / Fitch / Kroll)	Series	BPA Sale Date	Final Maturity	Principal Iss. Amount	Fixed Amount	Variable Amount	Synthetic Fixed Amount			
MTA Transportation Revenue Bonds (A2/A/A)	2002A	5/9/02	11/15/2032	2,894.185	165.725	-	-	165.725	5.31	
	2002B	5/28/02	11/1/2022	210.500	-	209.275	-	209.275	1.56	(2)
	2002D	5/29/02	11/1/2032	400.000	174.725	-	200.000	374.725	4.71	
	2002E	6/12/02	11/15/2031	397.495	26.935	-	-	26.935	5.13	
	2002G	11/19/02	11/1/2026	400.000	-	(0.000)	194.100	194.100	3.78	
	2003A	5/8/03	11/15/2032	475.340	275.520	-	-	275.520	4.49	
	2003B	7/30/03	11/15/2032	751.765	137.020	-	-	137.020	5.10	
	2005A	2/9/05	11/15/2035	650.000	440.420	-	-	440.420	4.76	
	2005B	6/22/05	11/15/2035	750.000	590.985	-	-	590.985	4.80	
	2005C	10/19/05	11/15/2016	150.000	59.750	-	-	59.750	4.19	
	2005D	11/1/05	11/1/2035	250.000	-	-	250.000	250.000	4.54	
	2005E	11/1/05	11/1/2035	250.000	-	100.000	150.000	250.000	3.71	
	2005F	11/16/05	11/15/2035	468.760	373.370	-	-	373.370	4.88	
	2005G	12/7/05	11/1/2026	250.000	233.540	-	-	233.540	4.34	
	2006A	7/13/06	11/15/2035	475.000	401.650	-	-	401.650	4.89	
	2006B	12/13/06	11/15/2036	717.730	668.720	-	-	668.720	4.52	
	2007A	6/27/07	11/15/2037	425.615	387.845	-	-	387.845	4.84	
	2007B	12/6/07	11/15/2037	415.000	379.365	-	-	379.365	4.75	
	2008A	2/13/08	11/15/2038	512.470	480.700	-	-	480.700	4.91	
	2008B	2/13/08	11/15/2030	487.530	446.680	-	-	446.680	3.07	
	2008C	10/17/08	11/15/2013	550.000	488.000	-	-	488.000	6.68	
	2009A	10/6/09	11/15/2039	502.320	474.095	-	-	474.095	3.79	(3)
	2010A	1/6/10	11/15/2039	363.945	363.945	-	-	363.945	4.44	(3)
	2010B	2/4/10	11/15/2039	656.975	646.975	-	-	646.975	4.29	(3)
	2010C	6/30/10	11/15/2040	510.485	497.210	-	-	497.210	4.27	
	CP2	9/16/10	11/15/2015	900.000	-	550.000	-	550.000	1.33	(4)
	2010D	11/23/10	11/15/2040	754.305	729.655	-	-	729.655	5.15	
	2010E	12/21/10	11/15/2040	750.000	750.000	-	-	750.000	4.57	(3)
	2011A	7/12/11	11/15/2046	400.440	396.505	-	-	396.505	4.95	
	2011B	9/13/11	11/1/2041	99.560	-	77.190	22.370	99.560	1.91	
	2011C	11/2/11	11/15/2028	197.950	191.435	-	-	191.435	3.99	
	2011D	11/30/11	11/15/2046	480.165	471.735	-	-	471.735	4.57	
	2012A	3/7/12	11/15/2042	150.000	50.000	100.000	-	150.000	1.71	
	2012B	3/7/12	11/15/2039	250.000	246.625	-	-	246.625	3.85	
	2012C	4/18/12	11/15/2047	727.430	723.930	-	-	723.930	4.22	
	2012D	6/28/12	11/15/2032	1,263.365	1,263.365	-	-	1,263.365	3.51	
	2012E	7/13/12	11/15/2042	650.000	646.630	-	-	646.630	3.91	
	2012F	9/20/12	11/15/2030	1,268.445	1,226.620	-	-	1,226.620	3.17	
	2012G	11/7/12	11/1/2032	359.450	-	-	359.450	359.450	4.14	
	2012H	11/9/12	11/15/2042	350.000	350.000	-	-	350.000	3.70	
	2013A	1/17/2013	11/15/2043	500.000	500.000	-	-	500.000	3.79	
	2013B	3/22/2013	11/15/2043	500.000	500.000	-	-	500.000	4.08	
	2013C	5/31/2013	11/15/2043	500.000	500.000	-	-	500.000	4.25	
	2013D	7/11/2013	11/15/2043	333.790	333.790	-	-	333.790	4.63	
	2013A-KB BANS	9/19/2013	9/29/2015	100.000	-	100.000	-	100.000	0.78	
	2013A-ML BANS	10/3/2013	4/19/2015	200.000	-	200.000	-	200.000	0.73	
Total				24,650.015	16,593.465	1,336.465	1,175.920	19,105.850	4.11	
								WATIC		
TBTA General Revenue Bonds (Aa3/AA-/AA-/AA)	EFC 1996A	6/26/96	1/1/2030	28.445	5.770	-	-	5.770	5.85	(5)
	2001B	12/18/01	1/1/2032	148.200	-	130.845	-	130.845	2.34	
	2001C	12/18/01	1/1/2032	148.200	-	130.845	-	130.845	2.55	
	2002B	9/19/02	11/15/2032	2,157.065	216.765	-	-	216.765	4.56	
	2002F	11/8/02	11/1/2032	246.480	-	14.840	194.800	209.640	3.69	
	2003B	12/9/03	1/1/2033	250.000	-	199.685	-	199.685	2.48	
	2005A	5/10/05	11/1/2035	150.000	-	104.635	24.855	129.490	2.93	
	2005B	7/6/05	1/1/2032	800.000	-	-	584.400	584.400	3.54	
	2006A	6/8/06	11/15/2035	200.000	80.065	-	-	80.065	4.72	
	2007A	6/13/07	11/15/2037	223.355	140.700	-	-	140.700	4.84	
	2008A	3/13/08	11/15/2038	822.770	653.115	-	-	653.115	4.93	
	2008B	3/13/08	11/15/2038	252.230	252.230	-	-	252.230	4.02	
	2008C	7/16/08	11/15/2038	629.890	523.785	-	-	523.785	4.72	

**MTA DEBT OUTSTANDING (\$ in Millions)**

As of 10-25-2013

Type of Credit		Outstanding							TIC <sup>1</sup>	Notes
Underlying Ratings (S Moody's / S&P / Fitch / Kroll)	Series	BPA Sale Date	Final Maturity	Principal Iss. Amount	Fixed Amount	Variable Amount	Synthetic Fixed Amount	Total Outstanding		
	2009A	2/11/09	11/15/2038	475,000	429,365	-	-	429,365	4.73	
	2009B	9/10/09	11/15/2039	200,000	200,000	-	-	200,000	3.63	(3)
	2010A	10/20/10	11/15/2040	346,960	336,055	-	-	336,055	3.45	(3)
	2011A	10/4/11	1/1/2028	609,430	602,245	-	-	602,245	3.59	
	2012A	6/6/12	11/15/2042	231,490	229,670	-	-	229,670	3.69	
	2012B	8/3/12	11/15/2032	1,236,898	1,353,055	-	-	1,353,055	2.66	(6)
	2013B	1/29/2013	11/15/2030	257,195	257,195	-	-	257,195	2.25	
	2013C	4/18/2013	11/15/2043	200,000	200,000	-	-	200,000	3.71	
Total				9,613,608	5,480,015	580,850	804,055	6,864,920	3.64	
								WATIC		
TBTA Subordinate Revenue Bonds (A1/A+/A+/AA-)	2000AB	11/01/00	1/1/2019	263,000	-	-	113,300	113,300	6.48	
	2000CD	11/01/00	1/1/2019	263,000	-	78,150	-	78,150	1.65	
	2002E	10/23/02	11/15/2032	756,095	436,370	-	-	436,370	5.34	
	2003A	2/27/03	11/15/2032	500,170	15,195	-	-	15,195	4.91	
	2008D	7/16/08	11/15/2028	491,110	410,945	-	-	410,945	4.69	
	2013A	1/11/2013	11/15/2032	761,600	761,600	-	-	761,600	3.13	(6)
Total				3,034,975	1,624,110	78,150	113,300	1,815,560	4.17	
								WATIC		
MTA Dedicated Tax Fund Bonds (AA/AA-)	2002B	9/4/02	11/1/2022	440,000	116,050	311,800	-	427,850	1.78	
	2004A	2/26/04	11/15/2018	250,000	125,300	-	-	125,300	3.49	
	2004B	3/9/04	11/15/2028	500,000	294,460	-	-	294,460	4.51	
	2004C	12/15/04	11/15/2018	120,000	57,850	-	-	57,850	3.77	
	2006A	6/7/06	11/15/2035	350,000	237,035	-	-	237,035	4.18	
	2006B	10/25/06	11/15/2036	410,000	296,445	-	-	296,445	4.28	
	2008A	6/24/08	11/1/2031	352,915	-	6,945	336,755	343,700	4.63	
	2008B	8/6/08	11/1/2034	348,175	204,980	134,210	-	339,190	2.30	
	2009A	3/12/09	11/15/2039	261,700	248,375	-	-	248,375	5.55	
	2009B	4/23/09	11/15/2030	500,000	477,930	-	-	477,930	5.00	
	2009C	4/23/09	11/15/2039	750,000	750,000	-	-	750,000	4.89	(3)
	2010A	3/17/10	11/15/2040	502,990	487,425	-	-	487,425	3.91	(3)
	2011A	3/23/11	11/15/2021	127,450	115,115	-	-	115,115	2.99	
	2012A	10/16/12	11/15/2032	1,065,335	1,065,335	-	-	1,065,335	3.07	(6)
Total				5,978,565	4,476,300	452,955	336,755	5,266,010	3.86	
								WATIC		
MTA Certificates of Participation (2 Broadway) (Caa2/CC/NR)	2004A	9/21/04	1/1/2030	357,925	-	-	100,825	100,825	4.09	(2)
	Total			357,925	-	-	100,825	100,825	4.09	
								WATIC		
All MTA Total				43,635,088	28,173,890	2,448,420	2,530,855	33,153,165	3.98	
State Service Contract Bonds (AA-/AA-)	2002A	6/5/02	7/1/2031	1,715,755	272,670	-	-	272,670	5.29	
	2002B	6/26/02	7/1/2031	679,450	73,535	-	-	73,535	4.93	
	Total			2,395,205	346,205	-	-	346,205	5.21	
								WATIC		

**Notes**

- (1) Fixed Rate TICs calculated as of issuance of Fixed Rate Bonds. Floating Rate TICs calculated from inception through 12/31/2012 including fees. Any Unhedged Variable Rate Bonds that have been fixed to maturity are carried at the new Fixed Rate TIC. Synthetic Fixed Rate TICs include average swap rates plus variable rate fees and estimated basis adjustments for life of swap. Synthetic Fixed Rate TICs do not include benefit of any upfront payments received by MTA.
- (2) Variable Rate Bonds initially issued in Auction Rate Mode.
- (3) Fixed rate bonds, all or part of which, were issued as federally taxable Build America Bonds (BABs).
- (4) Variable Rate BANs issued as Commercial Paper. Maturities range from 1 to 270 days.
- (5) Subsidized loan provided through the NYS Water Pollution Control Revolving Fund for certain projects designed to remedy sources of groundwater MTA sites.
- (6) Principal Issued Amount reflects Capital Appreciation Bonds (CABs) at the par amount at the time of issuance.  
The Current Amount Outstanding reflects the CABs at their maturity value, current value is less than the par amount at the time of issuance.

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# Staff Summary



Metropolitan Transportation Authority

<b>Subject</b> Authorization to current refund and tender for Triborough Bridge and Tunnel Authority Bonds Series 2002E.
<b>Department</b> Finance
<b>Department Head Name</b> Robert E. Foran, Chief Financial Officer
<b>Department Head Signature</b> 
<b>Project Manager Name</b> Patrick J. McCoy, Director of Finance

<b>Date</b> November 13, 2013
<b>Vendor Name</b>
<b>Contract Number</b>
<b>Contract Manager Name</b>
<b>Table of Contents Ref #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Comm.	11/12			
2	Board	11/13			

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

## Purpose

The MTA Finance Department is seeking Triborough Bridge and Tunnel Authority ("TBTA") Board authorization of the annexed 2001 Subordinate Revenue Refunding Bond Supplemental Resolution, Series 2013D (the "Supplemental Resolution"), authorizing TBTA to issue Subordinate Revenue Refunding Bonds, Series 2013D (the "2013D Bonds") as taxable fixed and/or variable rate subordinate revenue bonds to current refund callable TBTA Series 2002E Subordinate Revenue Refunding Bonds (the "2002E Bonds") for which no current refunding authorization exists. In addition, authorization is sought to undertake a defeasance through the issuance of a public tender offer for a portion of the remaining non-callable 2002E Bonds.

## Discussion

The TBTA 2002E Subordinate Revenue Refunding Bonds were issued to establish escrow accounts to defease previously issued TBTA bonds authorized by the 1980 Resolution and the Special Obligation 1991 and 1994 Resolutions which provide for actual payment of such bonds at maturity (the "Defeased Bonds"). In order to preserve the possible benefits to TBTA of a future restructuring of the related escrows, TBTA retained early redemption rights on some of the Defeased Bonds. The Internal Revenue Service has recently issued proposed regulations, which can currently be availed of by TBTA, containing provisions which could enable TBTA to accelerate the actual payment of the Defeased Bonds and to achieve potentially significant economic benefits from the accelerated payment. A taxable refunding of the 2002E Bonds would provide TBTA with the greatest future flexibility to access the potentially significant savings associated with the early redemption and payment of the Defeased Bonds. Due to both the possible use of variable rate refunding bonds and current market conditions, such taxable refunding cannot be accomplished under existing refunding authorizations.

At this time it is Staff's determination

- that a taxable variable rate refunding of the 2002E Bonds will provide the greatest flexibility to TBTA. Staff believes issuing taxable debt on a variable rate basis is likely to be a prudent and cost effective way to take advantage of the taxable curve steepness. However, no final determination has been made regarding the issuance of fixed or variable rate debt and Staff requests Board authorization to proceed with either or both forms of debt; and

## Staff Summary

- that it is in the best economic interests of the TBTA to refund up to 100% of the 2002E Bonds on a taxable basis (which may require the use of a tender offer in the case of the non-callable 2002E Bonds), to provide the flexibility necessary to potentially realize significant additional savings from the restructuring of the escrow for the Defeased Bonds in the future. The savings realized from the transactions described above will be used to fund projects in Approved Capital Programs.

TBTA Board approval is being requested for the aforementioned transactions, including approval of the following:

- (1) the adoption of the Supplemental Resolution and the issuance, in one or more series and subseries and from time to time, of the 2013D Bonds to refund all or a portion of the outstanding 2002E Bonds, including in part by means of a public tender offer, upon compliance with the issuance condition described below; and
- (2) a public tender offer, including all documents required to accomplish such tender offer, for the non-callable 2002E Bonds to be structured in substantially the same manner as the public tender offer the MTA and TBTA Boards previously approved (January 25, 2012) for the Transportation Revenue Bonds, Series 2002B and to use documentation substantially similar to that used in such tender offer.

### Alternatives

TBTA could refund only those bonds that fall within the Refunding Policy for savings in excess of the contemplated refunding; however, based on current market conditions, this approach could delay and significantly reduce or eliminate the possibility to capture potential significant future savings from any escrow restructurings.

### Recommendation

That the TBTA Board authorize (a) the annexed 2001 Subordinate Revenue Refunding Bond Supplemental Resolution, Series 2013D, the issuance of the 2013D Bonds and the refunding of the 2002E Bonds (including by public tender offer), as well as all actions related to the public tender and the issuance of the refunding bonds described above, including without limitation, the dissemination of tender documents and the completion of any purchase of the 2002E Bonds pursuant thereto, the payment of legal and advisor fees related to the public tender, if any, and other costs of issuance and transaction costs, from time to time deemed necessary or desirable in connection therewith; and (b) issuance of the 2013D Bonds, the refunding of the Defeased Bonds and such other related actions hereunder, which authorizations shall continue in effect without any further action by the Board until May 1, 2014, unless modified or repealed prior to that date.

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**TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY**

**2001 SUBORDINATE REVENUE REFUNDING BOND  
SUPPLEMENTAL RESOLUTION, SERIES 2013D**

**Adopted November 13, 2013**

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**2001 SUBORDINATE REVENUE REFUNDING BOND  
SUPPLEMENTAL RESOLUTION, SERIES 2013D**

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 "2001 Subordinate Resolution Authorizing General Revenue Obligations" (the "Resolution").

**Section 1.02. Definitions.**

1. All capitalized terms which are used but not otherwise defined in this 2001 Subordinate Revenue Refunding Bond Supplemental Resolution, Series 2013D (the "Supplemental Resolution") shall have the same meanings, respectively, as such terms are given by Section 1.02 of the Resolution.

2. In this Supplemental Resolution:

"Authorized Officer" shall include the officers designated as such in the Resolution and the Chair of the Finance Committee of MTA, 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.

"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.

"Refunded Bonds" shall mean all or any portion of the Series 2002E Bonds, as shall be specified in one or more Certificates of Determination, to be refunded with the proceeds of the Refunding Bonds.

"Refunding Bonds" shall mean the 2001 Subordinate Revenue Bonds authorized by Article II of this Supplemental Resolution in one or more Series or subseries.



"Series 2002E Bonds" shall mean the Issuer's Outstanding Subordinate Revenue Refunding Bonds, Series 2002E.

**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 REFUNDING BONDS**

#### **Section 2.01. Authorized Principal Amount, Designation and Series.**

1. Pursuant to the provisions of the Resolution and in order to issue Refunding Subordinate Revenue Obligations, multiple Series of Subordinate Revenue Obligations (which may be issued at one time or from time to time in any number of Series or subseries, which for purposes of this Supplemental Resolution shall collectively be referred to herein as the "Refunding Bonds", subject to redesignation as hereinafter provided) entitled to the benefit, protection and security of such provisions and constituting Taxable Subordinate Revenue Obligations 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 or premium 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 any Costs of Issuance of the Refunding Bonds payable from such Proceeds Account or otherwise applied to pay such Costs of Issuance), 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.

2. Nothing in this Supplemental Resolution is intended to preclude the issuance of Refunding Bonds as refunding obligations in accordance with Section 2.03 of the Resolution.

3. Refunding Bonds shall be designated as, and shall be distinguished from the Obligations of all other Series by the title, "Subordinate Revenue Bonds, Series 2013D" or such other title or titles set forth in the related Certificate of Determination.

**Section 2.02. Purposes.** The purposes for which the Refunding Bonds are issued shall be set forth in one or more Certificates of Determination and may include only the refunding, restructuring or payment, including by purchasing, exchanging or tendering therefor, of all or any portion of any Outstanding Series 2002E Bonds deemed advisable by an Authorized Officer in accordance with Section 2.03 or 2.04 of the Resolution, as applicable, and Section 2.09 hereof.

**Section 2.03. Dates, Maturities, Principal Amounts and Interest.** The Refunding Bonds, except as otherwise provided in the Resolution, shall be dated the date or dates determined in the related Certificate of Determination. The Refunding 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 the related Certificate of Determination.

**Section 2.04. Interest Payments.** The Refunding Bonds shall bear interest from their date or dates and be payable on such date or dates as may be determined pursuant to the related Certificate of Determination. Except as otherwise provided in the related Certificate of Determination, interest on the Refunding Bonds shall be computed on the basis of twelve 30-day months and a 360-day year.

**Section 2.05. Denominations, Numbers and Letters.** Unless otherwise provided in the related Certificate of Determination, the Refunding Bonds shall be issued in fully registered form without coupons in the denomination of \$5,000 or any integral multiple thereof. The Refunding Bonds shall be lettered and numbered as provided in the related Certificate of Determination.

**Section 2.06. Places of Payment and Paying Agent.** Except as otherwise provided in the related Certificate of Determination, principal and Redemption Price of the Refunding Bonds shall be payable to the registered owner of each Refunding Bond when due upon presentation of such Refunding Bond at the principal corporate trust office of the Trustee. Except as otherwise provided in the related Certificate of Determination, interest on the registered Refunding 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 Refunding 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 Refunding Bonds, if any, determined in the related Certificate of Determination shall be subject to redemption (a) in part, by lot, (b) pro rata, or (c) otherwise as determined in accordance with Section A-404 of the Resolution, as set forth in the Certificate of Determination, on each date in the year or years determined in the 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 Refunding Bonds.

**Section 2.08. Redemption Prices and Terms.** The Refunding 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) determined in the related Certificate of Determination, plus accrued interest up to but not including the redemption date. Notwithstanding the foregoing, if set forth in the Certificate of

Determination, the Refunding Bonds may be made subject to pro rata redemption and/or a make-whole redemption premium.

**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 Refunding Bonds:

(a) to determine whether and when to issue any Refunding Bonds constituting Refunding Subordinate Obligations and Taxable Subordinate Revenue Obligations, and to determine the amount of the proceeds of the Refunding Bonds to be applied to refunding purposes as well as the specific Series 2002E Bonds or portions thereof to be refunded and the date or dates, if any, on which such Refunded Bonds shall be redeemed, and the amount of the proceeds of the Refunding Bonds estimated to be necessary to pay the Costs of Issuance of the Refunding Bonds;

(b) to determine the principal amounts of the Refunding 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 Refunding Bonds, and to determine Accreted Values and Appreciated Values, if applicable;

(c) to determine the maturity date and principal amount of each maturity of the Refunding Bonds and the amount and due date of each Sinking Fund Installment, if any;

(d) to determine the date or dates which the Refunding Bonds shall be dated and the interest rate or rates of the Refunding Bonds or the manner of determining such interest rate or rates; provided, however, that any Refunding Bonds issued as fixed rate Obligations shall be subject to a maximum interest rate of not greater than 12% per annum and any Refunding Bonds issued as Variable Interest Rate 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;

(e) to determine the Redemption Price or Redemption Prices, if any, and the redemption terms, if any, for the Refunding Bonds; provided, however, that if the Refunding Bonds are to be redeemable at the election of the Issuer, the Redemption Price may reflect provisions providing for a make whole redemption plus accrued interest thereon up to but not including the date of redemption and the redemption terms may allow for pro rata redemption;

(f) to determine whether the sale of all or any portion of the Refunding Bonds shall be conducted on either a negotiated or competitive bid basis and, as applicable, to determine the purchase price for the Refunding Bonds to be paid by the purchaser or purchasers referred to in one or more Purchase Agreements described or the purchase price for the Refunding 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

hereof 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 Refunding Bonds;

(g) to determine the whether the sale of all or any portion of the Refunding Bonds shall be accomplished directly to any financial institution or institutions referred to in a Direct Purchase Agreement described in Section 2.10 hereof and to determine the purchase price for the Refunding Bonds to be paid by such financial institution or institutions which may include such discount or payment to such financial institution or institutions as shall be determined in any Certificate of Determination;

(h) to take all actions required for the Refunding 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 the related Certificate of Determination such terms and provisions as may be appropriate or necessary to provide for uncertificated securities in lieu of Refunding Bonds issuable in fully registered form;

(i) to determine whether to issue all or any portion of the Refunding Bonds as 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 Obligations, (ii) the selection of remarketing agents, tender agents, auction agents, dealers, calculation agents, 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 the related 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 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 Refunding 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 required by a Rating Agency in order to attain or maintain specific ratings on the Refunding Bonds;

(l) 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;

(m) to determine whether to (i) enter into an escrow agreement or other arrangement in connection with the issuance of Refunding Bonds, including the selection of escrow agents, verification agents and the manner of determining specified matters relating to the defeasance of the refunded obligations and (ii) purchase SLGs or open market securities and the form and substance thereof and any related investment agreement, and to determine the application of any amounts released in connection with any such refunding; and

(n) to determine such other matters specified in or permitted by (i) Sections 2.02, 2.03, 2.04 and A-201 of the Resolution or (ii) this Supplemental Resolution, or to determine matters relating to the payment or defeasance of the Refunded Bonds, including preparation of any documentation therefor.

2. Any such Authorized Officer is hereby delegated authority under this Supplemental Resolution from time to time following issuance of any Refunding Bonds, as appropriate for any purposes, including, in order to undertake any actions relating to any Refunding Bonds issued in multimodal form, including, without limitation, to change interest rate modes or auction periods, if any Refunding Bonds shall consist of multiple subseries, to change the principal amounts and number of the individual subseries or to combine all subseries into a single Series, if any Refunding Bonds consist of a single Series, to divide such Series into two or more subseries and to determine the principal amount of such subseries, to extend, amend or modify any existing Credit Facility, to obtain a substitute or additional Credit Facility, to provide that any required or desired remarketing of the Refunded Bonds be conducted pursuant to a competitive or negotiated (including direct sales) process or to appoint new or additional agents or other parties deemed appropriate to a particular form or mode of Obligation or manner of sale.

3. Any Authorized Officer shall execute one or more Certificates of Determination evidencing the determinations made pursuant to this Supplemental Resolution and any 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 Refunding Bonds are delivered from time to time, 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 Refunding 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.

**Section 2.10. Sale or Remarketing of Refunding Bonds.** If it is determined that any sale or remarketing of the Refunding Bonds shall be conducted on a negotiated basis, each Authorized Officer is hereby authorized to sell or remarket and award all or any portion of the Refunding Bonds to the purchasers or remarketing agents who shall be on the list of underwriters then approved by the Issuer and shall be referred to in the purchase or remarketing agreement or agreements, which shall be substantially in the form most recently executed or delivered by the Issuer in connection with the sale or remarketing of Obligations, with such revisions to reflect the terms and provisions of the Refunding Bonds as may be approved by the officer executing the agreement (each, a "Purchase Agreement"). Each Authorized Officer is hereby authorized to agree to the selection of the representative of the underwriters or remarketing agents 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 or remarketing agents.

If it is determined that any sale or remarketing of the Refunding Bonds shall be conducted by a direct sale to any financial institution or institutions, each Authorized Officer is hereby further authorized to sell or remarket and award all or any portion of the Refunding Bonds through a direct sale to the financial institution or institutions who shall be referred to in the direct purchase or remarketing agreement or agreements, which direct purchase or remarketing agreement or agreements shall be substantially in the form of the Purchase Agreement with such revisions to reflect the direct sale or remarketing of the Refunding Bonds to such financial institution or institutions as may be approved by the Authorized Officer executing the direct purchase or remarketing agreement or agreements (each, a "Direct Purchase Agreement").

If it is determined that any sale or remarketing of any Refunding Bonds shall be conducted on a competitive bid basis, each Authorized Officer is hereby further authorized to conduct the sale or remarketing and award of the Refunding 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 or remarketing of the Refunding 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, remarketing agents or other appropriate parties of a preliminary official statement, offering circular, remarketing circular or other disclosure document in connection with each public offering or any direct sale or remarketing of the Refunding 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 "Preliminary Official Statement"). The Issuer authorizes any of said officers to deliver a certification to the effect that such Preliminary Official Statement or Official Statement (as defined below), 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 (as defined below) 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 (the "Official Statement"), to sign such Official Statement and to deliver such Official Statement to the purchasers or remarketing agents of such issue of the

Refunding 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 most recently executed or delivered by the Issuer, 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 each issue of Refunding 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 Refunding 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 escrow 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, Direct 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 each issue of the Refunding Bonds and for implementing the terms of each issue of the Refunding 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 Refunding Bonds and Trustee's Authentication Certificate.** Subject to the provisions of the Resolution, the form of registered Refunding 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 Refunding Bonds.

## ARTICLE III

### DISPOSITION OF REFUNDING BOND PROCEEDS

**Section 3.01. Disposition of Refunding Bond Proceeds.** Any proceeds of the sale of the Refunding Bonds, other than accrued interest and capitalized interest, if any, shall be deposited, simultaneously with the issuance and delivery of the Refunding Bonds, at one time or from time to time in one or more Series or subseries, in the Proceeds Account which is deemed to be established for each Series in the Proceeds Fund to be applied, or shall otherwise be applied pursuant to a Certificate of Determination to:

(a) the refunding of the Refunded Bonds, or portions of any of them, in accordance with Section 2.02 hereof; and

(b) the balance of such proceeds, exclusive of accrued interest and capitalized interest, if any, 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 and any capitalized interest, if any, received on the sale of the Refunding Bonds shall be deposited in the Debt Service Fund.

## ARTICLE IV

### ADDITIONAL COVENANTS

#### Section 4.01. Additional Covenants.





1. The Issuer covenants and agrees that it will not issue any Senior Obligations under the Senior Resolution (other than pursuant to Section 205 thereof) unless in addition to satisfying the requirements of the Senior Resolution, an Authorized Officer delivers to the trustee under the Senior Resolution a certificate demonstrating that for any period of 12 consecutive calendar months out of the 18 complete calendar months next preceding the date of authentication and delivery such issue of Senior Obligations, Net Revenues are at least equal to 1.10 times the Combined Maximum Annual Calculated Debt Service for all Subordinate Revenue Obligations, Parity Debt, Senior Obligations and Senior Parity Debt.

2. The Issuer covenants and agrees that in addition to complying with the provisions of Section 6.04 of the Resolution, the Issuer shall at all times establish, levy, maintain and collect, or cause to be established, levied, maintained and collected, such tolls, rentals and other charges in connection with the TBTA Facilities as shall always be sufficient, together with other money available therefor (including the anticipated receipt of proceeds of sale of Obligations or other bonds, notes or other obligations or evidences of indebtedness of the Issuer that will be used to pay the principal of Obligations issued in anticipation of such receipt, but not including any anticipated or actual proceeds from the sale of TBTA Facilities), to equal or exceed in each calendar year the greater of (a) an amount equal to the sum of amounts necessary in such calendar year (i) to pay all Operating Expenses of the Issuer, plus (ii) to pay the sum of Calculated Debt Service as defined in the Bond Resolution and Calculated Debt Service as



defined in the Senior Resolution, plus (iii) to maintain any reserve established by the Issuer pursuant to the Senior Resolution, in such amount as may be determined from time to time by an Authorized Officer in his or her judgment, or (b) an amount such that Revenues less Operating Expenses shall equal at least 1.10 times the sum of Calculated Debt Service as defined in the Senior Resolution and Calculated Debt Service as defined in the Bond Resolution for such calendar year.

# Staff Summary

Subject <b>2012-2013 Station Maintenance Receivable</b>						Date <b>November 1, 2013</b>			
Department <b>Chief Financial Officer</b>						Vendor Name			
Department Head Name <b>Robert E. Foran</b>						Contract Number			
Department Head Signature 						Contract Manager Name			
Project Manager Name <b>Patrick Kane</b> 						Table of Contents Ref #			
<b>Board Action</b>						<b>Internal Approvals</b>			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	Finance Com.	11/12				1	Legal 		
2	Board	11/13				2	Chief of Staff 		

**Narrative**

The MTA bills the counties and the City of New York for station maintenance each fiscal year based on a statutory formula, which incorporates an annual CPI adjustment factor.

Under Section 1277 of the Public Authorities Law, if a municipality fails to make a full payment of the amounts owed the MTA, the Chief Executive Officer of the MTA or such other person as the Chairman shall designate and shall certify to the State Comptroller for the collection of the amount due and owing.

The attached schedule shows all monies billed and received by the MTA for Station Maintenance as of October 31, 2013.

# Staff Summary

METROPOLITAN TRANSPORTATION AUTHORITY  
STATION MAINTENANCE RECEIVABLE AS OF 10/31/13  
FOR THE BILLING PERIOD 4/1/12 - 3/31/13

	<u>AMOUNT BILLED</u>	<u>AMOUNT RECEIVED</u>	<u>BALANCE DUE</u>
NEW YORK CITY	\$ 90,855,829	\$ 90,855,829	\$ 0
NASSAU	28,394,605	28,394,605	0
SUFFOLK	17,501,267	17,501,267	0
WESTCHESTER	19,623,792	19,623,792	0
DUTCHESS	2,339,419	2,339,419	0
PUTNAM	914,866	914,866	0
ORANGE	483,961	483,961	0
ROCKLAND	<u>51,454</u>	<u>51,454</u>	<u>0</u>
TOTAL	<u>\$160,165,193</u>	<u>\$160,165,193</u>	<u>\$ 0</u>

Metropolitan Transportation Authority  
Station Maintenance Period Ending December 31, 2013  
Payable September 2013

Budget Date	New York City	Nassau County	Suffolk County	Westchester County	Rockland County	Dutchess County	Orange County	Putnam County	Local Total
Billed	66.73%	17.73%	10.93%	12.25%	0.03%	1.46%	0.30%	0.67%	100.00%
2013	90,855,829.00	28,394,605.00	17,501,267.00	19,623,792.00	51,454.00	2,339,419.00	483,961.00	914,866.00	160,165,193.00
Audit Adj.	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Due	90,855,829.00	28,394,605.00	17,501,267.00	19,623,792.00	51,454.00	2,339,419.00	483,961.00	914,866.00	160,165,193.00
Deposit date									
02-Jul-13							483,961.00		483,961.00
10-Jul-13			17,501,267.00						17,501,267.00
25-Jul-13					51,454.00				51,454.00
28-Aug-13	90,855,829.00							914,866.00	91,770,695.00
29-Aug-13		28,394,605.00							28,394,605.00
30-Aug-13				19,623,792.00					19,623,792.00
06-Sep-13						2,339,419.00			2,339,419.00
Received	\$90,855,829.00	\$28,394,605.00	\$17,501,267.00	\$19,623,792.00	\$51,454.00	\$2,339,419.00	\$483,961.00	\$914,866.00	\$160,165,193.00
Balance due 2013	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

# THE METROPOLITAN TRANSPORTATION AUTHORITY

## FINANCE COMMITTEE

The Charter for the Finance Committee was adopted by the Board Chair and a majority of the members of Board of the Metropolitan Transportation Authority, a public benefit corporation established under the laws of the State of New York (together with any other entity or corporation for which the members of the Metropolitan Transportation Authority serve as a board of directors, the "MTA"), on July 24, 2013.

### I. PURPOSE

The Finance Committee (the "Committee") shall assist the Board Chair and the Board by (1) reviewing, providing guidance, and making recommendations with respect to the MTA's core financial policies and (2) reviewing, providing guidance and making recommendations with respect to MTA real estate matters.

### II. COMMITTEE AUTHORITY

In discharging its role, the Committee is empowered to investigate any matter brought to its attention. To facilitate any such investigation, the chairperson of the Committee shall have access to all books, records, facilities and staff of the MTA (including any of its subsidiary corporations or affiliates). The foregoing is not intended to alter or curtail existing rights of individual Board members to access books, records or staff in connection with the performance of their fiduciary duties as Board members.

### III. COMMITTEE MEMBERSHIP

The Committee shall consist of 3 or more members of the Board, appointed by the Board Chair. If not otherwise a member of the Committee, each Vice-Chair of the Board shall be an *ex officio* member of the Committee. The Board Chair shall appoint the chairperson of the Committee. In the absence of the chairperson at a meeting of the Committee, the Board Chair shall appoint a temporary chairperson to chair such meeting. A member of the Committee may be removed, for cause or without cause, by the Board Chair.

### IV. COMMITTEE MEETINGS

The Committee shall meet on a regularly-scheduled basis at least 11 times per year, and more frequently as circumstances dictate. The Committee shall cause to be kept adequate minutes of all its proceedings and records of any action taken. Committee members will be furnished with copies of the minutes of each meeting. Meetings of the Committee shall be open to the public, and the Committee shall be governed by the rules regarding public meetings set forth in the applicable provisions of the Public Authorities Law and Article 7 of the Public Officers Law that relate to public notice, public speaking and the conduct of executive session. The Committee may form and assign responsibilities to subcommittees when appropriate.

The Committee may request that any member of the Board, the Auditor General, any officer or staff of the MTA, or any other person whose advice and counsel are sought by the Committee, attend any meeting of the Committee to provide such pertinent information at the Committee requests. The Chief Financial Officer and/or the Director of the Division of Management and Budget, the Director of Finance, and the MTA Director of Real Estate, with respect to real estate matters, shall (1) furnish the Committee with all material information pertinent to matters appearing on the Committee agenda, (2) provide the chairperson of the Committee with all information that is material to the Committee's monitoring and oversight of the MTA's core financial policies and real estate matters, and (3) inform the chairperson of the Committee of any matters not already on the Committee agenda that should be added to the agenda in order for the Committee to be adequately monitoring and overseeing the MTA's core financial policies and real estate matters.

## **V. COMMITTEE REPORTS.**

The chairperson of the Committee shall report on the Committee's proceedings, and any recommendations made.

## **VI. KEY RESPONSIBILITIES**

The following responsibilities are set forth as a guide with the understanding that the Committee may diverge as appropriate given the circumstances. The Committee is authorized to carry out these and such other responsibilities assigned by the Board Chair or the Board, from time to time, and take any actions reasonably related to the mandate of this Charter.

To fulfill its purpose, the Committee shall:

1. Review the MTA's annual budget, and ensure that the MTA operates on a self sustaining basis, as required by applicable law, and with support from various levels of government.
2. Monitor the MTA's compliance during the fiscal year with its annual budget.
3. Review the financial requirements of the MTA's capital plans.
4. Review annually the proposed plan to meet the financial requirements of the MTA's capital plans, as well as any financing proposals during the fiscal year that deviate from the proposed financial plan for that year.
5. Review any proposal relating to the incurrence (or repayment) of material indebtedness or other financing arrangement.
6. Review any proposed procurements submitted to the Committee by the Agency Procurement Officers.

7. Oversee the operations of MTA headquarters, including by reviewing proposed procurements for MTA headquarters that require Board approval.
8. Oversee the operations of the First Mutual Transportation Assurance Company ("FMTAC"), including by reviewing proposed procurements for FMTAC.
9. Review annually the scope and terms of the MTA's insurance policies and coverage.
10. Monitor the economic performance of the various MTA pension plans.
11. Review and make recommendations to the Board with respect to the leasing and acquisition of real property; the licensing of customer services and amenities; the maximizing of advertising opportunities; the disposition or conveyance of interests in real property; the management of occupancies on the property of the MTA and the adoption or amendment of any policies relating thereto;
12. Review and make recommendations to the Board with respect to the procurement of certain professional services in support of the activities of the real estate department, including real estate brokerage and other specialized consultant services;
13. Review the MTA's offering and management of leasing, licensing, or other business opportunities on the property of the MTA and its subsidiaries and affiliates;
14. Provide support and guidance to the MTA in its formulation of its real estate policies and procedures;
15. Review and assess the adequacy of this Charter annually;
16. Conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter;
17. Report regularly to the Board Chair and Board on Committee findings and recommendations and any other matters the Committee deems appropriate or the Board Chair or the Board requests, and maintain minutes or other records of Committee meetings and activities.

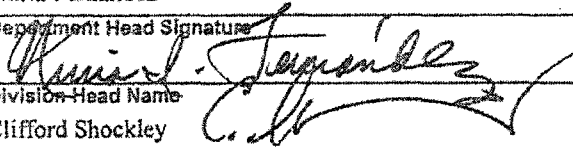
**FINANCE COMMITTEE CONTRACT CHANGE ORDER REPORT\***  
**(FOR INFORMATION ONLY)**

[illegible]

\*Non-Capital change order value \$250,000 to \$750,000, and change orders from \$50,000 to \$250,000 but over 15% of the adjusted contact amount (through September 2013)


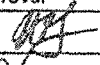




# Staff Summary

Subject	Request for Authorization to Award Various Procurements
Department	Executive
Department Head Name	Nuria Fernandez
Department Head Signature	
Division Head Name	Clifford Shockley

Date	October 31, 2013
Vendor Name	Various
Contract Number	Various
Contract Manager Name	Various
Table of Contents Ref #	

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	11/12/13			
2	Board	11/13/13			

Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement 	3	COO 		
2	Legal 	4	CFO 		

## 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:

Schedule H: Modification to Personal Services Contracts & Misc. Service Contracts

- Port Authority of New York and New Jersey

	# of Actions	\$ Amount
	1	\$ 52,040.00
<b>SUBTOTAL</b>	1	\$ 52,040.00

MTAHQ proposes to award Competitive procurements in the following categories:

### Schedules Requiring Majority Vote

Schedule F: Personal Service Contracts

Schedule H: Modification to Personal Services Contracts & Misc. Service Contracts

	2	\$ 1,075,000.00
	1	\$ 4,200,000.00
<b>SUBTOTAL</b>	3	\$5,275,000.00

MTAHQ presents the following procurement actions for Ratification:

	None	None
<b>TOTAL</b>	4	\$5,327,040.00

**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, NOVEMBER 2013**  
**NON-COMPETITIVE PROCUREMENTS**

**METROPOLITAN TRANSPORTATION AUTHORITY**

*Procurements Requiring Majority Vote:*

**H. Modifications to Personal Service Contracts and Miscellaneous Service Contracts Awarded as Contracts for Services**

(Approvals/Staff Summaries required for substantial change orders and change orders that cause original contract to equal or exceed monetary or durational threshold required for Board approval.)

- |   |                     |
|---|---------------------|
| 1. Port Authority of New York and New Jersey<br>Expert Services on Federal Matters<br>Contract No. 13253-0100 | \$52,040<br>(Total) |
|---|---------------------|

Base Amount = \$12,000

To recommend that the Board approve the award of a non-competitive, personal service agreement to a sister agency, the Port Authority of New York and New Jersey (Port Authority) to continue to engage its employee, Mr. David Garten, to provide expert services on federal matters for a monthly fee of \$3000 for a six-month period from November 14, 2013 to May 13, 2014, with an option to renew for an additional six months, for a total amount of \$52,040 (including out-of-pocket expenses). MTA has utilized the services of Mr. David Garten to provide representation of its interest with respect to federal legislation, federal regulatory matters, and other federal affairs (Federal Matters). Both agencies, which face many similar financial and operational challenges, have benefited and will continue to benefit from shared information, knowledge and in-house expertise that each has acquired by sharing Mr. Garten's expert qualifications.

Mr. Garten was formerly MTAHQ's Director of Federal Affairs and in 2012, while employed at the MTA, was also assigned to provide representation of the Port Authority with respect to federal affairs. Subsequently, he was hired by the Port Authority as Chief of Staff to the Vice Chairman. Because of his familiarity and working knowledge of both agencies, he is uniquely qualified to jointly represent the interest of both agencies. This arrangement has strengthened relationships between the Port Authority and the MTA, helped to develop professional and personal contacts which serve both agencies now and in the future, continue to coordinate mutual strategies and communications between the Port Authority and the MTA and enhanced shared goals, strengthening the region's transportation commerce.

**LIST OF PROCUREMENTS FOR BOARD APPROVAL, NOVEMBER 2013**  
**COMPETITIVE PROCUREMENTS**

**METROPOLITAN TRANSPORTATION AUTHORITY**

*Procurements Requiring Majority Vote:*

**F. Personal Service Contracts**

Staff Summaries required for items greater than: \$100k Sole Source; \$250 other Non-Competitive, \$1 million Competitive

- 1-2. **AFT Projects at NYCT stations**— AFT to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials at the two stations specified below.

Competitively negotiated – 75 proposals – 48 months

Vik Muniz Studio, Inc., 72<sup>nd</sup> Street, Second Avenue Line, (\$925,000)

Competitively negotiated – 290 proposals – 24 months

Jenna Lucente, Arthur Kill station, Staten Island Railway (\$150,000)

**H. Modifications to Personal Service Contracts and Miscellaneous Service Contracts Awarded as Contracts for Services**

(Approvals/Staff Summaries required for substantial change orders and change orders that cause original contract to equal or exceed monetary or durational threshold required for Board approval.)

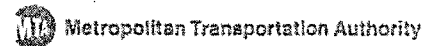
- |   |                               |                               |
|---|-------------------------------|-------------------------------|
| 3. <b>Corvel Healthcare Corporation</b><br><b>All-Agency Medical Bill Review and Payment Svs.</b><br><b>Contract No. 08341-0100</b> | <b>\$4,200,000</b><br>(Total) | <u>Staff Summary Attached</u> |
|---|-------------------------------|-------------------------------|

Base Amount = \$6,419,982

Contractor to provide Medical Bill Review and Payment Services to MTAHQ and its agencies. Since inception of this contract in 2009, the MTA has realized a savings of \$133,287,731. MTA and its agencies are legally required to pay medical expenses for employees injured on duty and no fault medical expenses for customers and third parties injured in motor vehicle accidents involving MTA vehicles. These medical bills are paid on behalf of employees and customers under the Worker's Compensation, No Fault and Federal Employers Liability Act (FELA) laws. The Base Contract annual fee of \$917,140 due to Corvel was based on an average of 163,853 medical claims totaling \$44,192,660. At the time of the award this number was based on volume of medical bills paid by the agencies for claims during Year 2007. Since the inception of the contract, the annual fee has increased to \$1,400,000 due to increase in the volume of bills processed totaling \$279,499,201.

# Staff Summary

## Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts



Item Number:

Page 1 of 1

<b>Vendor Name (&amp; Location):</b> CorVel Healthcare Corporation	
<b>Description:</b> All-Agency Medical Bill Review and Payment Services	
<b>Contract Term (Including Options, If any):</b> August 1, 2009 thru July 31, 2016	
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
<b>Procurement Type:</b> <input type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type:</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
<b>Funding Source:</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Risk & Insurance Management / L. Coyne	

<b>Contract Number:</b> 08341-0100	<b>AWO/Modification #</b> 1
<b>Original Amount:</b> \$6,419,982 (including optional years)	
<b>Prior Modifications:</b> -	
<b>Prior Budgetary Increases:</b> -	
<b>Current Amount:</b> \$6,419,982	
<b>This Request:</b> \$4,200,000	
<b>% of This Request to Current Amount:</b> 65.42%	
<b>% of Modifications (Including This Request) to Original Amount:</b> 65.42%	

### DISCUSSION:

To recommend that the Board approve an amendment to a previously Board-approved, all-agency contract with CorVel Healthcare Corporation for Medical Bill Review and Payment Services which has resulted in reducing medical bill payments by \$133,287,731.04 since the inception of the contract. The increase in funding of \$4,200,000 from \$6,419,982 to total of \$10,619,982 is required to continue these services and realize additional savings.

In July 2009, the Board approved a competitively awarded contract to CorVel Healthcare Corporation to perform medical bill review and payment services for the MTA and its agencies for a period of seven years from August 1, 2009 to July 31, 2016 for a total amount of \$6,419,982.

MTA and its agencies are legally required to pay medical expenses for employees injured on duty and no fault medical expenses for customers and third parties injured in motor vehicle accidents involving MTA vehicles. These medical bills are paid on behalf of employees and customers under the Worker's Compensation, No Fault and Federal Employers Liability Act (FELA) laws. Under these laws, healthcare providers agree to accept pre-determined fees for specific medical services rendered based on State fee schedules. These medical bills are routinely submitted by providers in excess of the scheduled allowable amounts. Medical bill review vendors reduce and pay medical bills based on State schedules and negotiated Usual and Customary Review (UCR) through the use of proprietary systems as well as nurse and physician reviews on large or unusual bills.

The Base Contract annual fee of \$917,140 due to CorVel was based upon processing an average of 163,853 medical claims totaling \$44,192,660 in 2007 for all MTA agencies. Since the inception of the contract in 2009 the annual fee has increased to \$1,400,000 as CorVel has processed an increased amount of medical bills totaling \$279,499,201. The use of the CorVel bill review technology has resulted in a reduction of \$133,287,731.04 in bill charges.

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

Staff Summary



Long Island Rail Road

Item Number: 3					
Dept & Dept Head Name: Procurement & Logistics, Dennis Mahon					
Department Head Signature & Date					
Division & Division Head Name: Strategic Investments, Elias Picca					
Division Head Signature & Date					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee	11/12/2013			
2	MTA Board	11/12/2013			
Internal Approvals					
Order	Approval	Order	Approval		
8	President	3	VP/CFO		
5	Executive VP	2	Sr. VP/Operations		
4	VP/Gen'l Counsel & Sec'y	1	Sr. VP/Administration		

SUMMARY INFORMATION	
Vendor Name Bombardier Transportation/ Siemens Rail Automation (f/k/a Invensys Rail)	Contract Number  TBD
Description: Positive Train Control System Integrator	
Total Amount \$428,477,247 (not to exceed)	
Contract Term (including Options, if any) September 2013 – December 31, 2013	
Options(s) included in Total Amount:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Renewal?	<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:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

**PURPOSE:** To obtain Board approval to authorize LIRR and MNR (the Railroads) to award contracts to a joint venture of Bombardier Transportation/Siemens Rail Automation (formerly known as Invensys Rail) in the not-to-exceed amount, inclusive of phases and options, of \$218,015,977 for LIRR and \$210,461,270 for MNR to (i) design, integrate and furnish Positive Train Control ("PTC") systems necessary to comply with the railroads' obligations as commuter railroads under the Rail Safety Improvement Act of 2008 and the implementing FRA Regulations; and (ii) authorize LIRR and MNR to exercise respective phases and options (e.g. – Post Warranty Software and Hardware Maintenance, Railway Workers Protection Systems) consistent with approved capital funding in 2015-2019.

**DISCUSSION:**

PTC is a technology that meets the requirements mandated by the 2008 Rail Safety Improvement Act (RSIA) and implementing FRA regulations. MNR/LIRR are among 42 railroads and commuter agencies nationwide that are required to implement a PTC system. PTC is capable of preventing train-to-train collisions, over-speed derailments, and injuries to workers as the result of unauthorized incursions by a train into work zones.

The LIRR as lead agency solicited proposals for a System Integrator (SI). Two vendors responded to the RFP issued on April 9, 2012, as follows: Bombardier Transportation and Invensys Rail (as a joint venture) and Parsons Transportation. Both proposers were found qualified and thus invited to submit technical and price proposals, and thereafter, Best and Final Offers ("BAFOs"). Invensys Rail initially responded to the RFP on its own behalf, but thereafter joint ventured with Bombardier. Subsequently, Invensys Rail was acquired by Siemens, and has changed its name to Siemens Rail Automation. The Railroads conducted a series of technical and contractual meetings with the proposers to clarify the requirements of the PTC system and ensure that the proposers fully understood the system requirements.

The SI is responsible to develop, modify, design, deliver, provide, test and commission a new PTC system for each Railroad. The vendor will provide a PTC system interoperable with Amtrak's ACSES II, an FRA Type Approved system. The PTC system is comprised of four subsystems. These include the central back office, wayside, communications and

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

**Staff Summary**



**Long Island Rail Road**

Page 1 of 2

<b>Item Number: 4</b>					
<b>Dept &amp; Dept Head Name:</b> Procurement & Logistics, Dennis Mahon					
<b>Department Head Signature &amp; Date</b>					
<b>Division &amp; Division Head Name:</b> Positive Train Control, Chris Calvagna					
<b>Division Head Signature &amp; Date</b>					
<b>Board Reviews</b>					
<b>Order</b>	<b>To</b>	<b>Date</b>	<b>Approval</b>	<b>Info</b>	<b>Other</b>
1	LI Committee	11.12.13			
2	MTA Board	11.13.13			
<b>Internal Approvals</b>					
<b>Order</b>	<b>Approval</b>	<b>Order</b>	<b>Approval</b>		
6	President	3	VP/CFO		
5	Executive VP	2	Sr. VP/Operations		
4	VP/Gen'l Counsel & Sec'y	1	Sr. VP/Administration		

<b>SUMMARY INFORMATION</b>	
<b>Vendor Name</b> Ansaldo STS USA, Inc.	<b>Contract Number</b> 6113
<b>Description</b> Speonk to Montauk Signalization	
<b>Total Amount</b> \$20,499,532 Base Work + \$325,561 Optional Hardware Warranties	
<b>Contract Term (including Options, if any)</b> 900 consecutive calendar days + 5 1-year hardware warranty options	
<b>Options(s) included in Total Amount:</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive	
<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
<b>Funding Source</b> <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

**Narrative**

**I. PURPOSE/RECOMMENDATION:**

LIRR requests approval to award a Contract to Ansaldo STS USA, Inc. (ASTS) in the amount of \$20,825,093 to design and furnish a new Vital Micro-Processor-Based Interlocking Control System between Speonk and Montauk. The Contract supports a LIRR project to convert this dark territory segment (approximately 45 miles) to CAB Signals (aka Automatic Speed Control) to increase safety and to support the LIRR's planned PTC system. LIRR's PTC system is based on Amtrak's PTC design which is an overlay to CAB Signaling. The proposed contract includes hardware warranties.

**II. DISCUSSION:**

The Contract requires ASTS to design and furnish pre-wired signal enclosures for the Automatic Speed Control (ASC) Signalization of the Speonk to Montauk segment including: new interlockings at Hampton Bays and Southampton; new control points at Amagansett and Montauk; 38 grade crossing huts plus one that is contained within Speonk Interlocking; converting the existing T-20 switches at Westhampton, Bridgehampton, East Hampton and Amagansett to electric locks with derails; and a new ASC test loop case at the west end of Montauk station. The new signal system will be controlled from Babylon Tower, which will be upgraded pursuant to a separate project. The use of a "Request for Proposals" process for this procurement was approved by the MTA Board at its November 2012 meeting.

In December 2012, LIRR publicly advertised a "Request for Expression of Interest" for this project, to which six firms responded. In February 2013, LIRR publicly advertised an RFP for this project (in the New York State Contract Reporter, N.Y. Post, and the MTA website) and sent RFPs to the six rail signal suppliers that responded to the RFEI. Proposals were submitted by two firms: ASTS and GE Transportation Systems Global Signaling, LLC (GETS). (The reasons given by other invited firms for not responding were: their equipment was not yet compliant with LIRR technical requirements; and/or the scope of work was too large.) Two rounds of Best and Final Offer solicitations were conducted with the second including a modification to the technical scope of work regarding equipment type approvals.

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

### Staff Summary



Long Island Rail Road

Page 2 of 2

At the conclusion of the BAFO process, ASTS submitted a price for the Base Work of the contract at \$20,499,532, which is slightly less than GETS' price of \$20,642,195. The contract contains five one-year options for extended hardware warranty, individually priced, with ASTS proposing a total price of \$325,561 and GETS proposing \$602,604. Based on a technical evaluation ASTS was rated slightly higher than GETS.

In selecting ASTS, the total price was considered fair and reasonable and was less than the LIRR estimate. ASTS' qualifications have been reviewed and ASTS has been found to be responsible.

The Force Account (FA) aspects of this signalization project (Estimated costs - \$48,535,798) are part of a new FA Productivity Program that resulted in the FA estimated cost being reduced 10% and includes a Productivity Tracking System that tracks manpower project activity at a much more detailed level. This insures that any issues that could impact productivity are identified as early as practical.

#### **III. D/M/WBE INFORMATION:**

This contract has a 5% DBE goal, which ASTS's proposal meets. ASTS has not completed any MTA contract with assigned MWDBE goals; therefore, no assessment of the firm's MWDBE performance can be determined at this time.

#### **IV. IMPACT ON FUNDING:**

This contract will be funded by the LIRR Capital Budget.

#### **V. ALTERNATIVES:**

None since the LIRR does not have the ability to undertake the design of the signal system with in-house forces.



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

## Staff Summary



Item Number: 5					
Dept & Dept. Head Name: Procurement & Logistics, Dennis Mahon					
Department Head Signature & Date:					
Division & Division Head Name: Customer Service & Technology James Compton, General Manager					
Division Head Signature & Date:					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee	11.12.13			
2	MTA Board	11.13.13			
Internal Approvals					
Order	Approval	Order	Approval		
5	President	3	VP/CFO		
5	Executive VP	2	Sr. VP/Operations		
4	VP/Gen'l Counsel & Sec'y	1	Sr. VP/Administration		

## Narrative

**I. PURPOSE/RECOMMENDATION:**

LIRR, on behalf of itself and Metro-North Railroad (MNR) (Railroads), requests MTA Board approval to award a competitively negotiated Public Works Contract to Nouveau Elevator Industries, Inc. (Nouveau) in the Not-To-Exceed amount of \$10,895,106; (\$5,950,196 - LIRR, \$4,944,913-MNR) to provide full-time, on-site maintenance teams consisting of two mechanics for LIRR and a mechanic and helper for MNR. These dedicated teams will provide regularly scheduled maintenance services to 19 LIRR escalators and 14 MNR escalators located throughout Nassau, Suffolk, Manhattan and Westchester Counties. The contract will be awarded for a period of three-years, plus two, (1) year options.

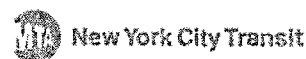
**II. DISCUSSION:**

Pursuant to MTA Board approval, LIRR issued a Joint-agency Request for Proposal (RFP) for the scheduled and unscheduled maintenance and repair of escalators. The solicitation was advertised in the New York State Contract Reporter and the NY Post. Two Addendums were issued to address questions and modify the scope of work. Two site tours were conducted to allow contractors the opportunity to view the equipment at the various locations. Two proposals were received on March 11, 2013. The incumbent, Nouveau proposed a joint-agency total of \$12,337,566, and Excel Elevator & Escalator Corp. (Excel) proposed \$14,462,377. The Technical Evaluation Committee (TEC), comprised of representatives from LIRR and MNR, evaluated the proposals based on: (i) Technical experience and resources, (ii) Cost, (iii) Technical Reporting, and (iv) compliance with all terms of the solicitation. Subsequent to oral presentations by both firms, the TEC rated Nouveau technically higher.

Cost proposals were based on: (i) cost for full-time, on-site maintenance teams; (ii) escalator clean-downs; (iii) emergency and on-call labor hours, and, (iv) mark-up on parts. Nouveau's aggregate proposed cost of \$12,337,566 is 14.7% less than Excel's proposed cost of \$14,462,377. Based on recommendation from MTA Audit, LIRR negotiated a final aggregate cost with Nouveau of \$10,895,107, which reflects a savings of \$1,442,459, or 11.7% from their original aggregate proposal of \$12,337,566. Among the negotiated reductions, MNR's team rate for mechanic/helper decreased 8.9% from the current rate \$42,750/month to \$38,944/month, while

<b>SUMMARY INFORMATION</b>	
Vendor Name	Contract Number
Nouveau Elevator Industries, Inc.	131201GS4-L-N
Description	
Scheduled and Unscheduled, On-Call Maintenance & Repair of Escalators	
Total Amount	
LIRR: \$ 5,950,196 MNR: \$ 4,944,913 Total: \$10,895,109 (NTE)	
Contract Term (Including Options, if any)	
December 1, 2013 – November 30, 2016	
Options(s) Included in Total Amount:	<input checked="" type="checkbox"/> Yes <input 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 type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

# Schedule E: Miscellaneous Procurement Contracts



Item Number: 1

<b>Vendor Name (&amp; Location)</b>	
New York State Industries for the Disabled (Albany, NY)	
<b>Description</b>	
Archival scanning of payroll documents	
<b>Contract Term (including Options, if any)</b>	
Four years	
<b>Option(s) Included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
<b>Procurement Type</b>	
<input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	
<b>Solicitation Type</b>	
<input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Preferred Source	

<b>Contract Number</b>	<b>Renewal?</b>
RFQ #35414	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>Total Amount:</b> \$229,670 (Est.)	
<b>Funding Source</b>	
<input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Department of Subways, Joseph Leader	

## Discussion:

This contract is for archival scanning of NYC Transit Department of Subways, Maintenance of Way payroll documents to DVD media.

This contract will be awarded in accordance with Section 162 of the New York State Finance Law, pursuant to which NYC Transit is required to purchase designated services from preferred sources. Under this miscellaneous procurement contract, scanning services will be performed by a NYS Industries for the Disabled (NYSID) affiliated contractor, Westchester ARC, the incumbent. NYSID is a certified preferred source.

The work to be performed under this contract includes the scanning of payroll documents called gang sheets. Gang sheets are used to track hours worked by NYC Transit field personnel who do not have access to a time clock. The documents are retained in the event that the hours worked by field personnel require verification at a later date.

The work also includes the pickup of documents to be scanned from designated NYC Transit locations; preparation of documents for scanning; scanning to DVD media; reassembly of documents; labeling and indexing of finished DVDs; and the return of both the paper documents and the DVDs to NYC Transit. For security purposes, NYC Transit is responsible for the disposal of the paper documents.

NYSID's initial price proposal of \$243,308 for this contract reflected a 20% increase from the previous contract. However, further negotiations resulted in a revised proposal of \$229,670, which represents an overall increase of 12.4% or an average annual increase of 2.75% from the previous contract. NYSID has performed this work since 2008 over the course of two contracts with no increase in its pricing.

As required by Section 162 of the New York State Finance Law, pricing for this contract is subject to approval by the NYS Office of General Services, which approved the pricing as being within 15% of market price.

After a thorough review, the final price is considered fair and reasonable.

# Schedule H: Modifications to Miscellaneous and Personal Service Contracts

Item Number: 10-12

<b>Vendor Name (&amp; Location)</b>	
Empire Health Choice Assurance, Inc. (New York, NY) United Healthcare Insurance of NY (Islandia, NY) Aetna Health, Inc. (Uniondale, NY)	
<b>Description</b>	
Medical Health Benefits Program	
<b>Contract Term (including Options, if any)</b>	
January 1, 2011 – December 31, 2015	
<b>Option(s) included in Total Amount?</b>	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a
<b>Procurement Type</b>	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
<b>Solicitation Type</b>	<input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Negotiation
<b>Funding Source</b>	
<input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b>	
Human Resources, Dawn Pinnock	

Contract Number	AWO/Modification #
10E0280 A/B/C	2
Original Amount:	\$ 1,700,000,000
Option 1 Amount:	\$ 1,500,000,000
Total Amount:	\$ 3,200,000,000
Prior Modifications:	\$ 0
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 1,700,000,000
This Request:	\$ 1,500,000,000
% of This Request to Current Amount:	88.2%
% of Modifications (including This Request) to Total Amount:	46.9%

## Discussion:

These modifications will exercise the options to extend the contract terms for two years. The extension periods are from January 1, 2014 through December 31, 2015.

As a result of ever-increasing healthcare costs, NYC Transit, assisted by outside consultants, determined in May 2010 that it would be prudent for NYC Transit health plans to be competitively solicited. The previous healthcare carriers were under arrangements that originated more than 50 years ago. Prior to May 2010, NYC Transit paid for medical coverage in two ways: first, for two-thirds of participants, NYC Transit was self-insured, meaning that the carrier provides and administers a network of physicians and hospitals and handles claims, passing the actual cost of the claim to NYC Transit. More than 90% of the costs associated with this self-insured plan are for physician and hospital services, while miscellaneous administrative fees usually account for 6% to 8%. Second, for the remaining third of participants, NYC Transit was fully-insured, meaning premiums are paid based on fixed rates for individuals and families.

Actuarial and demographic analyses performed by the consultants found that NYC Transit could achieve savings and cost increase avoidance by switching all coverage to self-insured and by taking advantage of additional discounts offered through alternative carriers. As a result of this information, NYC Transit solicited a competitive RFP for medical health benefits for the first time. In September 2010, the Board approved contracts to Empire Health Choice Assurance, Inc. (Empire), United Healthcare Insurance of New York (UHC), and Aetna Health, Inc. (Aetna) to administer medical health benefits programs for approximately 150,000 NYC Transit employees, retirees, and their dependents. Each of the three-year contracts included options for 2 one-year extensions, which are available to be exercised pending approval from the Board. The estimated total cost for these contracts – including the proposed two-year options – is \$3.2 billion.

The consultants anticipated the total estimated savings/cost avoidance under these contracts to be more than \$50 million annually. Approximately half of the savings was expected to result from the switch to all self-insured plans and improved discounts through Empire. More recent updated projections show annual savings of approximately \$41 million after the compilation of actual claims data in 2011. This amount was reviewed and accepted by NYC Transit's Office of Management and Budget (OMB) for an aggregate expected savings of \$205.5 million over the term of the entire contracts. Without having access to claims data from the previous fully-insured plan, certain actuarial assumptions were made based on the demographics and plan design and enrollees which did not fully materialize. Savings resulting from the switch from the fully-insured plan to the self-insured plan were approximately \$15 million, while the projected savings were \$24 million. The remainder of the reduced savings was attributed to such factors as residual claims resulting from a change in health plans for participants in the middle of coverage for ongoing conditions.

Based upon their record of satisfactory performance in these contracts, NYC Transit has found Empire, UHC and Aetna qualified to continue to provide medical health benefits. In connection with the exercise of the options, a consultant survey was performed that indicated that the reimbursement rates that are in place between these carriers and other healthcare carriers remain competitively priced in the current market. While the administrative fees for the option periods were negotiated at the time of award, NYC Transit nevertheless discussed possible fee reductions with the carriers. These discussions resulted in Empire and UHC agreeing to forgo previously negotiated annual increases in their administrative fees and maintaining their 2013 rates in consideration for NYC Transit exercising both one-year options at this time. Since this results in additional savings of approximately \$2.1 million, Board approval is requested to exercise both one-year options at this time. Aetna administers the Medicare Advantage Plan and a portion of its premiums are set by the Centers for Medicare and Medicaid Services (CMS). In addition, CMS must approve the final rates before Aetna can provide them to NYC Transit. Accordingly, the pricing for the options is confirmed as being fair and reasonable and both one-year options will be exercised in order to maintain all contract expirations as coterminous. Given the continued uncertainty in the healthcare industry, NYC Transit will continue to monitor trends to determine the course of future initiatives.

# Schedule J: Modifications to Miscellaneous Procurement Contracts

Item Number: 13

Vendor Name (& Location) Optum Rx (Irvine, CA)	
Description Pharmaceutical Benefits Manager Services	
Contract Term (including Options, if any) September 1 2009 – December 31, 2013	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" 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: Human Resources, Dawn Pinnock	

Contract Number 0819983	AWO/Modification # 3
Original Amount:	\$ 490,000,000
Prior Modifications:	\$ 250,000,000
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 740,000,000
This Request:	\$ 200,000,000
% of This Request to Current Amount:	27.0%
% of Modifications (including This Request) to Original Amount:	91.8%

## Discussion:

This modification will extend the contract term for one year from January 1, 2014 through December 31, 2014.

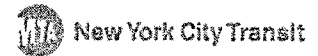
In June 2009, the Board approved the award of a three-year contract in the estimated amount of \$490 million to Innoviant, Inc. (now known as Optum Rx) to provide Pharmaceutical Benefits Management Services (PBM). In July 2012, the Board approved Modification No. 2 to extend the contract term for 16 months from September 1, 2012 through December 31, 2013 for \$250 million. Modification No. 2 also included an option to extend the contract term for up to an additional 12 months for \$200 million. The Modification No. 2 option to extend is the subject of this Board action.

Under the contract, Optum Rx provides PBM services for members of Transport Workers Union Local 100 (TWU), Amalgamated Transit Union (ATU) Locals 726 and 1056, Subway Surface Supervisors Association (SSSA), Transit Supervisory Organization (TSO) Local 106 and the MTA Bus Company. The services include paying claims from dispensing pharmacies on behalf of members and administering a mail fulfillment drug order program and coordinating reimbursement payments from the Centers of Medicare and Medicaid Services and Pharmaceutical Manufacturers.

During the current 16 month extension, changes were implemented for greater financial savings. On January 1, 2013, NYC Transit negotiated improved financial terms and – based on a recommendation made by one of three benefits consultants used by NYC Transit – returned to a traditional pricing model instead of transparent, since the traditional model offered the most savings and is more prevalent with claims priced uniformly at fixed discounts and dispensing fees. On April 1, 2013 NYC Transit implemented the Employer Group Waiver + Wrap (EGWP + Wrap) prescription drug plan for Medicare retirees and their dependents, with financial incentives related to the Affordable Care Act. A recent analysis performed by the consultant based upon 2013 estimated expenditures using both pricing structures showed projected savings at \$24 million. For 2014, projected savings are \$31.2 million, which will be achieved as a result of switching back to a traditional pricing model under the Commercial and Medicare EGWP + Wrap plans.

Optum Rx is the current provider of PBM services and based upon their satisfactory performance in this capacity, it is recommended the contract term be extended until December 31, 2014 at a cost of \$200 million. During this extension, it is anticipated that NYC Transit will conduct a competitive RFP in order to evaluate various prescription drug benefit plans and fee structures with a goal of awarding a new multi-year contract that is both competitive and cost effective.

# Schedule K: Ratification of Completed Procurement Actions



Item Number: 1

<b>Vendor Name (&amp; Location)</b> Henningson, Durham & Richardson, Architects and Engineers, P.C. (New York, NY)	
<b>Description</b> Design and construction support services – Rehabilitation of Nine Stations - Sea Beach Line	
<b>Contract Term (including Options, if any)</b> June 20, 2007 – December 15, 2013	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> n/a	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Capital Program Management, Frederick E. Smith	

<b>Contract Number</b>	<b>AWO/Modification #</b>
CM-1333	7
<b>Original Amount:</b>	\$ 9,754,283
<b>Option 1 Amount:</b>	\$ 3,144,833
<b>Total Amount:</b>	\$ 12,899,116
<b>Prior Modifications:</b>	\$ 739,248
<b>Prior Budgetary Increases:</b>	\$ 0
<b>Current Amount:</b>	\$ 10,493,531
<b>This Request:</b>	\$ 4,516,683 (NTE)
<b>% of This Request to Current Amount:</b>	43.0%
<b>% of Modifications (including This Request) to Total Amount:</b>	40.7%

## Discussion:

This retroactive modification is for additional design and construction support services and to extend the contract term by 12 months from December 15, 2013 through December 15, 2014.

Under the base contract, the consultant provides design and construction support services for the rehabilitation of nine stations (8<sup>th</sup> Avenue, Fort Hamilton Parkway, New Utrecht Avenue, 18<sup>th</sup> Avenue, 20<sup>th</sup> Avenue, Bay Parkway, Kings Highway, Avenue U, and 86<sup>th</sup> Street) and structural repair of retaining walls and associated infrastructure from north of the 8<sup>th</sup> Avenue station to south of the 86<sup>th</sup> Street station on the Sea Beach Line, Brooklyn. An option for construction support services for \$3.1 million was approved by the Board as part of the original award and has not been exercised.

The consultant began the design work in 2007. The design was suspended in 2009 due to a lack of funding in the capital plan for construction, at which time approximately 90% of the design work was complete. Funds for construction were secured in 2012 and design was restarted with a projected construction award in December 2014. The scope of work was changed from a Full Station Rehabilitation approach to a Component Renewal approach in an effort to reduce construction costs; in addition, approximately 80% of the original completed design work was reused. The Renewal standards required re-inspections of existing conditions by the designer, repair of public areas of the station, and identifying components found to be deficient by the station condition survey. The revised scope of work also includes 100 additional drawings (each requiring an estimated 70 hours), revisions of 2,751 existing drawings (each requiring an estimated 12 hours of revision), and updating specifications to current standards. The consultant will also provide support during the bidding phase for the construction award.

Due to the additional design and re-design, base contract funds were exhausted. A retroactive waiver was approved by the SVP/Chief Engineer, effective May 15, 2013, approving Henningson, Durham & Richardson, Architects and Engineers, P.C. (HDR) to continue design work with a not to exceed amount of \$900,000 while the full modification was negotiated. Under this retroactive modification, the consultant will address the remaining design work in accordance with the revised scope of work. In all nine stations, the consultant will also design a Passenger Identification (PID) CCTV system. This system is used mainly for post-incident analysis purposes (e.g., forensic analysis) by providing recognition and/or identification of each passenger as he/she enters and leaves NYC Transit subway stations at all Subway Fare Arrays. Additionally, the consultant will design a communications system for five of the stations.

HDR submitted an initial proposal of \$4,989,408 utilizing 42,006 hours. NYC Transit's revised estimate was \$4,475,003 utilizing 38,168 hours. The monthly labor effort for this modification is 15 full time equivalent (FTE) staff during the first 14 months of design (retroactive to May 15, 2013) then four FTE staff during the remaining five months of the bid support phase. Negotiations focused on labor hours, escalation and overhead rates. HDR's final price of \$4,516,683 was found to be fair and reasonable and reflects 1% annual escalation. Savings of \$472,725 were achieved.

# Schedule D: Ratification of Completed Procurement Actions

Item Number: **2** (Final)

<b>Vendor Name (&amp; Location)</b> Schiavone Construction Co., LLC, Secaucus, New Jersey		<b>Contract Number</b> QMM-342S	<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>Description</b> Tropical Storm Sandy Emergency De-Watering and Cleaning at the Queens Midtown Tunnel		<b>Total Amount:</b> \$1,321,951.86	
<b>Contract Term (Including Options, if any)</b> October 29, 2012 – May 31, 2013		<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Engineering & Construction, Joe Keane, P.E.	
<b>Procurement Type</b> <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive		<b>Contract Manager:</b> Brian A. Walsh	
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Emergency Declaration			

## Discussion:

As a result of Tropical Storm Sandy, B&T is seeking the Board's ratification under the All-Agency Procurement Guidelines under the Declaration of Emergency issued by the President effective on October 29, 2012 for the recovery work performed by Schiavone Construction Co., LLC, Inc. (Schiavone) at the Queens Midtown Tunnel in an amount totaling \$1,321,951.86. Schiavone mobilized at B&T's request and performed the required emergency de-watering and initial cleaning of the Queens Midtown Tunnel (QMT) prior to B&T re-opening the tunnel to bus traffic on November 6, 2012. The QMT is a critical infrastructure facility, vital to the New York City, Long Island and regional economies. Furthermore, these operations were essential prior to determining the extent of the damages and to assess the immediate emergency repairs required. Schiavone has extensive expertise in tunnel projects and has performed work on the Second Avenue Subway, South Ferry Terminal, Northern Boulevard Crossing Tunnel, the Port Authority of New York and New Jersey tunnels and water tunnel work for the New York City Department of Environmental Protection. Based on its prior experience Schiavone was qualified to perform the de-watering work at the QMT.

Tropical Storm Sandy resulted in extensive tunnel flooding. Salt water, debris and contaminant-laden flood waters from the East River and Newtown Creek overflowed their banks and entered the tunnel through the Queens Plaza and Queens Ventilation Building. It was imperative that immediate recovery efforts to de-water and clean the tunnel commence prior to assessing the damage and eventual safe re-opening of the tunnel to traffic. Schiavone provided labor, materials, equipment, superintendence, project management and all items deemed necessary to complete the Work. Schiavone submitted costs to substantiate billings in the amount of \$1,325,289.46. Costs were reviewed and negotiations resulted in B&T and Schiavone agreeing to the amount of \$1,321,951.86, which included pumping equipment and pipe purchased by Schiavone with an approximate value of \$621,000 and transferred to B&T for its future use. The negotiated amount is fair and reasonable based on prevailing wages in effect at that time and the other costs to perform the Work. Funding was made available from the Operating Budget, Sandy-B&T Emergency Repairs to Critical Infrastructure Projects.



## Schedule D: Ratification of Completed Procurement Actions

Item Number: 1 (Final)

<b>Vendor Name (&amp; Location)</b> Hellman Electric Corp., Bronx, NY	<b>Contract Number</b> TN Task 26	<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>Description</b> Furnish and Installation of an Integrated Electronic Security System at the Throgs Neck Bridge	<b>Total Amount:</b> \$13,943,467.30	
<b>Contract Term (including Options, if any)</b> September 26, 2013-July 25, 2015	<b>Funding Source</b> <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Option(s) Included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Engineering & Construction, Joe Keane, P.E.	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	<b>Contract Manager:</b> Gavin Masterson	
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:		

**Discussion:**

In accordance with the All-Agency Procurement Guidelines, ratification is requested from the Board for the award of Contract TN Task 26, Furnish and Installation of an Integrated Electronic Security System at the Throgs Neck Bridge to Hellman Electric Corp., (HEC), 855 Brush Avenue, Bronx, NY in the low bid amount of \$13,943,467.30 over a duration of one year, ten months. The effective date of this contract was September 26, 2013.

The Work to be performed under this contract includes, but is not limited to access control, perimeter monitoring, camera installation and installation of a new fiber cable from the Service Building to the Queens Approach ramp. Solicitation of this contract was conducted pursuant to the Security Initiative Emergency Declaration adopted by all MTA Agencies whereby security-related contracts are not required to be formally advertised and bid, but are to be competitive to the most extent practicable. As such, an Invitation to Bid was extended to six firms based on their acceptable technical qualifications and security background reviews. Three bids were received and the lowest bid of \$13,943,467.30 was accepted as fair and reasonable from HEC, deemed a responsible contractor. The MTA DDOR established a DBE goal of 17% for the referenced contract. HEC has not completed a contract with assigned goals; therefore, no assessment of the firm's MWDBE performance can be determined at this time. HEC's DBE Plan for this contract has been approved by the Department of Diversity and Civil Rights. Funding is available under a 2010 Federal Transit Security Grant, Project G5140108.

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**JULY FINANCIAL PLAN - 2013 MID-YEAR FORECAST**  
**Consolidated Accrual Statement of Operations by Category**  
**August 2013**  
(\$ in millions)

	Nonreimbursable				Reimbursable				Total			
	Mid-Year Forecast	Actual	Favorable (Unfavorable)		Mid-Year Forecast	Actual	Favorable (Unfavorable)		Mid-Year Forecast	Actual	Favorable (Unfavorable)	
			Variance	Percent			Variance	Percent			Variance	Percent
<b>Revenue</b>												
Farebox Revenue	\$463.3	\$472.3	\$9.0	1.9	\$0.0	\$0.0	\$0.0	-	\$463.3	\$472.3	\$9.0	1.9
Vehicle Toll Revenue	145.2	151.8	6.6	4.5	0.0	0.0	0.0	-	145.2	151.8	6.6	4.5
Other Operating Revenue	45.5	43.5	(2.0)	(4.4)	0.0	0.0	0.0	-	45.5	43.5	(2.0)	(4.4)
Capital & Other Reimbursements	0.0	0.0	0.0	-	123.9	124.3	0.4	0.3	123.9	124.3	0.4	0.3
<b>Total Revenue</b>	<b>\$653.9</b>	<b>\$667.5</b>	<b>\$13.6</b>	<b>2.1</b>	<b>\$123.9</b>	<b>\$124.3</b>	<b>\$0.4</b>	<b>0.3</b>	<b>\$777.9</b>	<b>\$791.8</b>	<b>\$14.0</b>	<b>1.8</b>
<b>Expenses</b>												
<b>Labor</b>												
Payroll	\$358.0	\$360.8	(\$2.6)	(0.7)	\$45.7	\$40.1	\$5.6	12.3	\$403.7	\$400.8	\$3.0	0.8
Overtime	44.7	53.5	(8.8)	(19.6)	8.3	13.7	(5.4)	(64.8)	53.0	67.2	(14.2)	(26.7)
Health and Welfare	78.5	75.7	2.9	3.6	5.5	4.4	1.1	20.0	84.0	80.0	4.0	4.7
OPEB Current Payment	40.3	39.0	1.3	3.1	0.0	0.0	0.0	-	40.3	39.0	1.3	3.1
Pensions	49.5	50.8	(1.4)	(2.8)	3.5	2.2	1.3	37.7	53.0	53.0	(0.0)	(0.1)
Other Fringe Benefits	48.6	47.8	0.8	1.6	12.8	13.1	(0.3)	(2.3)	61.4	60.9	0.5	0.8
Reimbursable Overhead	(27.3)	(29.3)	2.0	7.5	27.1	29.2	(2.1)	(7.7)	(0.1)	(0.1)	(0.1)	(39.7)
<b>Total Labor Expenses</b>	<b>\$582.3</b>	<b>\$598.1</b>	<b>(\$15.8)</b>	<b>(1.0)</b>	<b>\$102.9</b>	<b>\$102.7</b>	<b>\$0.3</b>	<b>0.2</b>	<b>\$685.2</b>	<b>\$700.7</b>	<b>(\$15.5)</b>	<b>(0.8)</b>
<b>Non-Labor</b>												
Electric Power	\$45.4	\$39.8	\$5.6	12.3	\$0.0	\$0.1	(\$0.1)	*	\$45.4	\$39.9	\$5.5	12.1
Fuel	21.8	21.9	(0.3)	(1.5)	0.0	0.0	(0.0)	-	21.8	21.9	(0.3)	(1.5)
Insurance	2.6	2.9	(0.4)	(14.5)	0.8	0.6	0.2	30.2	3.4	3.5	(0.1)	(3.9)
Claims	14.4	13.9	0.5	3.3	0.0	0.0	0.0	-	14.4	13.9	0.5	3.3
Paratransit Service Contracts	34.0	30.3	3.7	10.8	0.0	0.0	0.0	-	34.0	30.3	3.7	10.8
Maintenance and Other Operating Contracts	48.0	37.7	10.4	21.6	4.0	6.2	(2.2)	(54.1)	52.0	43.8	8.2	15.7
Professional Service Contracts	23.8	27.8	(4.1)	(17.1)	4.8	2.9	1.8	38.2	28.6	30.8	(2.2)	(7.8)
Materials & Supplies	42.9	39.8	3.0	7.1	10.5	11.5	(1.0)	(9.1)	53.4	51.3	2.1	3.9
Other Business Expenses	20.2	12.5	7.7	37.9	0.9	0.4	0.5	56.0	21.1	12.9	8.2	38.7
<b>Total Non-Labor Expenses</b>	<b>\$252.8</b>	<b>\$226.7</b>	<b>\$26.0</b>	<b>10.3</b>	<b>\$21.0</b>	<b>\$21.7</b>	<b>(\$0.6)</b>	<b>(3.1)</b>	<b>\$273.8</b>	<b>\$248.4</b>	<b>\$25.4</b>	<b>9.3</b>
<b>Other Expense Adjustments:</b>												
Other	3.1	3.9	(0.8)	(24.6)	0.0	0.0	0.0	-	3.1	3.9	(0.8)	(24.6)
General Reserve	0.0	0.0	0.0	-	0.0	0.0	0.0	-	0.0	0.0	0.0	-
<b>Total Other Expense Adjustments</b>	<b>\$3.1</b>	<b>\$3.9</b>	<b>(\$0.8)</b>	<b>(24.6)</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>-</b>	<b>\$3.1</b>	<b>\$3.9</b>	<b>(\$0.8)</b>	<b>(24.6)</b>
<b>Total Expenses before Non-Cash Liability Adjs.</b>	<b>\$848.2</b>	<b>\$828.7</b>	<b>\$19.5</b>	<b>2.3</b>	<b>\$123.9</b>	<b>\$124.3</b>	<b>(\$0.4)</b>	<b>(0.3)</b>	<b>\$972.1</b>	<b>\$953.0</b>	<b>\$19.1</b>	<b>2.0</b>
Depreciation	193.3	179.7	13.6	7.0	0.0	0.0	0.0	-	193.3	179.7	13.6	7.0
OPEB Obligation	28.3	30.0	(1.8)	(6.3)	0.0	0.0	0.0	-	28.3	30.0	(1.8)	(6.3)
Environmental Remediation	0.2	0.2	0.0	0.2	0.0	0.0	0.0	-	0.2	0.2	0.0	0.2
<b>Total Expenses</b>	<b>\$1,070.0</b>	<b>\$1,038.6</b>	<b>\$31.3</b>	<b>2.9</b>	<b>\$123.9</b>	<b>\$124.3</b>	<b>(\$0.4)</b>	<b>(0.3)</b>	<b>\$1,193.9</b>	<b>\$1,163.0</b>	<b>\$30.9</b>	<b>2.6</b>
<b>Net Surplus/(Deficit) excluding Subsidies and Debt Service</b>	<b>(\$416.0)</b>	<b>(\$371.1)</b>	<b>\$44.9</b>	<b>10.8</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>*</b>	<b>(\$416.0)</b>	<b>(\$371.1)</b>	<b>\$44.9</b>	<b>10.8</b>
Subsidies	287.8	294.3	6.5	2.3	0.0	0.0	0.0	-	287.8	294.3	6.5	2.3
Debt Service	205.0	196.4	8.6	4.2	0.0	0.0	0.0	-	205.0	196.4	8.6	4.2

-- Results are preliminary and subject to audit review.  
-- Differences are due to rounding.  
\* Variance exceeds 100%



**METROPOLITAN TRANSPORTATION AUTHORITY**  
**JULY FINANCIAL PLAN - 2013 MID-YEAR FORECAST**  
**Consolidated Accrual Statement of Operations by Category**  
**August Year-to-Date**  
(\$ in millions)

	Nonreimbursable				Reimbursable				Total			
	Mid-Year Forecast	Actual	Favorable (Unfavorable)		Mid-Year Forecast	Actual	Favorable (Unfavorable)		Mid-Year Forecast	Actual	Favorable (Unfavorable)	
			Variance	Percent			Variance	Percent			Variance	Percent
<b>Revenue</b>												
Farebox Revenue	\$3,595.3	\$3,610.0	\$14.7	0.4	\$0.0	\$0.0	\$0.0	-	\$3,595.3	\$3,610.0	\$14.7	0.4
Vehicle Toll Revenue	1,075.2	1,087.3	12.1	1.1	0.0	0.0	0.0	-	1,075.2	1,087.3	12.1	1.1
Other Operating Revenue	539.5	533.2	(6.3)	(1.2)	0.0	0.0	0.0	-	539.5	533.2	(6.3)	(1.2)
Capital & Other Reimbursements	0.0	0.0	0.0	-	936.3	934.7	(1.5)	(0.2)	936.3	934.7	(1.5)	(0.2)
<b>Total Revenue</b>	<b>\$5,210.0</b>	<b>\$5,230.5</b>	<b>\$20.5</b>	<b>0.4</b>	<b>\$936.3</b>	<b>\$934.7</b>	<b>(\$1.5)</b>	<b>(0.2)</b>	<b>\$6,146.3</b>	<b>\$6,165.2</b>	<b>\$18.0</b>	<b>0.3</b>
<b>Expenses</b>												
<b>Labor:</b>												
Payroll	\$2,814.9	\$2,802.4	\$12.6	0.4	\$323.9	\$309.5	\$14.4	4.4	\$3,138.8	\$3,111.9	\$26.9	0.9
Overtime	386.4	409.5	(23.1)	(6.0)	80.1	93.5	(13.4)	(16.8)	466.5	503.1	(36.6)	(7.8)
Health and Welfare	614.4	600.7	13.7	2.2	38.2	36.2	2.0	5.3	652.6	636.9	15.7	2.4
OPEB Current Payment	295.6	288.6	6.9	2.3	0.0	0.0	0.0	-	295.6	288.6	6.9	2.3
Pensions	1,101.9	1,100.8	1.1	0.1	49.4	49.9	(0.6)	(1.1)	1,151.2	1,150.7	0.5	0.0
Other Fringe Benefits	389.0	383.1	5.9	1.5	95.2	95.5	(0.3)	(0.3)	484.3	478.6	5.7	1.2
Reimbursable Overhead	(203.6)	(206.9)	3.3	1.6	202.8	206.3	(3.6)	(1.8)	(0.9)	(0.6)	(0.2)	(26.3)
<b>Total Labor Expenses</b>	<b>\$5,398.6</b>	<b>\$5,378.2</b>	<b>\$20.4</b>	<b>0.4</b>	<b>\$789.6</b>	<b>\$791.0</b>	<b>(\$1.4)</b>	<b>(0.2)</b>	<b>\$6,188.1</b>	<b>\$6,169.2</b>	<b>\$18.0</b>	<b>0.3</b>
<b>Non-Labor:</b>												
Electric Power	\$342.2	\$330.1	\$12.0	3.5	\$0.2	\$0.4	(\$0.2)	*	\$342.3	\$330.5	\$11.8	3.4
Fuel	178.3	177.6	0.8	0.4	0.0	0.0	0.0	7.1	178.3	177.6	0.8	0.4
Insurance	14.6	18.3	(3.7)	(25.1)	5.3	4.5	0.8	15.5	20.0	22.8	(2.8)	(14.3)
Claims	139.1	147.1	(8.0)	(5.7)	0.0	0.0	0.0	-	139.1	147.1	(8.0)	(5.7)
Paratransit Service Contracts	251.5	244.2	7.3	2.9	0.0	0.0	0.0	-	251.5	244.2	7.3	2.9
Maintenance and Other Operating Contracts	340.0	317.0	23.0	6.8	37.0	43.7	(6.7)	(18.1)	377.0	360.7	16.3	4.3
Professional Service Contracts	178.5	180.5	(2.0)	(1.1)	29.8	28.5	1.2	4.2	208.3	209.0	(0.7)	(0.3)
Materials & Supplies	329.2	321.9	7.3	2.2	71.6	64.3	7.3	10.2	400.8	386.2	14.6	3.6
Other Business Expenses	117.9	103.8	14.1	12.0	2.8	2.2	0.6	19.6	120.7	106.0	14.7	12.2
<b>Total Non-Labor Expenses</b>	<b>\$1,891.3</b>	<b>\$1,840.4</b>	<b>\$50.9</b>	<b>2.7</b>	<b>\$146.7</b>	<b>\$143.7</b>	<b>\$3.0</b>	<b>2.0</b>	<b>\$2,038.0</b>	<b>\$1,984.2</b>	<b>\$53.8</b>	<b>2.6</b>
<b>Other Expense Adjustments:</b>												
Other	21.8	24.7	(2.9)	(13.4)	0.0	0.0	0.0	-	21.8	24.7	(2.9)	(13.4)
General Reserve	0.0	0.0	0.0	-	0.0	0.0	0.0	-	0.0	0.0	0.0	-
<b>Total Other Expense Adjustments</b>	<b>\$21.8</b>	<b>\$24.7</b>	<b>(\$2.9)</b>	<b>(13.4)</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>-</b>	<b>\$21.8</b>	<b>\$24.7</b>	<b>(\$2.9)</b>	<b>(13.4)</b>
<b>Total Expenses before Non-Cash Liability Adjs.</b>	<b>\$7,311.6</b>	<b>\$7,243.3</b>	<b>\$68.3</b>	<b>0.9</b>	<b>\$936.3</b>	<b>\$934.7</b>	<b>\$1.6</b>	<b>0.2</b>	<b>\$8,247.9</b>	<b>\$8,178.0</b>	<b>\$69.9</b>	<b>0.8</b>
Depreciation	1,471.5	1,440.5	31.0	2.1	0.0	0.0	0.0	-	1,471.5	1,440.5	31.0	2.1
OPEB Obligation	954.6	931.2	23.4	2.4	0.0	0.0	0.0	-	954.6	931.2	23.4	2.4
Environmental Remediation	2.9	3.5	(0.6)	(19.5)	0.0	0.0	0.0	-	2.9	3.5	(0.6)	(19.5)
<b>Total Expenses</b>	<b>\$9,740.6</b>	<b>\$9,618.5</b>	<b>\$122.1</b>	<b>1.3</b>	<b>\$936.3</b>	<b>\$934.7</b>	<b>\$1.6</b>	<b>0.2</b>	<b>\$10,676.0</b>	<b>\$10,553.2</b>	<b>\$122.7</b>	<b>1.2</b>
<b>Net Surplus/(Deficit) excluding Subsidies and Debt Service</b>	<b>(\$4,530.6)</b>	<b>(\$4,388.0)</b>	<b>\$142.7</b>	<b>3.1</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>*</b>	<b>(\$4,530.6)</b>	<b>(\$4,388.0)</b>	<b>\$142.7</b>	<b>3.1</b>
Subsidies	4,361.1	4,427.1	66.0	1.5	0.0	0.0	0.0	-	4,361.1	4,427.1	66.0	1.5
Debt Service	1,496.9	1,474.3	22.6	1.5	0.0	0.0	0.0	-	1,496.9	1,474.3	22.6	1.5

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**METROPOLITAN TRANSPORTATION AUTHORITY**  
**JULY FINANCIAL PLAN - 2013 MID-YEAR FORECAST**  
**EXPLANATION OF VARIANCES BETWEEN MID-YEAR FORECAST AND ACTUAL ACCRUAL BASIS**  
**AUGUST 2013**  
(\$ in millions)

AUGUST					YEAR-TO-DATE				
Generic Revenue or Expense Category	Nonreimb or Reimb	Favorable (Unfavorable)		Reasons for Variance	Favorable (Unfavorable)		Reasons for Variance		
		\$	%		\$	%			
Farebox Revenue	NR	9.0	1.9	NYCT, MNR and MTA Bus had favorable variances of \$6.7M, \$0.7M and \$0.5M, respectively, reflecting increased ridership in line with employment. The LIRR was favorable by \$1.1M due to higher ridership and average fares.	14.7	0.4	NYCT, MTA Bus and MNR had favorable variances of \$13.3M, \$1.1M and \$0.4M respectively, due to increased ridership reflective of employment trends.		
Vehicle Toll Revenue	NR	6.6	4.5	The favorable variance was due to higher traffic volume and a higher average toll.	12.1	1.1	The favorable YTD variance resulted from higher traffic volume and a higher average toll.		
Other Operating Revenue	NR	(2.0)	(4.4)	The unfavorable outcome largely reflects the impact of a negative shift in the market value of the invested asset portfolio -- (\$4.0M) at FMTAC. This unfavorable outcome was partially offset by higher revenues from the Battery Parking Garage and E-ZPass administrative fees -- \$0.5M at B&T; lower student fare reimbursements and insurance recoveries -- \$0.5M at MTA Bus; the timing of Transit Museum sales -- \$0.4M at MTA HQ; and higher paratransit urban tax and advertising revenues -- \$0.3M at NYCT.	(6.3)	(1.2)	The unfavorable outcome largely reflects the impact of a negative shift in the market value of the invested asset portfolio -- (\$11.0M) at FMTAC. This unfavorable outcome was partially offset by federal reimbursements for Superstorm Sandy -- \$1.8M at the LIRR; the timing of Transit Museum sales -- \$1.4M at MTA HQ; higher revenues from advertising and Metrocard surcharges -- \$0.9M at NYCT; and higher revenues from the Battery Parking Garage and E-ZPass administrative fees -- \$0.7M at B&T.		
X-3 Payroll	NR	(2.6)	(0.7)	NYCT had an unfavorable variance of (\$2.0M) due to the timing of interagency payments and higher employee earned separation payments. MNR and MTA Bus had unfavorable variances of (\$1.6M) and (\$0.7M), respectively, due to vacation buy-back, retirement payouts and reimbursable underruns. These results were partially offset by vacancy savings and timing of \$0.8M at MTAHQ, \$0.7M at SIR, and \$0.6M at B&T.	12.6	0.4	Vacancies and timing were primarily responsible for favorable variances of \$7.7M at NYCT, \$5.1M at MTA HQ, \$1.0M at B&T, and \$0.6M at SIR. These results were partially offset by unfavorable variances at both MNR and MTA Bus of (\$1.0M), each due to vacation buy-back, retirement payouts and reimbursable underruns		
Overtime	NR	(8.8)	(19.6)	The increased usage largely reflects requirements for unscheduled bus service, subway/bus maintenance including Fastrack, and higher vacancy/absentee coverage -- (\$6.7M) at NYCT; additional coverage for the Maintenance of Way Infrastructure Improvement Program, coverage in Maintenance of Equipment due to the timing of FRA mandated training, service coverage, and timing -- (\$1.7M) at MNR; increased coverage requirements due to vacancies and lower employee availability -- (\$0.8M) at MTA Bus; and the timing of reimbursements for Directed Patrol -- (\$0.4M) at MTA HQ. These results were partially offset by favorable outcomes of \$0.5M at B&T, primarily due to lower requirements for vacancy/absentee coverage, and \$0.4M at the LIRR due to lower maintenance requirements. (See Overtime Decomposition Report for more details)	(23.1)	(6.0)	The increased usage largely reflects coverage required for unscheduled bus service, subway/bus maintenance including Fastrack, residual Sandy-related work, and higher vacancy/absentee and weather-related coverage requirements -- (\$13.0M) at NYCT; additional coverage for the acceleration of the Maintenance of Way Infrastructure Improvement Program, CSX freight derailment, scheduled service coverage, and timing -- (\$5.5M) at MNR; accelerated repairs of defects found on scheduled inspections, weather-related bus and facility maintenance costs, and vacancies /absentee coverage -- (\$2.9M) at MTA Bus; the timing of grant-related work -- (\$2.0M) at MTA HQ; and higher vacancy/absentee coverage -- (\$0.8M) at the LIRR. These results were partially offset by a favorable outcome of \$1.2M at B&T primarily due to lower requirements for vacancy/absentee coverage. (See Overtime Decomposition Report for more details)		
Health and Welfare	NR	2.9	3.6	Lower rates were primarily responsible for the favorable variance of \$1.8M at NYCT. MTA Bus was \$0.8M favorable due to timing. The LIRR was \$0.5M favorable mainly due to higher vacancies. B&T was \$0.3M favorable primarily due to higher vacancies and timing. These results were partially offset by an unfavorable variance of (\$0.6M) at MNR, mostly due to higher labor costs.	13.7	2.2	NYCT had a favorable variance of \$14.4M mostly due to lower rates. The LIRR was \$1.1M favorable mainly due to higher vacancies. Timing was primarily responsible for favorable variances of \$0.7M at B&T and SIR, and an unfavorable variance of (\$0.9M) at MTA HQ. These results were partially offset by unfavorable variances of (\$2.4M) at MNR mostly due to an accrual adjustment, and (\$0.9M) at MTA HQ due to timing.		

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**JULY FINANCIAL PLAN - 2013 MID-YEAR FORECAST**  
**EXPLANATION OF VARIANCES BETWEEN MID-YEAR FORECAST AND ACTUAL ACCRUAL BASIS**  
**AUGUST 2013**  
(\$ in millions)

AUGUST					YEAR-TO-DATE				
Generic Revenue or Expense Category	Nonreimb or Reimb	Favorable (Unfavorable)		Reasons for Variance	Favorable (Unfavorable)		Reasons for Variance		
		\$	%		\$	%			
OPEB - Current Payment	NR	1.3	3.1	Lower rates and fewer retirees were responsible for favorable variances of \$0.7M at MTA Bus and \$0.6M at the LIRR.	6.9	2.3	Lower rates and fewer retirees were responsible for favorable variances of \$3.5M at the LIRR, \$1.9M at NYCT, \$1.2M at MTAHQ, and \$0.4M at MTA Bus.		
Pensions	NR	(1.4)	(2.8)	Timing was responsible for an unfavorable variance of (\$1.5M) at NYCT and a favorable variance of \$0.3M at the LIRR. MNR was (\$0.3M) unfavorable reflecting higher labor costs.	1.1	0.1	Timing was responsible for favorable variances of \$1.2M at the LIRR and \$1.0M at NYCT. These results were partially offset by an unfavorable variance of (\$1.3M) at MNR due to increased pensionable overtime costs related to derailments and subsequent infrastructure improvement programs.		
Other Fringe Benefits	NR	0.8	1.6	MTA Bus had a favorable variance of \$1.2M primarily due to the timing of workers compensation payments. The LIRR was \$0.7M favorable mainly due to the timing of FELA indemnity payments and lower Railroad Retirement taxes. These results were partially offset by an unfavorable variance of (\$1.2M) at MNR due to higher labor costs.	5.9	1.5	The LIRR had a favorable variance of \$3.3M primarily due to the timing of FELA indemnity payments and lower Railroad Retirement taxes. MTA Bus was \$2.8M favorable mainly due to the timing of workers compensation payments.		
Reimbursable Overhead	NR	2.0	7.5	The timing of project activity was responsible for favorable variances of \$2.0M at NYCT, \$1.2M at MTA HQ, and an unfavorable variance of (\$1.1M) at MNR.	3.3	1.6	The timing of project activity was responsible for favorable variances of \$6.4M at NYCT, \$0.8M at MTA HQ, and an unfavorable variance of (\$3.9M) at MNR.		
Electric Power	NR	5.6	12.3	The overall favorable variance reflects the impact of timing and lower rates -- \$3.6M at NYCT, \$0.8M at the LIRR, and \$0.8M at MNR. Variances at other agencies were minor.	12.0	3.5	The overall favorable variance reflects the impact of lower rates, consumption, and timing -- \$6.0M at NYCT, \$3.3M at MNR, \$1.0M at MTA HQ, \$0.9M at SIR, and \$0.7M at the LIRR.		
Fuel	NR	(0.3)	(1.5)	NYCT was unfavorable by (\$1.1M) primarily due to higher consumption and rates. Partially offsetting this result was a favorable variance of \$0.8M at MTA Bus due to timing.	0.8	0.4	MTA Bus was \$2.1M favorable mainly due to timing. The LIRR was \$1.4M favorable primarily due to lower consumption. Partially offsetting these results were unfavorable variances of (\$1.6M) at NYCT and (\$1.2M) at MNR mostly due to higher consumption and rates.		
Insurance	NR	(0.4)	(14.5)	Timing was primarily responsible for unfavorable variances of (\$0.4M) at FMTAC and (\$0.2M) at B&T, and a favorable variance of \$0.3M at MTA HQ.	(3.7)	(25.1)	Timing was primarily responsible for unfavorable variances of (\$1.4M) at FMTAC, (\$1.2M) at NYCT, and (\$1.1M) at B&T.		
Claims	NR	0.5	3.3	Timing was responsible for a favorable variance of \$1.5M at MTABus and an unfavorable variance of (\$0.4M) at MTAHQ. FMTAC was unfavorable by (\$0.5M) due to an increase in claim activity.	(8.0)	(5.7)	FMTAC and NYCT were unfavorable by (\$5.5M) and (\$2.9M), respectively, due to an increase in claim activity. Timing was responsible for unfavorable variances of (\$0.9M) at the LIRR, (\$0.3M) at MTAHQ and the favorable variance of \$1.5M at MTABus.		
Paratransit Service Contracts	NR	3.7	10.8	NYCT was \$3.7M favorable, mainly due to fewer trips and reduced call center activity.	7.3	2.9	NYCT was \$7.3M favorable, mainly due to fewer trips and reduced call center activity.		

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**JULY FINANCIAL PLAN - 2013 MID-YEAR FORECAST**  
**EXPLANATION OF VARIANCES BETWEEN MID-YEAR FORECAST AND ACTUAL ACCRUAL BASIS**  
**AUGUST 2013**  
(\$ in millions)

Generic Revenue or Expense Category	Nonreimb or Reimb	AUGUST		Reasons for Variance	YEAR-TO-DATE		Reasons for Variance
		Favorable (Unfavorable)	%		Favorable (Unfavorable)	%	
Maintenance and Other Operating Contracts	NR	\$ 10.4	21.6	The overall favorable result was largely attributable to timing: \$2.7M at B&T primarily for E-ZPass tag purchase, E-ZPass Customer Service Center costs, Sandy-related repairs, vehicle purchases and HVAC and facility maintenance; \$2.5M at NYCT for vehicle maintenance and repairs, painting and building-related expenses; \$2.1M at MTA HQ related to the timing of Madison Avenue and 2 Broadway maintenance contracts; \$1.4M at MTA Bus reflecting the purchase of bus components incorrectly charged to Materials & Supplies; \$1.0M at the LIRR for accrual adjustments for non-revenue vehicle maintenance; and \$1.0M at MNR for maintenance contracts and GCT utilities.	\$ 23.0	6.8	The overall favorable result was largely attributable to timing: \$5.8M at the LIRR for HVAC maintenance, security, vegetation management and environmental and plant maintenance; \$5.2M at MNR for maintenance contracts and GCT utilities; \$4.0M at MTA HQ for 2 Broadway maintenance contracts and IESS; \$3.9M at NYCT for auto purchases, painting, and building-related expenses; \$3.5M at MTA Bus reflecting the purchase of bus components incorrectly charged to Materials & Supplies; and \$2.2M at B&T primarily for E-ZPass tag purchases, Sandy-related repairs, security, E-ZPass Customer Service Center costs, and facility maintenance and telephone services. Partially offsetting these results was an unfavorable variance of (\$1.6M) at SIR reflecting non-revenue vehicle purchases incorrectly budgeted in Materials & Supplies.
Professional Service Contracts	NR	(4.1)	(17.1)	The unfavorable result was primarily attributable to (\$4.7M) at NYCT due to the timing of expenses for IT hardware and office-related equipment expenses and an unfavorable variance of (\$4.6M) at B&T primarily for higher bond issuance expenses. Partially offsetting these results were favorable timing variances of \$2.4M at MTA HQ for hardware and software expenses; \$1.2M at the LIRR for IT software and hardware maintenance and consulting services; \$1.2M at MNR due to IT costs, legal services and bridge inspections; and \$0.4M at MTA Bus.	(2.0)	(1.1)	NYCT was (\$17.2M) unfavorable primarily due to the timing of expenses for bond services and data center services, and retroactive reclassification adjustments. B&T was (\$4.4M) unfavorable due to higher bond issuance costs. Partially offsetting these results were favorable variances attributable mostly to timing: \$8.4M at the LIRR for IT hardware and software maintenance, Superstorm Sandy repairs and a reclassification of parking facilities payments to Maintenance and Other Operating Contracts; \$5.9M at MNR reflecting lower expenses for IT, legal services, advertising, bridge inspections, medical services and training; and \$5.8M at MTA HQ for hardware and software expenses and Superstorm Sandy repairs reclassified to Other Business Expenses.
Materials & Supplies	NR	3.0	7.1	The favorable variance reflects the impact of greater material reclaims, lower material usage for the MU (multiple unit) fleet and the Wheel and A/C Support Shops, as well as delayed startup of propulsion control unit initiatives -- \$2.4M at the LIRR; a reclassification adjustment reflecting non-revenue vehicle purchases that were correctly recorded under maintenance contracts but incorrectly budgeted under material and supplies -- \$1.0M at SIR; timing -- \$0.6M at NYCT; and lower expenses across a variety of small equipment and supply categories -- \$0.3M at B&T. These results were partially offset by an unfavorable outcome of (\$1.1M) at MNR which primarily reflects a YTD accounting adjustment for obsolete inventory.	7.3	2.2	The YTD favorable variance reflects the impact of greater material reclaims, lower material usage in the MU (multiple unit) Car Shop and Support Shops, and delayed startup of propulsion control unit initiatives and C-3 fleet modifications -- \$4.2M at the LIRR; a reclassification adjustment reflecting non-revenue vehicle purchases that were correctly recorded under maintenance contracts but incorrectly budgeted under material and supplies -- \$3.5M at SIR; retroactive reclassification adjustments, higher scrap/surplus sales and inventory adjustments -- \$2.2M at NYCT; and lower expenses across a variety of small equipment and supply categories -- \$0.7M at B&T. These results were partially offset by unfavorable variances of (\$2.8M) at MTA Bus, reflecting the purchase of bus components that should have been reflected under maintenance contracts, and (\$0.4M) at MNR reflecting an inventory valuation adjustment.

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**JULY FINANCIAL PLAN - 2013 MID-YEAR FORECAST**  
**EXPLANATION OF VARIANCES BETWEEN MID-YEAR FORECAST AND ACTUAL ACCRUAL BASIS**  
**AUGUST 2013**  
(\$ in millions)

Generic Revenue or Expense Category	Nonreimb or Reimb	AUGUST		Reasons for Variance	YEAR-TO-DATE		Reasons for Variance
		Favorable (Unfavorable)			Favorable (Unfavorable)		
		\$	%		\$	%	
Other Business Expenses	NR	7.7	37.9	MTAHQ was \$7.7M favorable mainly due to the timing of Headquarters' relocation costs.	14.1	12.0	MTAHQ was \$12.6M favorable mainly due to the timing of Headquarters' relocation costs. Timing and lower bad debt expenses were responsible for a favorable variance of \$0.6M at the LIRR. B&T was \$0.6M favorable due to lower-than-forecasted credit/debit card fees. NYCT was \$0.5M favorable mainly due to lower stationery expenses. MNR was \$0.5M favorable due to lower NJT subsidy payments resulting from an accrual adjustment. These results were partially offset by an unfavorable variance of (\$0.6M) at FMTAC primarily due to higher general & administrative, commissions, and safety loss control expenses.
Other Expense Adjustments	NR	(0.8)	(24.6)	Variance due to the timing of inter-agency subsidies.	(2.9)	(13.4)	Variance due to the timing of inter-agency subsidies.
Depreciation	NR	13.6	7.0	Timing differences in project completions and assets reaching beneficial use resulted in favorable variances of \$8.8M at NYCT, \$2.4M at MTAHQ, \$1.4M at MNR, \$0.9M at the LIRR, and \$0.5M at B&T, and an unfavorable variance of (\$0.5M) at MTA Bus.	31.0	2.1	Timing differences in project completions and assets reaching beneficial use resulted in favorable variances of \$22.9M at NYCT, \$6.6M at MNR, \$4.7M at MTAHQ, \$1.4M at B&T and \$0.8M at SIR, and unfavorable variances of (\$3.2M) at the LIRR and (\$2.3M) at MTA Bus.
Other Post-Employment Benefits	NR	(1.8)	(6.3)	The GASB adjustment reflects the value associated with the unfunded accrued liability for post employment benefits.	23.4	2.4	The GASB adjustment reflects the value associated with the unfunded accrued liability for post employment benefits. NYCT was \$26.5M favorable resulting from an updated actuarial valuation. This result was partially offset by an unfavorable variance of (\$5.1M) at MTA HQ.
Environmental Remediation	NR	0.0	0.2	Agency variances were minor.	(0.6)	(19.5)	Overall, the unfavorable variance reflects higher remediation efforts of (\$1.7M) at MTA Bus partially offset by fewer projects requiring remediation at MNR (\$1.1M).
Capital & Other Reimbursements	R	0.4	0.3	The timing of project activity was responsible for favorable variances of \$3.7M at NYCT, \$2.0M at the LIRR, \$0.6M at SIR, \$0.5M at MTAHQ, and unfavorable variances of (\$4.8M) at MNR, (\$0.9M) at MTACC, (\$0.5M) at B&T and (\$0.3M) at MTABus.	(1.5)	(0.2)	The timing of project activity was responsible for unfavorable variances of (\$13.4M) at MNR, (\$1.9M) at MTACC, (\$1.3M) at the LIRR, (\$1.2M) at MTAHQ, (\$1.0M) at B&T and (\$0.9M) at MTABus, and favorable variances of \$17.3M at NYCT and \$0.8M at SIR.
Payroll	R	5.6	12.3	The overall favorable variance was primarily due to the timing of project activity and vacancies: \$2.7M at NYCT; \$1.3M at the LIRR; \$0.8M at MNR; and \$0.5M at MTA Bus.	14.4	4.4	The overall favorable variance was primarily due to the timing of project activity and vacancies: \$6.1M at the LIRR; \$5.4M at NYCT; \$1.5M at MNR; \$0.8M at MTA Bus; and \$0.4M at B&T.
Overtime	R	(5.4)	(64.8)	The unfavorable outcome reflects the impact of higher track work, infrastructure, and station environment requirements -- (\$5.3M) at NYCT and the timing of project activity -- (\$0.6M) at the LIRR. Offsetting these outcomes were delays on the Mainline High Speed Turnouts and the Cyclical Track Programs, which were responsible for the favorable variance of \$0.4M at MNR.	(13.4)	(16.8)	The unfavorable outcome largely reflects the impact of higher track work, infrastructure, and station environment requirements -- (\$12.6M) at NYCT, and the timing of project activity -- (\$0.9M) at the LIRR.

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**JULY FINANCIAL PLAN - 2013 MID-YEAR FORECAST**  
**EXPLANATION OF VARIANCES BETWEEN MID-YEAR FORECAST AND ACTUAL ACCRUAL BASIS**  
**AUGUST 2013**  
**(\$ in millions)**

Generic Revenue or Expense Category	Nonreimb or Reimb	AUGUST				YEAR-TO-DATE			
		Favorable (Unfavorable)		Reasons for Variance	Favorable (Unfavorable)		Reasons for Variance		
		\$	%		\$	%			
Health and Welfare	R	1.1	20.0	NYCT had a favorable variance of \$0.5M primarily due to lower rates. MNR was \$0.3M favorable mainly due to lower project activity. Other Agency variances were minor.	2.0	5.3	NYCT had a favorable variance of \$0.8M primarily due to lower rates. MNR was \$0.5M favorable mainly due to lower project activity. SIR and MTACC were each \$0.3M favorable.		
Pensions	R	1.3	37.7	Timing was responsible for a favorable variance of \$1.2M at NYCT and an unfavorable variance of (\$0.3M) at the LIRR.	(0.6)	(1.1)	Timing was responsible for unfavorable variances of (\$1.2M) at the LIRR. This result was partially offset by a favorable variance of \$0.4M at MNR due to lower project activity.		
Other Fringe Benefits	R	(0.3)	(2.3)	The timing of project activity was mostly responsible for an unfavorable variance of (\$0.9M) at NYCT and a favorable variance of \$0.3M at LIRR.	(0.3)	(0.3)	The timing of project activity was responsible for an unfavorable variance of (\$1.9M) at NYCT and a favorable variance of \$1.2M at the LIRR. MTACC was \$0.4M favorable mostly due to lower overhead rates.		
Reimbursable Overhead	R	(2.1)	(7.7)	The timing of project activity was responsible for unfavorable variances of (\$2.0M) at NYCT and (\$1.2M) at MTA HQ, as well as the favorable variance of \$1.1M at MNR.	(3.6)	(1.8)	The timing of project activity was responsible for an unfavorable variance of (\$6.4M) at NYCT and (\$0.8M) at MTA HQ, as well as the favorable variance of \$3.6M at MNR.		
X-7 Electric Power	R	(0.1)	*	Agency variances were minor.	(0.2)	*	Agency variances were minor.		
Insurance	R	0.2	30.2	The LIRR was \$0.2M favorable due to lower project activity.	0.8	15.5	The LIRR was \$0.8M favorable due to lower project activity.		
Maintenance and Other Operating Contracts	R	(2.2)	(54.1)	The timing of project activity was responsible for unfavorable variances of (\$1.9M) at NYCT and (\$1.6M) at the LIRR, and a favorable variance of \$1.3M at MNR.	(6.7)	(18.1)	The timing of project activity was responsible for unfavorable variances of (\$4.0M) at NYCT, (\$2.3M) at MNR, and (\$0.5M) at the LIRR.		
Professional Service Contracts	R	1.8	38.2	NYCT was favorable by \$0.9M mostly due to the timing of data center services. The timing of project activity was responsible for favorable variances of \$0.6M at the LIRR and \$0.5M at MTA HQ, and an unfavorable variance of (\$0.3M) at MNR.	1.2	4.2	The timing of project activity was responsible for favorable variances of \$2.2M at MNR, \$1.8M at MTA HQ and \$0.4M at MTA CC, and an unfavorable variance of (\$1.2M) at the LIRR. NYCT was (\$2.0M) unfavorable mostly due to the timing of IT hardware, EDP maintenance & repair expenses and data center services.		
Materials & Supplies	R	(1.0)	(9.1)	The timing of project activity and payments for project material was responsible for unfavorable variances of (\$1.7M) at the LIRR, (\$0.5M) at SIR, and (\$0.3M) at MTA Bus. These results were partially offset by favorable variances of \$0.8M at NYCT due to the timing of non-vehicle maintenance requirements, and \$0.7M at MNR due to delays on the Bronx Stations Capacity, NH Rail Yard - Component Out Shop, and the Cyclical Track Programs.	7.3	10.2	The timing of project activity was responsible for favorable variances of \$5.8M at MNR and \$3.5M at NYCT. These results were partially offset by unfavorable variances of (\$1.1M) at SIR and (\$0.8M) at the LIRR, primarily due to the timing of project activity and timing of payments for project material.		
Other Business Expenses	R	0.5	56.0	Timing was responsible for a favorable variance of \$0.4M at MTACC.	0.5	19.6	Timing was responsible for the favorable variance of \$0.8M at MTACC. All other agency variances were minor.		

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**JULY FINANCIAL PLAN - 2013 MID-YEAR FORECAST**  
**EXPLANATION OF VARIANCES BETWEEN MID-YEAR FORECAST AND ACTUAL ACCRUAL BASIS**  
**AUGUST 2013**  
(\$ in millions)

Generic Revenue or Expense Category	Nonreimb or Reimb	AUGUST		Reasons for Variance	YEAR-TO-DATE		Reasons for Variance
		Favorable (Unfavorable)			Favorable (Unfavorable)		
		\$	%		\$	%	
Subsidies	NR	6.5	2.3	The favorable variance of \$6.5 million for the month was due primarily to higher real estate transactions (\$10.8 million) and higher accruals for PMT (\$3.2 million). This was partially offset by unfavorable PBT (\$6.9 million) due to lower-than-expected transactions.	66.0	1.5	The slightly favorable year-to-date variance of \$66.0 million reflected mostly higher NYC Operating Assistance (\$35 million) and PMT (\$37.2 million), both due to timing of accruals. This is partially offset by unfavorable accruals for City Subsidy to MTA Bus (\$11.7 million) due to timing, and unfavorable PBT (\$8.7 million) due to lower transactions than anticipated in the forecast.
Debt Service	NR	8.6	4.2	The favorable variance of \$8.6 million is due to lower than budgeted variable rates.	22.6	1.5	The favorable year-to-date variance is due to lower than budgeted variable rates.

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**2013 July Financial Plan – Mid-Year Forecast**  
**Overtime Reporting**  
**August 2013**

The attached table presents consolidated results of overtime followed by an overtime legend.

For detailed overtime results please refer to the Agency reports located in the financial reporting sections of Agency operating committee agendas.

Below is a summary of the major consolidated variances for August 2013 (year-to-date).

**2013 OVERTIME REPORTING - PRELIMINARY AUGUST RESULTS (NON-REIMBURSABLE)**

**Month**

Total overtime was (\$8.8M), or (20%), unfavorable to the Mid-Year Forecast.

*Unscheduled Service* was (\$4.0M) unfavorable, primarily due to increased traffic congestion causing extended run-time, breakdowns, and related ramp delays in the NYCT Department of Buses.

*Programmatic/Routine Maintenance* was (\$3.5M) unfavorable, primarily due to the inspection, testing, and maintenance of signal systems at NYCT, including Fastrack, and the acceleration of the Maintenance of Way Infrastructure Improvement Program to address areas of poor drainage at MNR.

*Vacancy/Absentee Coverage* was (\$2.2M) unfavorable, mostly due to higher vacancies and absentee coverage at MTA Bus, NYCT, and MNR.

**Year-to-Date**

Total overtime was (\$23.1M), or (6%), unfavorable to budget.

*Programmatic/Routine Maintenance* was (\$7.9M) unfavorable, primarily due to the inspection, testing, and maintenance of signal systems at NYCT, including Fastrack, the acceleration of the Maintenance of Way Infrastructure Improvement Program to address areas of poor drainage at MNR, and the accelerated repairs of defects found on scheduled inspections at MTA Bus.

*Unscheduled Service* was (\$7.3M) unfavorable, primarily due to traffic, breakdowns, and related ramp delays in the Department of Buses at NYCT.

*Vacancy/Absentee Coverage* was (\$7.1M) unfavorable, mostly due to higher vacancies and increased coverage resulting from ongoing challenges with employee availability at NYCT, MTA Bus, MNR and the LIRR.



**METROPOLITAN TRANSPORTATION AUTHORITY**  
**2013 July Financial Plan – Mid-Year Forecast**  
**Overtime Reporting**  
**August 2013**

*Safety/Security/Law Enforcement* was (\$1.6M) unfavorable, primarily due to increased MTA PD coverage.

*Weather Emergencies* was (\$0.7M) unfavorable, primarily due to continued Superstorm Sandy-related work, in addition to heavy rain and hot weather, impacting services at NYCT.

*Scheduled Service* had a favorable variance of \$2.0M, mostly due to the conversion of overtime into increased headcount in the Mid-Year Forecast. This resulted in an increase in Payroll and a decrease in scheduled overtime at MTA Bus.

Metropolitan Transportation Authority  
2013 July Financial Plan  
Non-Reimbursable/Reimbursable Overtime  
(\$ in millions)

	August			August Year-to-Date		
	Mid-Year Forecast	Actuals	Var. - Fav./(Unfav)	Mid-Year Forecast	Actuals	Var. - Fav./(Unfav)
<b>NON-REIMBURSABLE OVERTIME</b>						
<u>Scheduled Service</u>	\$14.5	\$14.3	\$0.2 1.1%	\$123.9	\$121.9	\$2.0 1.6%
<u>Unscheduled Service</u>	\$6.8	\$10.8	(\$4.0) (58.4%)	\$59.0	\$66.3	(\$7.3) (12.4%)
<u>Programmatic/Routine Maintenance</u>	\$12.2	\$15.8	(\$3.5) (28.8%)	\$93.8	\$101.7	(\$7.9) (8.5%)
<u>Unscheduled Maintenance</u>	\$0.2	\$0.2	(\$0.0) -6.1%	\$2.0	\$2.2	(\$0.2) -12.6%
<u>Vacancy/Absentee Coverage</u>	\$7.3	\$9.5	(\$2.2) -30.4%	\$52.2	\$59.2	(\$7.1) -13.5%
<u>Weather Emergencies</u>	\$1.9	\$1.0	\$1.0 49.7%	\$38.6	\$39.2	(\$0.7) -1.8%
<u>Safety/Security/Law Enforcement</u>	\$0.7	\$0.8	(\$0.1) -21.5%	\$8.0	\$9.6	(\$1.6) -20.1%
<u>Other</u>	\$1.1	\$1.0	\$0.0 2.9%	\$9.0	\$9.3	(\$0.3) (3.6%)
Subtotal	\$44.7	\$53.5	(\$8.8) (19.8%)	\$386.4	\$409.5	(\$23.1) (6.0%)
<b>REIMBURSABLE OVERTIME</b>	\$8.3	\$13.7	(\$5.4) (64.9%)	\$80.1	\$93.5	(\$13.4) (16.7%)
<b>TOTAL OVERTIME</b>	\$53.0	\$67.2	(\$14.2) (26.9%)	\$466.5	\$503.1	(\$36.6) (7.8%)

\* Exceeds 100%

NOTES: Totals may not add due to rounding.

Percentages are based on each type of Overtime and not on Total Overtime.

SIR Overtime data is included in "Other"

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**2013 Overtime Reporting**  
**Overtime Legend**

**Type**

**Definition**

<i>Scheduled Service</i>	Crew book/Regular Run/Shift hours (above 8 hours) required by train crews, bus/tower/block operators, transportation supervisors/dispatchers, fare sales and collection, Train & Engineers, as well as non-transportation workers whose work is directly related to providing service (includes coverage for holidays).
<i>Unscheduled Service</i>	Service coverage resulting from extraordinary events not related to weather, such as injuries, mechanical breakdowns, unusual traffic, tour length, late tour relief, and other requirements that arise that are non-absence related.
<i>Programmatic/Routine Maintenance</i>	<i>Program Maintenance</i> work for which overtime is planned (e.g. Railroad Tie Replacement, Sperry Rail Testing, Running Board Replacement Programs). This also includes <i>Routine Maintenance</i> work for which OT has been planned, as well as all other maintenance <u>not resulting from extraordinary events</u> , including running repairs. Program/Routine maintenance work is usually performed during hours that are deemed more practical in order to minimize service disruptions, and includes contractual scheduled pay over 8 hours.
<i>Unscheduled Maintenance</i>	Resulting from an <u>extraordinary event</u> (not weather-related) requiring the use of unplanned maintenance to perform repairs on trains, buses, subway and bus stations, depots, tracks and administrative and other facilities, including derailments, tour length and weekend coverage.
<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), as well as preparatory and residual costs.
<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, and miscellaneous overtime.
<i>Reimbursable Overtime</i>	Overtime incurred to support projects that are reimbursed from the MTA Capital Program and other funding sources.

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**July Financial Plan - 2013 Mid-Year Forecast**  
**Consolidated Accrual Subsidy Detail**  
**August 2013**  
(\$ in millions)

	Current Month			Year-to-Date		
	Mid-Year Forecast	Actual	Variance	Mid-Year Forecast	Actual	Variance
<b>Accrued Subsidies:</b>						
<b>Dedicated Taxes</b>						
Mass Transportation Operating Assistance Fund (MMTOA)	\$0.0	-	-	\$1,518.2	\$1,518.2	-
Petroleum Business Tax	58.4	51.5	(6.9)	405.1	396.3	(8.7)
MRT 1 (Gross)	19.5	25.1	5.6	167.4	163.7	6.4
MRT 2 (Gross)	8.3	11.6	3.3	66.4	72.1	5.7
Urban Tax	41.6	43.5	1.9	347.1	347.4	0.3
Investment Income	-	-	-	0.5	-	(0.5)
	<b>\$127.8</b>	<b>\$131.7</b>	<b>\$3.9</b>	<b>\$2,480.4</b>	<b>\$2,487.8</b>	<b>\$7.4</b>
<b>New State Taxes and Fees</b>						
Payroll Mobility Taxes	109.0	112.2	3.2	856.6	923.9	37.2
Payroll Mobility Tax Replacement Funds	0.0	-	-	122.9	122.9	-
MTA Aid Taxes <sup>1</sup>	0.0	-	-	148.2	148.2	-
	<b>\$109.0</b>	<b>\$112.2</b>	<b>\$3.2</b>	<b>\$1,157.7</b>	<b>\$1,196.0</b>	<b>\$37.2</b>
<b>State and Local Subsidies</b>						
NYS Operating Assistance	-	-	-	187.9	187.9	-
NYC and Local 16b:						
New York City	-	-	-	125.5	160.5	35.0
Nassau County	-	-	-	11.6	11.6	-
Suffolk County	-	-	-	7.5	7.5	-
Westchester County	-	-	-	7.3	7.3	-
Pulnam County	-	-	-	0.4	0.4	-
Dutchess County	-	-	-	0.4	0.4	-
Orange County	-	-	-	0.1	0.1	-
Rockland County	-	-	-	0.0	0.0	-
CDOT Subsidies	7.2	5.2	(2.0)	54.7	51.9	(2.8)
Station Maintenance	13.1	13.3	0.3	108.1	109.0	0.9
	<b>\$20.3</b>	<b>\$18.5</b>	<b>(\$1.8)</b>	<b>\$303.8</b>	<b>\$336.7</b>	<b>\$32.1</b>
<b>Sub-total Dedicated Taxes &amp; State and Local Subsidies</b>	<b>\$287.1</b>	<b>\$282.4</b>	<b>\$5.4</b>	<b>\$4,151.7</b>	<b>\$4,229.5</b>	<b>\$77.8</b>
City Subsidy to MTA Bus	30.7	31.8	1.1	209.4	197.6	(11.7)
<b>Total Dedicated Taxes &amp; State and Local Subsidies</b>	<b>\$287.8</b>	<b>\$284.3</b>	<b>\$6.5</b>	<b>\$4,361.1</b>	<b>\$4,427.1</b>	<b>\$66.0</b>
<b>Inter-Agency Subsidy Transactions</b>						
B&T Operating Surplus Transfer	49.8	58.7	8.9	354.8	426.1	61.5
	<b>\$49.8</b>	<b>\$58.7</b>	<b>\$8.9</b>	<b>\$354.8</b>	<b>\$426.1</b>	<b>\$61.5</b>
<b>Total Accrued Subsidies</b>	<b>\$337.6</b>	<b>\$353.0</b>	<b>\$15.4</b>	<b>\$4,725.7</b>	<b>\$4,853.2</b>	<b>\$127.5</b>

<sup>1</sup> License, Vehicle Registration, Taxi and Auto Rental Fees  
Note: Differences are due to rounding.

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**July Financial Plan - 2013 Mid-Year Forecast**  
**Consolidated Accrual Subsidy Detail**  
**Explanation of Variances**  
(\$ in millions)

**August 2013**

Accrued Subsidies	Variance \$	Variance %	Explanations
Petroleum Business Tax	(6.9)	(11.8%)	The unfavorable accrual variance for August was due to lower Petroleum Business Tax transactions and timing differences. The YTD variance was also slightly unfavorable.
MRT(b) 1 (Gross)	5.6	29.0%	MRT-1 accruals were favorable for the month due to higher than expected MRT-1 transactions. Year-to-date transactions were also favorable.
MRT(b) 2 (Gross)	3.3	40.0%	MRT-2 accruals were higher than the forecast for the month due to better than expected MRT-2 transactions. Year-to-date transactions were also favorable.
Urban Tax	1.9	4.5%	Urban tax accruals were favorable for the month due to higher than expected real estate transactions in New York City in August. Year-to-date transactions remain close to the forecast.
CDOT Subsidies	(2.0)	(28.4%)	The unfavorable variance for the month was due primarily to timing. Year-to-date variance was also unfavorable due primarily to timing.
City Subsidy to MTA Bus	1.1	5.5%	Variance was mostly timing related. Drawdowns are related to the timing of cash obligations for MTA Bus.
BAT Operating Surplus Transfer	8.9	17.2%	Variance was due to timing of booking accruals.

**Year-to-Date**

Accrued Subsidies	Variance \$	Variance %	Explanations
Petroleum Business Tax	(8.7)	(2.2%)	See explanation for the month.
MRT(b) 1 (Gross)	6.4	4.1%	See explanation for the month.
MRT(b) 2 (Gross)	5.7	8.8%	See explanation for the month.
Urban Tax	0.3	0.1%	See explanation for the month.
Payroll Mobility Taxes	37.2	4.2%	YTD payroll mobility taxes were favorable primarily due to timing of booking accruals.
New York City Operating Assistance (18-b)	35.0	27.9%	YTD transactions are favorable due to timing.
CDOT Subsidies	(2.8)	(5.1%)	See explanation for the month.
City Subsidy to MTA Bus	(11.7)	(2.3%)	See explanation for the month.
BAT Operating Surplus Transfer	61.5	16.9%	Year-to-date favorable variance was due primarily to timing of booking accruals.

**METROPOLITAN TRANSPORTATION AUTHORITY  
JULY FINANCIAL PLAN - MID-YEAR FORECAST (1)  
DEBT SERVICE  
(\$ in millions)**

August 2013

	MID-YEAR Forecast	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					
NYC Transit	\$32.2	\$30.3	\$1.8		Lower than budgeted rates.
Commuter Railroads	6.7	6.6	0.2		
<i>Dedicated Tax Fund Subtotal</i>	<i>\$38.9</i>	<i>\$36.9</i>	<i>\$2.0</i>	<i>5.1%</i>	
MTA Transportation Revenue:					
NYC Transit	\$67.5	\$64.9	\$2.6		Lower than budgeted rates; timing of bond issuances.
Commuter Railroads	41.5	40.4	1.1		
MTA Bus	1.8	2.6	(0.8)		
<i>MTA Transportation Subtotal</i>	<i>\$110.8</i>	<i>\$107.9</i>	<i>\$3.0</i>	<i>2.7%</i>	
Commercial Paper:					
NYC Transit	\$1.8	\$0.1	\$1.7		Lower than budgeted rates.
Commuter Railroads	1.2	0.1	1.1		
MTA Bus	0.0	0.0	(0.0)		
<i>Commercial Paper Subtotal</i>	<i>\$3.0</i>	<i>\$0.2</i>	<i>\$2.8</i>	<i>94.1%</i>	
2 Broadway COPs:					
NYC Transit	\$1.1	\$1.1	\$0.0		
Bridges & Tunnels	0.2	0.2	0.0		
MTA HQ	0.2	0.2	0.0		
<i>2 Broadway COPs Subtotal</i>	<i>\$1.5</i>	<i>\$1.4</i>	<i>\$0.1</i>	<i>3.7%</i>	
TBTA General Resolution (2)					
NYC Transit	\$14.9	\$17.1	(\$2.2)		
Commuter Railroads	7.0	7.7	(0.7)		
Bridges & Tunnels	18.0	14.1	3.8		
<i>TBTA General Resolution Subtotal</i>	<i>\$39.8</i>	<i>\$38.9</i>	<i>\$0.9</i>	<i>2.4%</i>	
TBTA Subordinate (2)					
NYC Transit	\$8.0	\$6.1	(\$0.1)		
Commuter Railroads	2.6	2.7	(0.0)		
Bridges & Tunnels	2.4	2.4	(0.0)		
<i>TBTA Subordinate Subtotal</i>	<i>\$11.0</i>	<i>\$11.1</i>	<i>(\$0.2)</i>	<i>-1.4%</i>	
<b>Total Debt Service</b>	<b>\$205.0</b>	<b>\$196.4</b>	<b>\$8.6</b>	<b>4.2%</b>	
Debt Service by Agency:					
NYC Transit	\$123.5	\$119.6	\$3.9		
Commuter Railroads	59.0	57.3	1.7		
MTA Bus	1.8	2.6	(0.8)		
Bridges & Tunnels	20.5	16.7	3.8		
MTAHQ	0.2	0.2	0.0		
<b>Total Debt Service</b>	<b>\$205.0</b>	<b>\$196.4</b>	<b>\$8.6</b>	<b>4.2%</b>	

**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  
JULY FINANCIAL PLAN - MID-YEAR FORECAST (1)  
DEBT SERVICE  
(\$ in millions)**

August 2013 Year-to-Date

	MID-YEAR Forecast	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					
NYC Transit	\$224.8	\$221.6	\$3.1		
Commuter Railroads	47.9	47.9	0.0		
<i>Dedicated Tax Fund Subtotal</i>	<i>\$272.6</i>	<i>\$269.5</i>	<i>\$3.1</i>	<i>1.1%</i>	
MTA Transportation Revenue:					
NYC Transit	\$494.4	\$490.3	\$4.1		
Commuter Railroads	308.0	306.3	1.7		
MTA Bus	17.0	19.4	(2.4)		
<i>MTA Transportation Subtotal</i>	<i>\$819.4</i>	<i>\$816.0</i>	<i>\$3.4</i>	<i>0.4%</i>	
Commercial Paper:					
NYC Transit	\$5.8	\$0.6	\$5.2		Lower than budgeted rates.
Commuter Railroads	3.7	0.3	3.4		
MTA Bus	0.2	0.1	0.0		
<i>Commercial Paper Subtotal</i>	<i>\$9.6</i>	<i>\$1.0</i>	<i>\$8.6</i>	<i>89.8%</i>	
2 Broadway COPs:					
NYC Transit	\$7.9	\$7.8	\$0.1		
Bridges & Tunnels	1.1	1.1	0.0		
MTA HQ	1.1	1.1	0.0		
<i>2 Broadway COPs Subtotal</i>	<i>\$10.1</i>	<i>\$10.0</i>	<i>\$0.1</i>	<i>1.1%</i>	
TBTA General Resolution (2)					
NYC Transit	\$125.1	\$128.7	(\$3.6)		Lower than budgeted rates.
Commuter Railroads	57.0	57.6	(0.6)		
Bridges & Tunnels	116.2	106.4	9.9		
<i>TBTA General Resolution Subtotal</i>	<i>\$298.3</i>	<i>\$292.6</i>	<i>\$5.7</i>	<i>1.9%</i>	
TBTA Subordinate (2)					
NYC Transit	\$47.4	\$46.5	\$0.9		
Commuter Railroads	20.8	20.4	0.4		
Bridges & Tunnels	18.7	18.4	0.4		
<i>TBTA Subordinate Subtotal</i>	<i>\$86.9</i>	<i>\$85.2</i>	<i>\$1.6</i>	<i>1.9%</i>	
<b>Total Debt Service</b>	<b>\$1,496.9</b>	<b>\$1,474.3</b>	<b>\$22.6</b>	<b>1.5%</b>	
Debt Service by Agency:					
NYC Transit	\$905.2	\$895.4	\$9.8		
Commuter Railroads	437.3	432.5	4.8		
MTA Bus	17.2	19.5	(2.3)		
Bridges & Tunnels	136.1	125.8	10.2		
MTAHQ	1.1	1.1	0.0		
<b>Total Debt Service</b>	<b>\$1,496.9</b>	<b>\$1,474.3</b>	<b>\$22.6</b>	<b>1.5%</b>	

**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**  
**July Financial Plan - 2013 Mid-Year Forecast**  
**Cash Subsidy Detail by Agency**  
(\$ in millions)

August 2013

	NYCTD Transit			Connecticut Railroads			MTA Bus			MTA Metro-North			MTA Long Island			TOTAL		
	Mid-Year Forecast	Actual	Variance	Mid-Year Forecast	Actual	Variance	Mid-Year Forecast	Actual	Variance	Mid-Year Forecast	Actual	Variance	Mid-Year Forecast	Actual	Variance	Mid-Year Forecast	Actual	Variance
<b>Cash Subsidies:</b>																		
Dedicated Taxes																		
MUTUA <sup>1</sup>	\$59.9	\$53.9	\$5.9	\$51.9	\$48.0	(\$3.9)	\$9.3	\$0.3	\$9.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$146.0	\$146.0	\$0.0
Petroleum Business Tax	42.8	43.8	1.3	7.6	7.7	0.2	-	-	-	-	-	-	-	-	-	58.1	51.9	1.5
MRT <sup>2</sup> 1 (Gross)	-	-	-	-	-	-	-	-	-	-	-	-	18.5	22.9	3.4	18.5	22.9	3.4
MRT <sup>2</sup> 2 (Gross)	-	-	-	-	-	-	-	-	-	-	-	-	8.3	10.5	2.2	8.3	10.5	2.2
Other MRT <sup>2</sup> Adjustments	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Urban Tax	41.6	51.5	9.9	-	-	-	-	-	-	-	-	-	-	-	-	41.6	51.5	9.9
Investment Income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
	\$174.0	\$189.1	\$15.1	\$59.4	\$55.7	(\$3.7)	\$9.3	\$0.3	\$9.0	\$0.0	\$0.0	\$0.0	\$27.8	\$33.4	\$5.6	\$265.4	\$282.5	\$17.1
<b>New State Taxes and Fees</b>																		
Payroll Mobility Tax	90.6	99.4	8.8	12.4	12.8	0.4	-	-	-	-	-	-	-	-	-	100.0	112.2	3.2
Payroll Mobility Tax Replacement Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
UTA And <sup>3</sup>	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
	\$90.6	\$99.4	\$8.8	\$12.4	\$12.8	\$0.4	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$100.0	\$112.2	\$12.2
<b>State and Local Subsidies</b>																		
NYS Operating Assistance	30.5	30.5	-	7.3	7.3	-	0.1	0.1	-	-	-	-	-	-	-	47.0	47.0	0.0
NYC and Local 180	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
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	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Putnam County	-	-	-	-	0.1	0.1	-	-	-	-	-	-	-	-	-	0.0	0.1	0.1
Dutchess County	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Orange County	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Rockland County	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
CDOT Subsidies	-	-	-	7.2	0.5	(6.7)	-	-	-	-	-	-	-	-	-	7.2	0.5	(6.7)
Station Maintenance	-	-	-	-	139.8	139.8	-	-	-	-	-	-	-	-	-	0.0	139.8	139.8
	\$30.5	\$30.5	\$0.0	\$14.5	\$153.7	\$139.2	\$0.1	\$0.1	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$54.2	\$153.4	\$139.2
<b>Sub-total Dedicated Taxes &amp; State and Local Subsidies</b>	<b>\$318.2</b>	<b>\$328.1</b>	<b>\$17.9</b>	<b>\$86.4</b>	<b>\$222.3</b>	<b>\$135.9</b>	<b>\$9.4</b>	<b>\$0.5</b>	<b>\$9.0</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$27.8</b>	<b>\$33.4</b>	<b>\$5.6</b>	<b>\$424.7</b>	<b>\$604.2</b>	<b>\$179.5</b>
City Subsidy to MTA Bus	-	-	-	-	-	-	-	-	-	18.5	18.5	-	-	-	-	18.5	18.5	0.0
<b>Total Dedicated Taxes &amp; State and Local Subsidies</b>	<b>\$318.2</b>	<b>\$328.1</b>	<b>\$17.9</b>	<b>\$86.4</b>	<b>\$222.3</b>	<b>\$135.9</b>	<b>\$9.4</b>	<b>\$0.5</b>	<b>\$9.0</b>	<b>\$18.5</b>	<b>\$18.5</b>	<b>\$0.0</b>	<b>\$27.8</b>	<b>\$33.4</b>	<b>\$5.6</b>	<b>\$443.2</b>	<b>\$622.7</b>	<b>\$179.5</b>
<b>Inter-Agency Subsidy Transactions</b>																		
B&T Operating Surplus Transfer	22.3	24.9	2.6	36.8	33.8	3.0	-	-	-	-	-	-	-	-	-	59.1	54.7	5.0
	\$22.3	\$24.9	\$2.6	\$36.8	\$33.8	\$3.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$59.1	\$54.7	\$5.0
<b>Total Cash Subsidies</b>	<b>\$332.6</b>	<b>\$353.0</b>	<b>\$20.5</b>	<b>\$117.1</b>	<b>\$256.1</b>	<b>\$138.9</b>	<b>\$9.4</b>	<b>\$0.5</b>	<b>\$9.0</b>	<b>\$18.5</b>	<b>\$18.5</b>	<b>\$0.0</b>	<b>\$27.8</b>	<b>\$33.4</b>	<b>\$5.6</b>	<b>\$499.3</b>	<b>\$677.4</b>	<b>\$178.1</b>

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



**METROPOLITAN TRANSPORTATION AUTHORITY**  
**July Financial Plan - 2013 Mid-Year Forecast**  
**Cash Subsidy Detail by Agency**  
(\$ in millions)

	NYCTransit			Connecticut Railroads			MTA Bus			MTA Bus			MTA Bus			TOTAL		
	Mid-Year Forecast	Actual	Variance	Mid-Year Forecast	Actual	Variance	Mid-Year Forecast	Actual	Variance	Mid-Year Forecast	Actual	Variance	Mid-Year Forecast	Actual	Variance	Mid-Year Forecast	Actual	Variance
<b>Cash Subsidies:</b>																		
<b>Dedicated Taxes</b>																		
METDA <sup>1</sup>	\$368.9	\$373.2	4.3	\$194.3	\$190.4	(3.9)	\$1.3	1.9	(0.3)	\$0.0	0.0	0.0	\$0.0	0.0	0.0	\$568.4	\$568.4	(0.0)
Petroleum Business Tax	\$49.7	\$38.9	(10.8)	\$1.7	\$9.4	(7.3)	-	0.0	-	-	-	0.0	-	0.0	-	411.4	\$396.3	(15.1)
MRT <sup>2</sup> 1 (Gross)	-	-	-	-	-	-	-	-	-	-	-	-	158.4	159.3	0.9	158.4	158.3	0.9
MRT <sup>2</sup> 2 (Gross)	-	-	-	-	-	-	-	-	-	-	-	-	66.0	66.3	2.3	66.0	66.3	2.3
Other MRT <sup>2</sup> Adjustments	-	-	-	-	-	-	-	-	-	-	-	-	(2.3)	-	2.3	(2.3)	-	2.5
Urban Tax	\$68.9	\$67.4	(1.5)	-	-	-	-	-	-	-	-	-	-	-	-	\$68.9	\$67.4	(1.5)
Investment Income	-	-	-	0.5	-	(0.5)	-	-	-	-	-	-	-	-	-	0.5	-	(0.5)
	\$1,007.6	\$1,077.4	(\$169.8)	\$256.5	\$249.8	(\$16.7)	\$1.3	\$1.9	(\$0.3)	\$0.0	\$0.0	\$0.0	\$222.0	\$227.7	\$5.7	\$1,871.3	\$1,859.8	(\$11.4)
<b>New State Taxes and Fees</b>																		
Payroll Mobility Tax	\$65.0	\$62.9	(102.7)	\$10.1	\$20.7	100.6	-	-	-	-	-	-	-	-	-	\$86.8	\$84.6	(2.0)
Payroll Mobility Tax Replacement Funds	\$108.9	\$106.8	-	\$14.0	\$14.0	-	-	-	-	-	-	-	-	-	-	\$122.9	\$122.9	0.0
MTA Aid <sup>3</sup>	\$3.2	\$3.2	-	\$5.0	\$5.0	-	-	-	-	-	-	-	-	-	-	\$148.2	\$148.2	0.0
	\$187.6	\$186.9	(\$103.7)	\$179.1	\$179.7	\$108.6	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$1,167.7	\$1,165.7	(\$2.0)
<b>State and Local Subsidies</b>																		
NYS Operating Assistance	\$9.1	\$9.1	-	\$14.0	\$14.0	-	0.3	0.3	-	-	-	-	-	-	-	\$4.0	\$4.0	0.0
<b>NYCTransit Local 11b</b>																		
New York City	\$123.1	\$123.1	-	\$0.0	\$0.0	(0.0)	0.0	0.0	-	-	-	-	-	-	-	\$124.6	\$124.6	(0.0)
Nassau County	-	-	-	\$3.8	\$3.8	0.0	-	-	-	-	-	-	-	-	-	\$3.8	\$3.8	0.0
Suffolk County	-	-	-	\$3.8	\$3.8	1.9	-	-	-	-	-	-	-	-	-	\$3.8	\$3.8	1.9
Westchester County	-	-	-	\$3.7	\$3.5	1.8	-	-	-	-	-	-	-	-	-	\$3.7	\$3.5	1.8
Putnam County	-	-	-	\$0.2	\$0.4	0.2	-	-	-	-	-	-	-	-	-	\$0.2	\$0.4	0.2
Dutchess County	-	-	-	\$0.2	\$0.2	(0.0)	-	-	-	-	-	-	-	-	-	\$0.2	\$0.2	(0.0)
Orange County	-	-	-	\$0.1	\$0.1	0.1	-	-	-	-	-	-	-	-	-	\$0.1	\$0.1	0.1
Ramapo County	-	-	-	\$0.0	\$0.0	(0.0)	-	-	-	-	-	-	-	-	-	\$0.0	\$0.0	(0.0)
CDOT Subsidies	-	-	-	\$4.2	\$3.1	(1.2)	-	-	-	-	-	-	-	-	-	\$4.2	\$3.1	(1.2)
Station Maintenance	-	-	-	\$75.0	\$75.0	0.0	-	-	-	-	-	-	-	-	-	\$75.0	\$75.0	0.0
	\$203.3	\$202.2	\$11.0	\$158.6	\$156.1	\$25.9	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$381.5	\$381.1	\$0.4
<b>Sub-total Dedicated Taxes &amp; State and Local Subsidies</b>	\$2,277.3	\$2,144.8	(\$112.7)	\$585.1	\$579.6	\$179.8	\$2.1	\$1.9	(\$0.3)	\$0.0	\$0.0	\$0.0	\$222.0	\$227.7	\$5.7	\$3,096.5	\$3,196.7	\$78.2
<b>City Subsidy to MTA Bus</b>	-	-	-	-	-	-	-	-	-	205.7	215.0	9.4	-	-	-	205.7	215.0	9.4
<b>Total Dedicated Taxes &amp; State and Local Subsidies</b>	\$2,277.3	\$2,144.8	(\$112.7)	\$585.1	\$579.6	\$179.8	\$2.1	\$1.9	(\$0.3)	\$205.7	\$215.0	\$9.4	\$222.0	\$227.7	\$5.7	\$3,392.1	\$3,411.7	\$19.6
<b>Inter-Agency Subsidy Transactions</b>																		
B&T Operating Surplus Transfer	\$148.0	\$154.7	10.7	\$227.5	\$237.0	9.5	-	-	-	-	-	-	-	-	-	\$375.5	\$391.8	20.3
	\$148.0	\$154.7	\$10.7	\$227.5	\$237.0	\$9.5	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$375.5	\$391.8	\$16.3
<b>Total Cash Subsidies</b>	\$2,425.3	\$2,339.3	(\$186.0)	\$812.6	\$816.6	\$189.3	\$2.1	\$1.9	(\$0.3)	\$405.7	\$415.0	\$9.4	\$222.0	\$227.7	\$5.7	\$3,867.6	\$3,803.5	(\$164.1)

<sup>1</sup> Metropolitan Mass Transportation Operating Assistance Fund  
<sup>2</sup> Local Vehicle Registration, Tax and Auto Rental Fees  
Note: Differences are due to rounding.

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**July Financial Plan - 2013 Mid-Year Forecast**  
**Consolidated Subsidy Cash**  
**Explanation of Variances**  
(\$ in millions)

August 2013			
Cash Subsidies	Variance \$	Variance %	Explanations
Petroleum Business Tax	1.5	2.9%	The unfavorable variances for the month and YTD were partially due to timing delays. However, some of the variance appear to be due to lower than expected receipts.
MRT <sup>MTA</sup> 1 (Gross)	3.4	17.7%	MRT-1 cash receipts were higher than the budget for the month, due to stronger than expected MRT-1 activity. YTD receipts were close to the forecast.
MRT <sup>MTA</sup> 2 (Gross)	2.2	25.7%	MRT-2 cash receipts for the month and YTD were higher than the budget due to better-than-expected MRT-2 activity.
Urban Tax	9.9	23.9%	The favorable variance for the month was due to better-than-expected real estate activity in New York City. Year-to-date results were close to the forecast.
Payroll Mobility Tax	3.2	2.9%	The slightly favorable variance for the month appeared to be due to timing of cash transfer. Year-to-date results were very close to the forecast.
Pulaski County	0.1	> 100%	The favorable variances for the month and YTD were due to timing of payments.
CDOT Subsidies	(0.7)	(5.0%)	The unfavorable variances for the month and YTD were primarily due to timing.
Station Maintenance	139.6	> 100%	The favorable variances for the month and YTD were due to the timing of receipts of payment.
B&T Operating Surplus Transfer	5.8	10.8%	The favorable variances for the month and YTD were due mostly to timing of transfers.
Year-to-Date			
Cash Subsidies	Variance \$	Variance %	Explanations
Petroleum Business Tax	(15.1)	-3.7%	See explanation for the month.
MRT <sup>MTA</sup> 1 (Gross)	0.0	0.5%	See explanation for the month.
MRT <sup>MTA</sup> 2 (Gross)	2.3	3.5%	See explanation for the month.
Urban Tax	(1.5)	(0.4%)	See explanation for the month.
Payroll Mobility Tax	(2.0)	(0.2%)	See explanation for the month.
Suffolk County	1.9	50.0%	The favorable YTD variance was primarily due to the timing of payment.
Westchester County	1.8	50.0%	The favorable YTD variance was primarily due to the timing of payment.
Pulaski County	0.2	66.9%	The favorable YTD variance was primarily due to the timing of payment.
Orange County	0.1	> 100%	The favorable YTD variance was primarily due to the timing of payment.
CDOT Subsidies	(1.2)	(2.1%)	See explanation for the month.
Station Maintenance	82.8	> 100%	See explanation for the month.
City Subsidy to MTA Bus	9.4	4.8%	The YTD favorable variance was mostly timing related. Drawdowns are related to the timing of cash obligations for MTA Bus.
B&T Operating Surplus Transfer	20.3	5.4%	See explanation for the month.

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**July Financial Plan - 2013 Mid-Year Forecast**  
**Total Positions by Function and Agency**  
**August 2013**

Category	Mid-Year Forecast	Actual	Favorable/ (Unfavorable)
<b>Total Positions</b>	<b>66,870</b>	<b>66,280</b>	<b>1,590</b>
NYC Transit	46,396	45,558	838
Long Island Rail Road	6,764	6,606	158
Metro-North Railroad	6,171	5,999	172
Bridges & Tunnels	1,766	1,547	219
Headquarters	1,711	1,611	100
Staten Island Railway	276	275	1
Capital Construction Company	129	126	3
Bus Company	3,657	3,558	99
<b>Non-reimbursable</b>	<b>60,310</b>	<b>59,479</b>	<b>831</b>
NYC Transit	41,706	41,202	506
Long Island Rail Road	5,726	5,833	(108)
Metro-North Railroad	5,671	5,641	30
Bridges & Tunnels	1,678	1,459	219
Headquarters	1,661	1,569	92
Staten Island Railway	273	272	1
Capital Construction Company	-	-	-
Bus Company	3,593	3,503	90
<b>Reimbursable</b>	<b>6,559</b>	<b>5,801</b>	<b>759</b>
NYC Transit	4,688	4,356	332
Long Island Rail Road	1,038	773	265
Metro-North Railroad	499	358	142
Bridges & Tunnels	88	88	-
Headquarters	50	42	8
Staten Island Railway	3	3	-
Capital Construction Company	129	126	3
Bus Company	64	55	9
<b>Total Full Time</b>	<b>66,686</b>	<b>66,020</b>	<b>1,667</b>
NYC Transit	46,229	45,316	913
Long Island Rail Road	6,764	6,606	158
Metro-North Railroad	6,170	5,998	172
Bridges & Tunnels	1,766	1,547	219
Headquarters	1,711	1,611	100
Staten Island Railway	276	275	1
Capital Construction Company	129	126	3
Bus Company	3,642	3,541	101
<b>Total Full-Time Equivalents</b>	<b>183</b>	<b>260</b>	<b>(77)</b>
NYC Transit	167	242	(75)
Long Island Rail Road	-	-	-
Metro-North Railroad	1	1	-
Bridges & Tunnels	-	-	-
Headquarters	-	-	-
Staten Island Railway	-	-	-
Capital Construction Company	-	-	-
Bus Company	15	17	(2)

Note: Totals may differ due to rounding

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**July Financial Plan - 2013 Mid-Year Forecast**  
**Total Positions by Function and Agency**  
**August 2013**

<b>Function/Agency</b>	<b>Mid-Year Forecast</b>	<b>Actual</b>	<b>Favorable/ (Unfavorable)</b>
<b>Administration</b>	<b>4,287</b>	<b>3,968</b>	<b>321</b>
NYC Transit	1,938	1,792	146
Long Island Rail Road	636	630	6
Metro-North Railroad	486	467	19
Bridges & Tunnels	88	64	24
Headquarters	918	851	67
Staten Island Railway	27	30	(3)
Capital Construction Company	16	16	-
Bus Company	178	116	62
<b>Operations</b>	<b>29,405</b>	<b>29,150</b>	<b>255</b>
NYC Transit	21,789	21,713	76
Long Island Rail Road	2,250	2,217	43
Metro-North Railroad	2,130	2,078	52
Bridges & Tunnels	787	653	134
Headquarters	-	-	-
Staten Island Railway	92	96	(4)
Capital Construction Company	-	-	-
Bus Company	2,347	2,393	(46)
<b>Maintenance</b>	<b>29,597</b>	<b>28,874</b>	<b>723</b>
NYC Transit	20,766	20,326	440
Long Island Rail Road	3,734	3,649	85
Metro-North Railroad	3,456	3,363	93
Bridges & Tunnels	405	382	23
Headquarters	-	-	-
Staten Island Railway	157	149	8
Capital Construction Company	-	-	-
Bus Company	1,079	1,005	74
<b>Engineering/Capital</b>	<b>1,919</b>	<b>1,696</b>	<b>224</b>
NYC Transit	1,319	1,175	144
Long Island Rail Road	134	110	24
Metro-North Railroad	99	91	9
Bridges & Tunnels	217	180	37
Headquarters	-	-	-
Staten Island Railway	-	-	-
Capital Construction Company	113	110	3
Bus Company	37	30	7
<b>Public Safety</b>	<b>1,662</b>	<b>1,594</b>	<b>68</b>
NYC Transit	584	552	32
Long Island Rail Road	-	-	-
Metro-North Railroad	-	-	-
Bridges & Tunnels	269	268	1
Headquarters	793	760	33
Staten Island Railway	-	-	-
Capital Construction Company	-	-	-
Bus Company	16	14	2
<b>Total Positions</b>	<b>66,870</b>	<b>66,280</b>	<b>1,590</b>

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**July Financial Plan - 2013 Mid-Year Forecast**  
**Total Positions by Function and Occupational Group**  
**August 2013**

<b>FUNCTION/OCCUPATIONAL GROUP</b>	<b>Mid-Year Forecast</b>	<b>Actual</b>	<b>Variance Favorable/ (Unfavorable)</b>
<b>Administration</b>	<b>4,267</b>	<b>3,966</b>	<b>321</b>
Managers/Supervisors	1,678	1,515	164
Professional, Technical, Clerical	2,444	2,429	15
Operational Hourlies	165	23	142
<b>Operations</b>	<b>29,406</b>	<b>29,160</b>	<b>256</b>
Managers/Supervisors	3,342	3,295	48
Professional, Technical, Clerical	960	939	21
Operational Hourlies	25,102	24,916	186
<b>Maintenance</b>	<b>29,597</b>	<b>28,874</b>	<b>723</b>
Managers/Supervisors	5,264	5,022	242
Professional, Technical, Clerical	1,919	1,762	158
Operational Hourlies	22,414	22,091	323
<b>Engineering/Capital</b>	<b>1,919</b>	<b>1,696</b>	<b>224</b>
Managers/Supervisors	511	438	74
Professional, Technical, Clerical	1,406	1,256	150
Operational Hourlies	2	2	-
<b>Public Safety</b>	<b>1,662</b>	<b>1,594</b>	<b>68</b>
Managers/Supervisors	267	241	26
Professional, Technical, Clerical	144	126	18
Operational Hourlies	1,251	1,227	24
<b>Total Positions</b>	<b>66,870</b>	<b>65,280</b>	<b>1,590</b>
Managers/Supervisors	11,063	10,510	554
Professional, Technical, Clerical	6,872	6,511	361
Operational Hourlies	48,934	48,259	675

(millions)

Current Month Stabilization Fund

<u>Commuter</u>	<u>Transit</u>	
<u>(General Fd)</u>	<u>(TA Stab)</u>	<u>Total</u>
From Date: 08/01/13	08/01/13	08/01/13
To Date: 08/31/13	08/31/13	08/31/13

Year to Date Stabilization Fund

<u>Commuter</u>	<u>Transit</u>	
<u>(General Fd)</u>	<u>(TA Stab)</u>	<u>Total</u>
01/01/13	01/01/13	01/01/13
08/31/13	08/31/13	08/31/13

Opening Balance

\$115.824	\$98.209	\$214.033	\$220.736	\$115.183	\$335.919
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RECEIPTS

Interest Earnings	0.009	0.013	0.022	0.122	0.172	0.294
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New York State

State and regional mass transit taxes - MMTOA	47.980	94.120	142.100	190.380	374.120	564.500
MTTF	7.731	43.806	51.537	59.449	336.879	396.328
Total Dedicated Taxes Received	55.710	137.927	193.637	249.829	710.999	960.828
Less DTF Debt Service	6.553	30.337	36.891	47.878	221.641	269.519
Net Dedicated Taxes for Operations	49.157	107.589	156.746	201.951	489.358	691.309
Payroll Mobility Tax	0.000	2.448	2.448	216.229	640.889	857.118
MTA Aid Trust Taxes	0.000	0.000	0.000	46.370	122.248	168.618
Operating Assistance - 18b	7.313	39.668	46.981	14.626	79.336	93.962
NYS School Fares	0.000	6.313	6.313	0.000	6.313	6.313
Additional Mass Transp Operating Assistance	0.000	n/a	0.000	0.000	n/a	0.000
Total - New York State	\$56.470	\$156.018	\$212.488	\$479.176	\$1,338.143	\$1,817.319

Local

Dutchess County	Operating Assistance - 18b	\$0.000	n/a	\$0.000	\$0.190	n/a	\$0.190
	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	5.792	n/a	5.792
	Station Maintenance	28.395	n/a	28.395	28.395	n/a	28.395
New York City	Operating Assistance - 18b	0.468	0.000	0.468	1.404	123.672	125.076
	Urban - Real Property & Mortgage Recording Tax	n/a	51.519	51.519	n/a	367.392	367.392
	Additional Assistance New York City	n/a	0.000	0.000	n/a	0.000	0.000
	Station Maintenance	90.856	n/a	90.856	90.856	n/a	90.856
Orange County	Operating Assistance - 18b	0.000	n/a	0.000	0.110	n/a	0.110
	Station Maintenance	0.000	n/a	0.000	0.484	n/a	0.484
Putnam County	Operating Assistance - 18b	0.095	n/a	0.095	0.380	n/a	0.380
	Station Maintenance	0.915	n/a	0.915	0.915	n/a	0.915
Rockland County	Operating Assistance - 18b	0.000	n/a	0.000	0.015	n/a	0.015
	Station Maintenance	0.000	n/a	0.000	0.051	n/a	0.051
Suffolk County	Operating Assistance - 18b	0.000	n/a	0.000	5.638	n/a	5.638
	Station Maintenance	0.000	n/a	0.000	17.501	n/a	17.501
Westchester County	Operating Assistance - 18b	0.000	n/a	0.000	5.507	n/a	5.507
	Station Maintenance	19.624	n/a	19.624	19.624	n/a	19.624
Total - Local		\$140.352	\$51.519	\$191.871	\$176.862	\$491.064	\$667.926

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MTA Subsidy, Interagency Loan and Stabilization Fund Transactions - Cash Basis  
(millions)

	<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:	08/01/13	08/01/13	08/01/13	01/01/13	01/01/13	01/01/13
To Date:	08/31/13	08/31/13	08/31/13	08/31/13	08/31/13	08/31/13
<b>MTA Bridges and Tunnels- Surplus Transfers</b>	33.825	24.919	58.744	237.043	158.715	395.759
Total Subsidy and Other Receipts	\$230.647	\$232.456	\$463.103	\$893.081	\$1,987.923	\$2,881.004
<b>MTA Sources for Interagency Loans</b>						
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
2012 OPEB Loan	0.000	0.000	0.000	23.000	-23.000	0.000 *
Total Loans	\$0.000	\$0.000	\$0.000	\$23.000	-\$23.000	\$0.000
<b>Total Receipts and Loans Received</b>	<b>\$230.656</b>	<b>\$232.469</b>	<b>\$463.125</b>	<b>\$916.203</b>	<b>\$1,965.095</b>	<b>\$2,881.298</b>

Continued on Next Page

Continued on Next Page

(millions)

Current Month Stabilization Fund

Commuter (General Fd)	Transit (TA Stab)	Total
From Date: 08/01/13	08/01/13	08/01/13
To Date: 08/31/13	08/31/13	08/31/13

Year to Date Stabilization Fund

Commuter (General Fd)	Transit (TA Stab)	Total
01/01/13	01/01/13	01/01/13
08/31/13	08/31/13	08/31/13

Brought forward from prior page

Opening Balance	\$115.824	\$98.209	\$214.033	\$220.736	\$115.183	\$335.919
Total Receipts and Loans Received	230.656	232.469	463.125	916.203	1,965.095	2,881.298
Total Cash and Receipts Available	\$346.480	\$330.678	\$677.158	\$1,136.939	\$2,080.278	\$3,217.217

DISBURSEMENTS

<u>Revenue Supported Debt Service</u>	40.418	66.115	106.533	312.104	509.228	821.332
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Agency Operations

MTA Long Island Railroad	70.690	0.000	70.690	428.070	0.000	428.070
MTA Metro-North Rail Road	24.733	0.000	24.733	163.126	0.000	163.126
MTA New York City Transit	0.000	102.448	102.448	0.000	1,355.830	1,355.830
MTA NYCT for SIRTQA	0.000	0.915	0.915	0.000	2.020	2.020
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

Total Debt Service and Operations	\$135.841	\$169.478	\$305.319	\$903.300	\$1,867.078	\$2,770.378
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Repayment of 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
2012 OPEB Loan	0.000	0.000	0.000	23.000	52.000	75.000
Total Loans Payback	\$0.000	\$0.000	\$0.000	\$23.000	\$52.000	\$75.000

Total Disbursements	\$135.841	\$169.478	\$305.319	\$926.300	\$1,919.078	\$2,845.378
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STABILIZATION FUND BALANCE

	\$210.639	\$161.200	\$371.839	\$210.639	\$161.200	\$371.839
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Ending Loan Balances

B&T Necessary Reconstruction Reserve	0.000	0.000	0.000	0.000	0.000	0.000
MTA Capital Program - Non-Resolution Funds	122.000	278.000	400.000	122.000	278.000	400.000
MRT-2 Corporate Account	0.000	0.000	0.000	0.000	0.000	0.000
2012 OPEB Loan	0.000	0.000	0.000	0.000	0.000	0.000
	\$122.000	\$278.000	\$400.000	\$122.000	\$278.000	\$400.000

End of Month NYCT Operating Fund borrowing from  
MTA Invest Pool not included in Ending Loan Balances  
above

	n/a	\$830.288	\$830.288	n/a	\$830.288	\$830.288
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Total Loan Balances (including negative Operating and Stabilization Fund Balances)

	\$122.000	\$1,108.288	\$1,230.288			
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\* Note: 2012 OPEB Loan was corrected for Transit/Commuter split in January 2013

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**METROPOLITAN TRANSPORTATION AUTHORITY  
FAREBOX RECOVERY AND FAREBOX OPERATING RATIOS  
2013 MID-YEAR FORECAST AND ACTUALS  
AUGUST 2013**

<b>FAREBOX RECOVERY RATIOS</b>		
	<b>2013 <u>Mid-Year Forecast</u></b>	<b>2013 <u>YTD Actual</u></b>
New York City Transit	37.9%	38.4%
Staten Island Railway	9.8%	12.3%
Long Island Rail Road	31.0%	32.5%
Metro-North Railroad	40.8%	46.1%
Bus Company	<u>30.6%</u>	<u>31.0%</u>
<b>MTA Agency Average</b>	<b>36.8%</b>	<b>37.9%</b>

<b>FAREBOX OPERATING RATIOS</b>		
	<b>2013 <u>Mid-Year Forecast</u></b>	<b>2013 <u>YTD Actual</u></b>
New York City Transit	58.6%	55.3%
Staten Island Railway	16.0%	18.1%
Long Island Rail Road	46.8%	48.7%
Metro-North Railroad	60.6%	62.5%
Bus Company	<u>36.4%</u>	<u>37.7%</u>
<b>MTA Agency Average</b>	<b>55.7%</b>	<b>54.1%</b>

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 August, 2013**

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

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

**Thursday October 10, 2013**

# Metropolitan Transportation Authority

August

Revenue Passengers	2011	2012	Percent Change	2013	Percent Change
MTA New York City Transit	178,166,924	193,724,876	8.73%	191,639,875	-1.08%
MTA New York City Subway	127,893,199	139,253,563	8.88%	138,488,102	-0.55%
MTA New York City Bus	50,273,725	54,471,313	8.35%	53,151,773	-2.42%
MTA Staten Island Railway	333,401	352,063	5.60%	309,027	-12.22%
MTA Long Island Rail Road	6,837,184	7,482,932	9.44%	7,274,722	-2.78%
MTA Metro-North Railroad	6,704,764	7,349,146	9.61%	7,132,265	-2.95%
East of Hudson	6,551,648	7,192,537	9.78%	6,995,610	-2.74%
Harlem Line	2,111,456	2,311,944	9.50%	2,234,767	-3.34%
Hudson Line	1,297,903	1,433,031	10.41%	1,373,141	-4.18%
New Haven Line	3,142,289	3,447,562	9.71%	3,387,702	-1.74%
West of Hudson	153,116	156,609	2.28%	136,655	-12.74%
Port Jervis Line	104,640	100,855	-3.62%	89,188	-11.57%
Pascack Valley Line	48,476	55,754	15.01%	47,467	-14.86%
MTA Bus Company	9,211,190	10,027,841	8.87%	9,915,420	-1.12%
MTA Bridges & Tunnels	24,253,530	25,669,824	5.84%	25,637,795	-0.12%
Total All Agencies	201,253,463	218,936,858	8.79%	216,271,309	-1.22%
(Excludes Bridges & Tunnels)					
Weekdays:	21	23		22	
Holidays:	0	0		0	
Weekend Days:	10	8		9	
Days	31	31		31	

Thursday, October 10, 2013

# Metropolitan Transportation Authority

August

Revenue Passengers Year to Date	2011	2012	Percent Change	2013	Percent Change
MTA New York City Transit	1,514,165,344	1,569,311,356	3.64%	1,574,376,916	0.32%
MTA New York City Subway	1,076,041,005	1,118,640,247	3.96%	1,125,511,988	0.61%
MTA New York City Bus	438,124,338	450,671,109	2.86%	448,864,928	-0.40%
MTA Staten Island Railway	2,955,434	3,011,883	1.91%	2,728,750	-9.40%
MTA Long Island Rail Road	53,208,585	55,945,926	5.14%	55,291,490	-1.17%
MTA Metro-North Railroad	53,747,067	56,127,098	4.43%	55,466,975	-1.18%
East of Hudson	52,506,485	54,970,279	4.69%	54,417,090	-1.01%
Harlem Line	17,235,528	17,982,476	4.33%	17,847,802	-0.75%
Hudson Line	10,335,165	10,735,988	3.88%	10,558,160	-1.66%
New Haven Line	24,935,792	26,251,815	5.28%	26,011,128	-0.92%
West of Hudson	1,240,582	1,156,819	-6.75%	1,049,885	-9.24%
Port Jervis Line	860,281	731,540	-14.96%	657,140	-10.17%
Pascack Valley Line	380,301	425,279	11.83%	392,745	-7.65%
MTA Bus Company	78,150,721	81,312,887	4.05%	82,729,723	1.74%
MTA Bridges & Tunnels	188,284,681	191,619,335	1.77%	189,421,930	-1.15%
Total All Agencies	1,702,227,151	1,765,709,151	3.73%	1,770,593,855	0.28%
(Excludes Bridges & Tunnels)					
Weekdays:	166	170		170	
Holidays:	4	5		5	
Weekend Days:	73	69		68	
Days	243	244		243	

Thursday, October 10, 2013

# Metropolitan Transportation Authority

August

12 Month Averages	2011	2012	Percent Change	2013	Percent Change
MTA New York City Transit	191,178,541	196,741,227	2.91%	193,963,204	-1.41%
MTA New York City Subway	135,360,646	140,252,826	3.61%	138,454,501	-1.28%
MTA New York City Bus	55,817,896	56,488,401	1.20%	55,508,703	-1.73%
MTA Staten Island Railway	373,813	386,658	3.44%	346,837	-10.30%
MTA Long Island Rail Road	6,699,646	6,980,385	4.19%	6,758,262	-3.18%
MTA Metro-North Railroad	6,793,922	7,034,818	3.55%	6,857,792	-2.52%
East of Hudson	6,637,166	6,902,348	4.00%	6,732,336	-2.46%
Harlem Line	2,184,465	2,259,258	3.42%	2,209,433	-2.21%
Hudson Line	1,306,815	1,346,743	3.06%	1,306,272	-3.01%
New Haven Line	3,145,885	3,296,347	4.78%	3,216,631	-2.42%
West of Hudson	156,756	132,470	-15.49%	125,456	-5.29%
Port Jervis Line	108,603	80,040	-26.30%	78,766	-1.59%
Pascack Valley Line	48,153	52,430	8.88%	46,691	-10.95%
MTA Bus Company	9,898,364	10,211,934	3.17%	10,191,220	-0.20%
MTA Bridges & Tunnels	23,779,919	23,903,353	0.52%	23,367,825	-2.24%
Total All Agencies	214,944,285	221,355,023	2.98%	218,117,314	-1.46%
(Excludes Bridges & Tunnels)					
Weekdays:	21	23		22	
Holidays:	0	0		0	
Weekend Days:	10	8		9	
Days	31	31		31	

Thursday, October 10, 2013

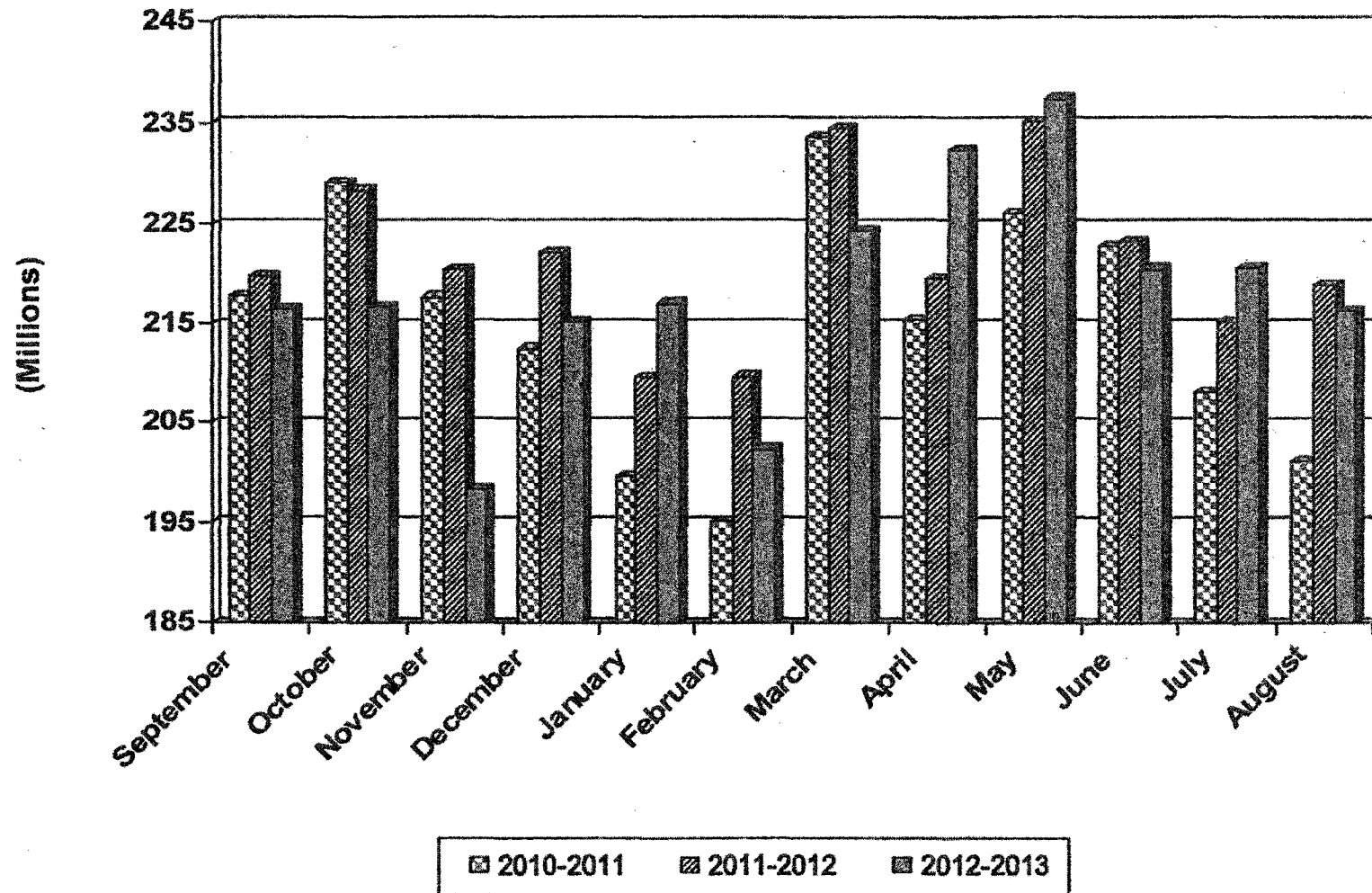
# Metropolitan Transportation Authority

August

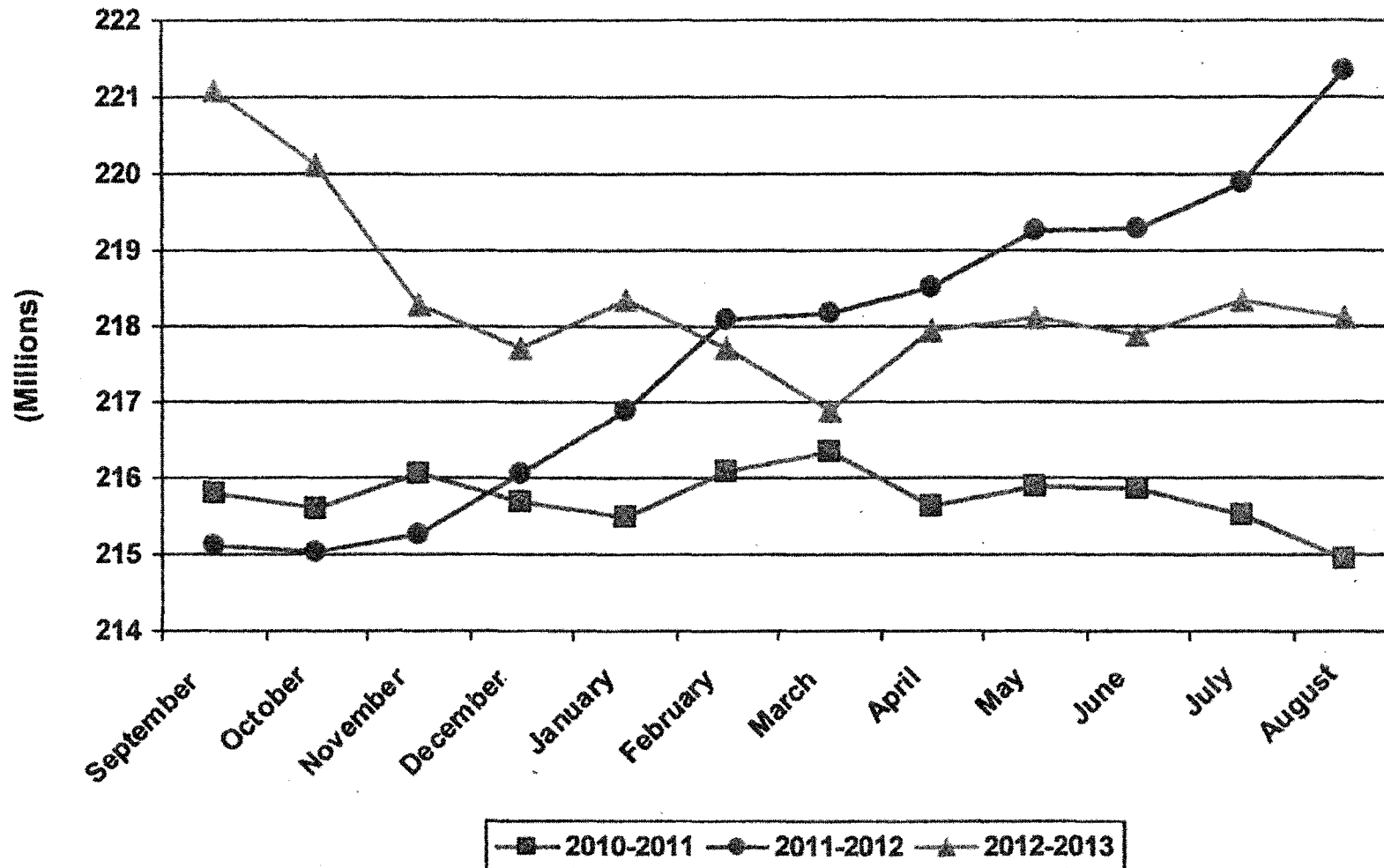
Average Weekday Passengers	2011	2012	Percent Change	2013	Percent Change
MTA New York City Transit	6,758,450	7,040,545	4.17%	7,035,919	-0.07%
MTA New York City Subway	4,863,820	5,081,510	4.48%	5,113,279	0.63%
MTA New York City Bus	1,894,630	1,959,035	3.40%	1,922,640	-1.86%
MTA Staten Island Railway	13,291	13,710	3.15%	12,368	-9.79%
MTA Long Island Rail Road	266,920	286,121	7.19%	288,390	0.79%
MTA Metro-North Railroad	266,109	280,806	5.52%	279,246	-0.56%
East of Hudson	258,877	273,982	5.83%	273,031	-0.35%
Harlem Line	84,033	88,674	5.52%	87,901	-0.87%
Hudson Line	51,158	54,403	6.34%	53,433	-1.78%
New Haven Line	123,686	130,905	5.84%	131,697	0.61%
West of Hudson	7,232	6,824	-5.64%	6,215	-8.92%
Port Jervis Line	5,037	4,396	-12.73%	4,056	-7.72%
Pascack Valley Line	2,195	2,428	10.62%	2,159	-11.08%
MTA Bus Company	353,624	367,817	4.01%	366,042	-0.48%
MTA Bridges & Tunnels	832,806	842,278	1.14%	837,770	-0.54%
Total All Agencies	7,658,394	7,988,999	4.32%	7,981,965	-0.09%
(Excludes Bridges & Tunnels)					
Weekdays:	21	23		22	
Holidays:	0	0		0	
Weekend Days:	10	8		9	
Days	31	31		31	

Thursday, October 10, 2013

## Metropolitan Transportation Authority Revenue Passengers

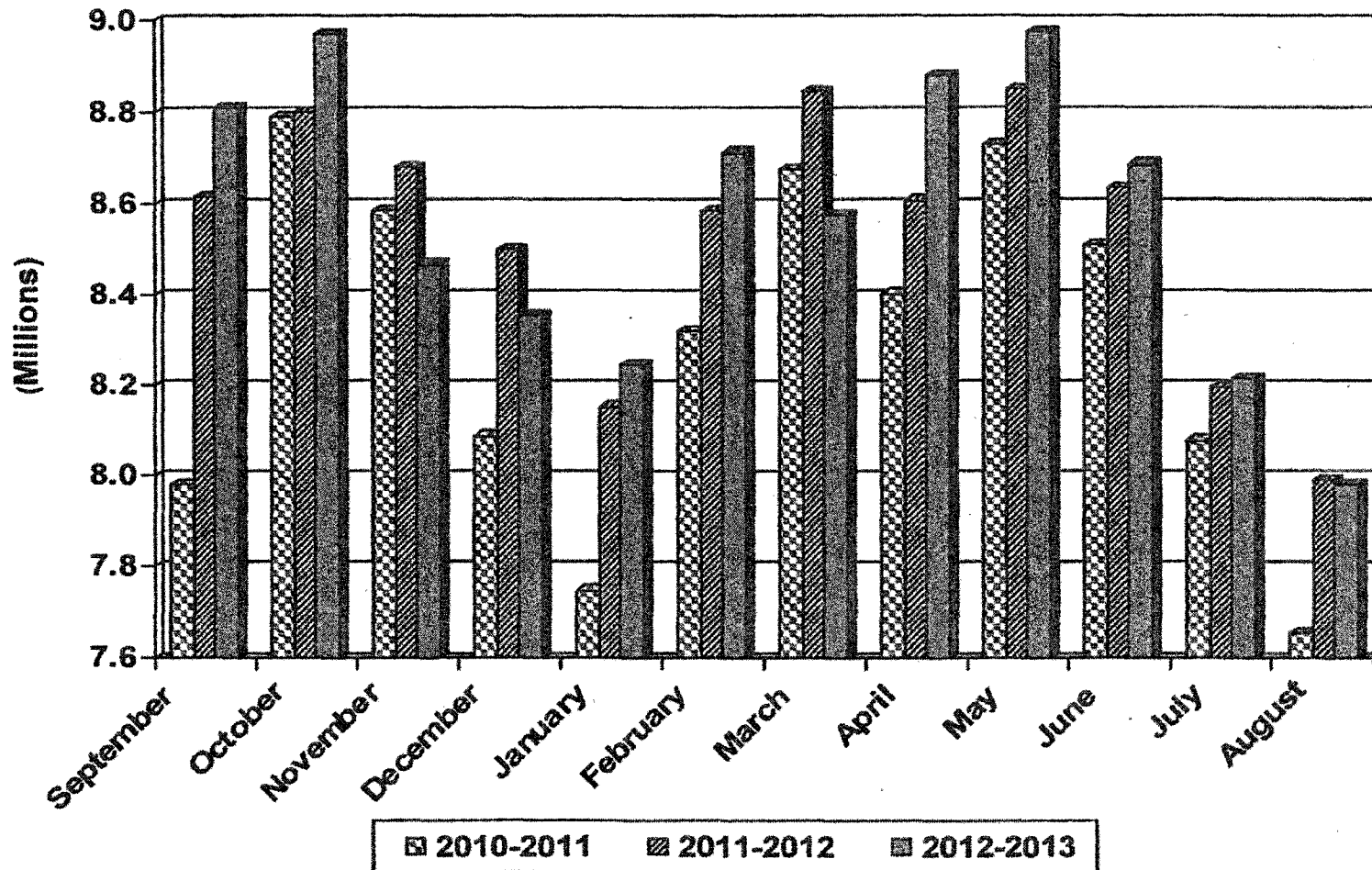


# Metropolitan Transportation Authority 12 Month Averages





## Metropolitan Transportation Authority Average Weekday Passengers



X-34

## Metropolitan Transportation Authority

Revenue Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	217,861,963	219,746,517	0.87%	216,478,722	-1.49%
October	229,020,391	228,305,740	-0.31%	216,776,585	-5.05%
November	217,697,861	220,397,845	1.24%	198,318,886	-10.02%
December	212,524,052	222,056,739	4.49%	215,239,725	-3.07%
January	199,676,573	209,555,965	4.95%	217,053,049	3.58%
February	195,192,206	209,694,883	7.43%	202,336,902	-3.51%
March	233,627,402	234,372,981	0.32%	224,234,827	-4.33%
April	215,451,388	219,593,763	1.92%	232,297,024	5.78%
May	226,092,925	235,143,368	4.00%	237,347,958	0.94%
June	222,851,516	223,139,032	0.13%	220,490,708	-1.19%
July	208,081,667	215,272,302	3.46%	220,562,077	2.46%
August	201,253,463	218,936,858	8.79%	216,271,309	-1.22%
12 Month Ave	214,944,285	221,355,023	2.98%	218,117,314	-1.46%
Year-to-Date	1,702,227,151	1,766,709,151	3.73%	1,770,593,855	0.28%

12 Month Averages					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	215,801,488	215,101,331	-0.32%	221,082,706	2.78%
October	215,602,102	215,041,777	-0.26%	220,121,943	2.36%
November	216,045,507	215,266,775	-0.36%	218,282,030	1.40%
December	215,697,497	216,064,856	0.17%	217,710,256	0.76%
January	215,495,745	216,888,138	0.65%	218,335,013	0.67%
February	216,082,439	218,096,695	0.93%	217,721,848	-0.17%
March	216,337,247	218,158,826	0.84%	216,877,001	-0.59%
April	215,630,241	218,504,024	1.33%	217,935,607	-0.26%
May	215,876,308	219,258,227	1.57%	218,119,322	-0.52%
June	215,855,304	219,282,187	1.59%	217,898,629	-0.63%
July	215,523,252	219,881,406	2.02%	218,339,443	-0.70%
August	214,944,285	221,355,023	2.98%	218,117,314	-1.46%

Average Weekday Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	7,981,965	8,616,006	7.94%	8,806,848	2.21%
October	8,789,906	8,797,407	0.09%	8,967,293	1.93%
November	8,586,114	8,677,409	1.06%	8,467,584	-2.42%
December	8,088,436	8,498,027	5.06%	8,354,545	-1.69%
January	7,748,500	8,152,931	5.22%	8,243,726	1.11%
February	8,318,587	8,584,526	3.20%	8,711,277	1.48%
March	8,673,184	8,842,851	1.96%	8,574,997	-3.03%
April	8,402,125	8,607,145	2.44%	8,877,146	3.14%
May	8,729,617	8,848,957	1.37%	8,971,881	1.39%
June	8,510,576	8,635,867	1.47%	8,686,937	0.59%
July	8,078,450	8,196,028	1.46%	8,215,510	0.24%
August	7,658,394	7,988,999	4.32%	7,981,965	-0.09%

## MTA New York City Transit

Revenue Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	193,582,215	195,244,293	0.86%	192,555,771	-1.38%
October	204,007,806	203,281,681	-0.37%	192,892,768	-5.10%
November	193,742,558	195,963,623	1.15%	176,579,235	-9.89%
December	188,644,573	197,113,772	4.49%	191,153,756	-3.02%
January	178,374,136	186,528,933	4.57%	193,074,487	3.51%
February	174,315,460	188,804,379	7.16%	180,355,395	-3.45%
March	208,218,803	208,660,641	0.21%	199,523,012	-4.38%
April	191,839,355	195,344,365	1.83%	206,817,977	5.87%
May	201,322,443	209,359,911	3.99%	211,398,239	0.97%
June	197,684,348	198,122,467	0.22%	196,048,183	-1.05%
July	184,243,874	180,765,785	3.54%	195,519,749	2.49%
August	178,166,924	193,724,876	8.73%	191,639,875	-1.08%
12 Month Ave	191,178,541	196,741,227	2.91%	193,963,204	-1.41%
Year-to-Date	1,514,165,344	1,569,311,366	3.64%	1,574,376,916	0.32%

12 Month Averages					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	191,860,730	191,317,048	-0.28%	196,517,184	2.72%
October	191,886,043	191,254,871	-0.22%	195,653,107	2.30%
November	192,084,649	191,439,959	-0.34%	194,037,742	1.36%
December	191,760,118	192,145,726	0.20%	193,541,074	0.73%
January	191,617,723	192,825,292	0.63%	194,086,537	0.65%
February	192,166,785	193,866,036	0.88%	193,549,121	-0.16%
March	192,406,786	193,902,856	0.78%	192,787,852	-0.58%
April	191,787,395	194,194,940	1.26%	193,743,787	-0.23%
May	192,001,343	194,864,729	1.49%	193,913,647	-0.49%
June	191,981,994	194,901,239	1.52%	193,740,790	-0.60%
July	191,885,888	195,444,731	1.98%	194,136,954	-0.67%
August	191,178,541	196,741,227	2.91%	193,963,204	-1.41%

Average Weekday Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	7,035,919	7,616,195	8.25%	7,776,340	2.10%
October	7,778,563	7,785,087	0.08%	7,993,038	2.67%
November	7,582,993	7,658,485	1.00%	7,535,218	-1.61%
December	7,144,832	7,497,041	4.93%	7,364,350	-1.77%
January	6,844,588	7,196,814	5.15%	7,279,536	1.15%
February	7,381,871	7,604,864	3.02%	7,720,408	1.52%
March	7,698,602	7,833,237	1.75%	7,581,779	-3.21%
April	7,440,152	7,618,738	2.40%	7,667,227	3.26%
May	7,728,432	7,839,588	1.44%	7,952,469	1.44%
June	7,516,270	7,626,923	1.47%	7,672,456	0.60%
July	7,104,704	7,220,613	1.63%	7,246,498	0.36%
August	6,768,450	7,040,545	4.17%	7,036,919	-0.07%

## MTA New York City Subway

Revenue Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	134,732,986	138,489,313	2.78%	136,901,247	-1.15%
October	142,035,154	144,166,578	1.50%	137,259,455	-4.79%
November	135,682,453	139,668,952	2.94%	124,308,325	-11.00%
December	135,836,148	142,068,824	4.59%	137,471,991	-3.24%
January	127,637,258	132,812,778	4.05%	137,079,095	3.21%
February	124,055,125	132,381,109	6.71%	127,900,426	-3.38%
March	148,487,199	147,401,147	0.62%	142,325,986	-3.44%
April	136,237,054	139,080,375	2.09%	146,912,790	5.63%
May	141,880,529	148,496,485	4.66%	150,755,402	1.52%
June	140,586,973	141,886,322	1.00%	141,227,567	-0.53%
July	131,263,668	137,228,468	4.54%	140,822,610	2.82%
August	127,893,199	139,253,563	8.88%	138,488,102	-0.55%
12 Month Ave	136,360,646	140,262,826	3.61%	138,454,501	-1.28%
Year-to-Date	1,076,041,005	1,118,640,247	3.96%	1,125,511,988	0.61%
12 Month Averages					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	132,985,404	135,673,673	2.04%	140,120,487	3.28%
October	133,064,425	135,851,291	2.09%	139,544,894	2.72%
November	133,579,398	136,183,500	1.95%	138,284,925	1.53%
December	133,683,168	138,702,889	2.26%	137,861,856	0.86%
January	133,940,485	137,134,183	2.38%	138,237,382	0.80%
February	134,556,374	137,828,015	2.43%	137,863,992	0.03%
March	134,958,434	137,904,177	2.18%	137,441,062	-0.34%
April	134,853,150	138,141,120	2.44%	138,093,764	-0.03%
May	135,274,649	138,692,450	2.53%	138,282,007	-0.30%
June	135,505,323	138,809,063	2.44%	138,218,777	-0.43%
July	135,483,874	138,306,129	2.82%	138,518,289	-0.57%
August	135,360,646	140,252,826	3.61%	138,454,501	-1.28%
Average Weekday Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	5,113,279	5,415,945	5.92%	5,527,044	2.05%
October	5,419,113	5,519,875	1.86%	5,679,106	2.88%
November	5,307,376	5,458,286	2.81%	5,323,238	-2.44%
December	5,137,650	5,392,467	4.96%	5,274,755	-2.18%
January	4,892,799	5,113,166	4.50%	5,180,819	0.93%
February	5,260,405	5,391,274	2.49%	5,466,124	1.39%
March	5,423,118	5,530,836	1.99%	5,415,926	-2.08%
April	5,295,535	5,427,522	2.49%	5,589,663	2.99%
May	5,450,246	5,557,889	1.97%	5,664,205	1.81%
June	5,355,314	5,475,383	2.24%	5,536,340	1.11%
July	5,097,919	5,211,599	2.23%	5,240,690	0.56%
August	4,863,820	5,081,510	4.48%	5,113,279	0.63%

## MTA New York City Bus

Revenue Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	58,849,229	58,754,980	-3.58%	55,654,524	-1.94%
October	61,972,651	58,095,103	-4.64%	55,633,313	-5.86%
November	58,060,105	56,294,671	-3.04%	52,269,910	-7.15%
December	52,808,425	55,044,948	4.24%	53,681,765	-2.48%
January	50,736,878	53,716,155	5.87%	55,995,392	4.24%
February	50,280,335	54,423,270	8.28%	52,454,969	-3.62%
March	61,731,605	61,259,494	-0.76%	57,197,015	-6.63%
April	55,602,301	58,263,990	1.18%	59,905,187	6.47%
May	59,441,914	60,863,426	2.39%	60,642,837	-0.36%
June	57,097,375	56,138,145	-1.68%	54,820,616	-2.34%
July	52,980,206	53,537,317	1.05%	54,697,139	2.17%
August	50,273,725	54,471,313	8.35%	53,151,773	-2.42%
12 Month Ave	55,817,896	56,488,401	1.20%	55,508,703	-1.73%
Year-to-Date	438,124,338	450,671,109	2.86%	448,864,928	-0.40%

12 Month Averages					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	58,895,326	55,643,375	-5.52%	56,398,896	1.35%
October	58,621,619	55,403,579	-5.48%	56,108,214	1.27%
November	58,505,251	55,256,460	-5.55%	55,772,817	0.93%
December	58,076,949	55,442,837	-4.54%	55,659,218	0.39%
January	57,677,238	55,691,110	-3.44%	55,849,155	0.28%
February	57,612,411	56,036,021	-2.73%	55,685,130	-0.63%
March	57,448,352	55,998,679	-2.52%	55,346,590	-1.16%
April	56,934,245	56,053,819	-1.55%	55,650,023	-0.72%
May	56,726,694	56,172,279	-0.98%	55,631,640	-0.96%
June	56,478,671	56,092,176	-0.68%	55,522,013	-1.02%
July	56,202,014	56,138,602	-0.11%	55,618,665	-0.93%
August	55,817,896	56,488,401	1.20%	55,508,703	-1.73%

Average Weekday Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	1,922,640	2,200,250	14.44%	2,249,296	2.23%
October	2,359,451	2,265,112	-4.00%	2,313,933	2.16%
November	2,275,616	2,202,199	-3.23%	2,211,980	0.44%
December	2,007,182	2,104,574	4.85%	2,089,596	-0.71%
January	1,951,788	2,083,648	6.76%	2,118,717	1.69%
February	2,121,466	2,213,590	4.34%	2,254,283	1.84%
March	2,275,484	2,302,401	1.18%	2,165,853	-5.93%
April	2,144,616	2,191,216	2.17%	2,277,564	3.94%
May	2,278,186	2,281,700	0.15%	2,286,264	0.29%
June	2,160,956	2,151,540	-0.44%	2,136,116	-0.72%
July	2,008,784	2,009,014	0.11%	2,005,809	-0.16%
August	1,894,630	1,959,035	3.40%	1,922,640	-1.86%

## MTA Bus Company

Revenue Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	10,213,437	10,248,737	0.35%	10,068,914	-1.75%
October	10,772,444	10,672,062	-0.93%	10,081,508	-5.53%
November	10,198,423	10,264,991	0.65%	9,520,500	-7.25%
December	9,445,337	10,044,527	6.34%	9,893,990	-1.50%
January	8,998,811	9,672,158	7.51%	10,307,130	6.56%
February	8,882,694	9,754,429	9.81%	9,649,044	-1.08%
March	10,881,785	11,049,329	1.54%	10,509,736	-4.88%
April	9,789,001	10,054,362	2.71%	11,045,951	9.86%
May	10,678,556	10,957,840	2.63%	11,257,915	2.74%
June	10,256,893	10,122,902	-1.31%	10,003,795	-1.18%
July	9,455,791	9,674,026	2.31%	10,040,732	3.79%
August	9,211,190	10,027,841	8.87%	9,915,420	-1.12%
12 Month Ave	9,898,364	10,211,934	3.17%	10,191,220	-0.20%
Year-to-Date	78,150,721	81,312,887	4.05%	82,729,723	1.74%
12 Month Averages					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	10,060,099	9,901,305	-1.58%	10,196,948	2.99%
October	10,043,515	9,892,940	-1.50%	10,147,736	2.58%
November	10,056,139	9,898,487	-1.57%	10,085,695	1.89%
December	10,018,906	9,948,420	-0.70%	10,073,150	1.25%
January	9,987,712	10,004,699	0.17%	10,125,064	1.21%
February	10,007,959	10,077,343	0.69%	10,117,282	0.40%
March	10,009,451	10,091,305	0.82%	10,072,316	-0.19%
April	9,949,040	10,113,419	1.65%	10,154,949	0.41%
May	9,860,571	10,136,859	1.77%	10,179,955	0.43%
June	9,951,784	10,125,693	1.75%	10,170,029	0.44%
July	9,930,676	10,143,879	2.15%	10,200,588	0.56%
August	9,898,364	10,211,934	3.17%	10,191,220	-0.20%
Average Weekday Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	366,042	407,460	11.32%	416,264	2.16%
October	421,441	419,192	-0.53%	427,130	1.89%
November	409,255	409,829	0.14%	409,797	-0.01%
December	368,375	393,111	6.71%	394,582	0.37%
January	354,998	383,881	8.14%	397,021	3.42%
February	386,055	405,847	5.13%	424,297	4.55%
March	410,460	423,988	3.30%	408,385	-3.68%
April	387,521	400,164	3.26%	427,969	6.95%
May	420,342	418,369	-0.47%	432,244	3.32%
June	396,548	395,623	-0.23%	398,327	0.68%
July	369,348	370,696	0.36%	375,087	1.18%
August	353,624	367,817	4.01%	366,042	-0.48%

## MTA Staten Island Railway

Revenue Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	378,483	405,022	6.73%	379,807	-6.23%
October	408,020	425,857	4.37%	401,614	-5.69%
November	383,064	405,710	5.91%	328,542	-19.02%
December	359,753	391,429	8.60%	323,327	-17.40%
January	356,386	385,644	8.21%	366,031	-5.09%
February	333,719	367,154	10.02%	315,778	-13.99%
March	427,989	415,418	-2.94%	342,629	-17.47%
April	366,489	364,882	-0.44%	365,207	0.09%
May	406,054	410,031	0.98%	381,077	-7.06%
June	404,083	388,184	-3.93%	348,483	-10.22%
July	327,303	328,507	0.37%	300,308	-8.58%
August	333,401	352,063	5.60%	309,027	-12.22%
12 Month Ave	373,813	386,658	3.44%	346,837	-10.30%
Year-to-Date	2,955,434	3,011,883	1.91%	2,728,758	-9.40%

12 Month Averages					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	358,568	375,941	4.85%	384,557	2.29%
October	360,315	377,428	4.75%	382,537	1.35%
November	362,874	379,315	4.53%	376,106	-0.85%
December	364,190	381,954	4.88%	370,431	-3.02%
January	365,701	384,393	5.11%	368,797	-4.06%
February	367,683	387,179	5.30%	364,515	-5.85%
March	370,210	386,130	4.30%	358,466	-7.16%
April	369,005	385,997	4.60%	358,493	-7.13%
May	371,839	388,328	3.90%	356,080	-7.83%
June	373,277	385,003	3.14%	352,773	-8.37%
July	373,146	385,103	3.20%	350,423	-9.01%
August	373,813	386,658	3.44%	346,837	-10.30%

Average Weekday Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	12,368	17,244	39.43%	17,300	0.33%
October	17,241	18,063	4.77%	18,225	0.90%
November	16,414	17,302	5.41%	15,364	-11.20%
December	15,030	16,526	9.96%	14,427	-12.71%
January	15,224	16,557	8.75%	15,203	-8.17%
February	15,698	16,578	5.60%	15,075	-9.07%
March	17,125	16,934	-1.12%	14,523	-14.23%
April	15,562	15,800	1.53%	15,520	-1.77%
May	17,127	16,842	-1.67%	15,784	-6.28%
June	16,610	16,434	-1.06%	15,289	-6.97%
July	13,821	14,002	1.31%	12,713	-9.20%
August	13,291	13,710	3.15%	12,368	-9.79%

## MTA Long Island Rail Road

## Revenue Passengers

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	6,834,199	6,887,995	0.79%	6,719,248	-2.45%
October	6,804,525	6,903,268	1.45%	6,621,963	-4.07%
November	6,563,349	6,815,374	3.84%	5,607,406	-17.72%
December	6,885,089	7,167,781	2.62%	6,859,040	-4.31%
January	5,890,855	6,431,658	9.18%	6,628,268	3.06%
February	5,836,491	6,373,028	9.19%	6,020,679	-5.53%
March	7,031,512	7,102,378	1.01%	6,897,877	-2.88%
April	6,651,960	6,858,130	3.10%	6,961,658	1.51%
May	6,739,212	7,172,588	6.43%	7,112,429	-0.84%
June	7,178,901	7,235,528	0.79%	6,994,737	-3.33%
July	7,042,470	7,289,683	3.51%	7,401,120	1.53%
August	6,837,184	7,482,932	9.44%	7,274,722	-2.78%
12 Month Ave	6,699,846	6,980,385	4.19%	6,758,262	-3.18%
Year-to-Date	53,208,585	55,945,926	5.14%	55,291,490	-1.17%

## 12 Month Averages

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	6,811,276	6,704,129	-1.57%	6,966,323	3.91%
October	6,795,180	6,712,357	-1.22%	6,942,881	3.43%
November	6,797,737	6,733,359	-0.95%	6,842,217	1.62%
December	6,798,308	6,752,273	-0.65%	6,812,799	0.90%
January	6,766,575	6,797,340	0.45%	6,828,183	0.47%
February	6,768,653	6,842,052	1.08%	6,799,820	-0.62%
March	6,770,883	6,847,957	1.14%	6,782,779	-0.95%
April	6,747,406	6,865,138	1.74%	6,791,406	-1.07%
May	6,747,027	6,901,253	2.29%	6,786,393	-1.66%
June	6,738,623	6,905,972	2.48%	6,766,327	-2.02%
July	6,722,269	6,926,573	3.04%	6,775,613	-2.18%
August	6,699,646	6,980,385	4.19%	6,758,262	-3.18%

## Average Weekday Passengers

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	288,390	288,504	0.04%	304,976	5.71%
October	285,328	288,692	1.18%	268,456	-7.01%
November	287,221	298,001	3.75%	243,193	-18.39%
December	279,299	296,869	6.29%	293,968	-0.98%
January	269,444	281,448	4.46%	279,154	-0.82%
February	270,350	281,543	4.14%	280,121	-0.51%
March	273,253	286,263	4.76%	287,801	0.47%
April	278,587	286,139	2.71%	281,100	-1.76%
May	280,553	286,384	2.79%	286,442	-0.67%
June	287,735	300,269	4.36%	302,466	0.74%
July	300,066	300,228	0.05%	283,335	-2.30%
August	266,920	286,121	7.19%	288,390	0.79%



## MTA Metro-North Railroad

## Revenue Passengers

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	6,852,629	6,960,470	1.57%	6,754,982	-2.95%
October	7,027,596	7,042,872	0.22%	6,778,733	-3.75%
November	6,810,467	6,948,147	2.02%	6,283,202	-9.57%
December	7,089,300	7,339,230	3.53%	7,009,613	-4.49%
January	6,058,385	6,537,572	7.91%	6,677,133	2.13%
February	5,823,842	6,395,893	9.82%	5,996,007	-6.25%
March	7,067,303	7,145,214	1.10%	6,861,373	-2.57%
April	6,804,583	6,972,024	2.46%	7,106,230	1.92%
May	6,948,660	7,242,988	4.24%	7,198,289	-0.62%
June	7,327,291	7,269,950	-0.78%	7,095,500	-2.40%
July	7,012,229	7,214,301	2.88%	7,300,188	1.19%
August	6,704,764	7,348,146	9.61%	7,132,265	-2.95%
12 Month Ave	6,793,922	7,034,818	3.55%	6,857,792	-2.52%
Year-to-Date	53,747,067	56,127,098	4.43%	55,466,975	-1.18%

## 12 Month Averages

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	6,710,814	6,802,908	1.37%	7,017,694	3.16%
October	6,717,049	6,804,181	1.30%	6,985,683	2.81%
November	6,744,108	6,815,655	1.06%	6,940,270	1.83%
December	6,757,974	6,836,482	1.16%	6,912,802	1.12%
January	6,758,035	6,876,414	1.75%	6,924,432	0.70%
February	6,769,359	6,924,085	2.29%	6,891,109	-0.48%
March	6,780,117	6,930,578	2.22%	6,875,789	-0.78%
April	6,777,395	6,944,531	2.47%	6,886,972	-0.83%
May	6,795,528	6,969,059	2.55%	6,883,247	-1.23%
June	6,809,625	6,964,280	2.27%	6,868,710	-1.37%
July	6,811,272	6,981,120	2.49%	6,875,866	-1.51%
August	6,793,922	7,034,818	3.55%	6,857,792	-2.52%

## Average Weekday Passengers

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	279,246	286,603	2.63%	291,967	1.87%
October	287,333	286,373	-0.33%	260,443	-9.05%
November	290,232	293,791	1.23%	264,012	-10.14%
December	280,900	294,479	4.83%	267,219	-2.47%
January	264,246	274,231	3.78%	272,612	-0.52%
February	264,614	275,684	4.19%	271,377	-1.57%
March	273,743	282,429	3.17%	282,708	0.10%
April	280,302	285,303	2.14%	285,330	-0.34%
May	283,162	285,774	0.92%	284,942	-0.29%
June	293,413	296,618	1.09%	298,378	0.58%
July	290,510	290,489	-0.01%	287,876	-0.90%
August	266,109	280,606	5.52%	279,246	-0.56%

## East of Hudson

## Revenue Passengers

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	6,693,844	6,860,460	2.49%	6,618,194	-3.53%
October	6,867,305	6,945,233	1.13%	6,839,905	-4.40%
November	6,854,086	6,851,079	2.96%	6,211,788	-9.33%
December	6,924,466	7,201,122	4.00%	6,901,054	-4.17%
January	5,918,958	6,407,976	8.30%	6,559,573	2.37%
February	5,685,834	6,265,036	10.19%	5,883,759	-6.09%
March	6,896,269	6,994,606	1.43%	6,827,778	-2.39%
April	6,648,157	6,831,738	2.76%	6,973,347	2.07%
May	6,788,759	7,094,282	4.50%	7,061,066	-0.47%
June	7,164,509	7,121,125	-0.61%	6,959,429	-2.27%
July	6,854,351	7,082,979	3.04%	7,156,528	1.32%
August	6,551,648	7,192,637	9.78%	6,996,610	-2.74%
12 Month Ave	6,637,166	6,902,348	4.00%	6,732,336	-2.46%
Year-to-Date	52,606,485	54,970,279	4.69%	54,417,090	-1.01%

## 12 Month Averages

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	6,554,367	6,651,067	1.48%	6,882,159	3.47%
October	6,560,893	6,657,561	1.47%	6,856,715	2.99%
November	6,587,344	6,673,977	1.32%	6,803,441	1.94%
December	6,609,912	6,697,032	1.46%	6,778,435	1.22%
January	6,600,865	6,737,950	2.08%	6,791,068	0.79%
February	6,611,670	6,786,217	2.64%	6,759,295	-0.40%
March	6,622,223	6,794,411	2.60%	6,745,393	-0.72%
April	6,619,966	6,809,710	2.87%	6,757,193	-0.77%
May	6,637,289	6,835,170	2.98%	6,754,425	-1.18%
June	6,651,644	6,831,555	2.70%	6,740,951	-1.33%
July	6,653,465	6,848,940	2.94%	6,748,747	-1.48%
August	6,637,166	6,902,348	4.00%	6,732,336	-2.46%

## Average Weekday Passengers

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	273,031	281,839	3.23%	284,787	1.05%
October	279,708	281,728	0.72%	253,501	-10.02%
November	282,409	288,936	2.31%	260,337	-9.90%
December	273,395	287,900	5.31%	281,798	-2.12%
January	256,610	267,746	4.26%	267,204	-0.20%
February	257,367	269,157	4.58%	265,484	-1.36%
March	266,296	275,580	3.49%	276,352	0.28%
April	272,859	279,630	2.48%	279,287	-0.12%
May	275,544	279,003	1.26%	278,696	-0.11%
June	288,011	289,538	1.23%	291,596	0.71%
July	282,626	283,280	0.23%	281,333	-0.69%
August	268,877	273,882	5.83%	273,031	-0.35%

## Harlem Line

## Revenue Passengers

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	2,206,183	2,253,778	2.16%	2,162,096	-4.07%
October	2,275,602	2,283,643	0.35%	2,180,347	-4.52%
November	2,198,951	2,247,234	2.20%	2,068,664	-7.95%
December	2,297,316	2,343,967	2.03%	2,254,289	-3.83%
January	1,975,045	2,127,333	7.71%	2,182,967	2.62%
February	1,913,040	2,075,606	8.50%	1,978,265	-4.64%
March	2,304,100	2,321,334	0.75%	2,262,610	-2.53%
April	2,188,956	2,235,081	2.11%	2,286,516	2.30%
May	2,223,927	2,318,904	4.27%	2,326,618	0.33%
June	2,320,897	2,318,256	-0.11%	2,244,617	-3.18%
July	2,198,107	2,274,018	3.45%	2,330,442	2.48%
August	2,111,456	2,311,944	9.50%	2,234,767	-3.34%
12 Month Ave	2,184,465	2,259,258	3.42%	2,209,433	-2.21%
Year-to-Date	17,235,528	17,982,476	4.33%	17,847,802	-0.75%

## 12 Month Averages

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	2,174,882	2,188,431	0.62%	2,251,618	2.89%
October	2,175,102	2,189,101	0.64%	2,243,010	2.46%
November	2,182,304	2,193,125	0.50%	2,228,129	1.60%
December	2,185,926	2,197,013	0.51%	2,220,656	1.08%
January	2,184,137	2,209,703	1.17%	2,225,292	0.71%
February	2,187,699	2,223,250	1.63%	2,217,264	-0.27%
March	2,189,099	2,224,687	1.63%	2,212,370	-0.55%
April	2,185,807	2,228,530	1.95%	2,216,656	-0.53%
May	2,190,778	2,236,445	2.08%	2,217,299	-0.86%
June	2,192,501	2,236,225	1.99%	2,211,163	-1.12%
July	2,190,141	2,242,551	2.39%	2,215,885	-1.19%
August	2,184,465	2,259,258	3.42%	2,209,433	-2.21%

## Average Weekday Passengers

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	87,901	93,133	5.95%	93,799	0.72%
October	93,240	93,197	-0.05%	83,661	-10.23%
November	93,893	95,500	1.71%	87,177	-8.72%
December	91,183	94,527	3.67%	92,943	-1.68%
January	86,168	89,422	3.78%	89,356	-0.07%
February	86,918	89,675	3.17%	89,601	-0.08%
March	89,286	91,890	2.92%	92,083	0.21%
April	90,375	92,081	1.89%	92,051	-0.03%
May	90,818	91,782	1.06%	92,284	0.56%
June	93,237	94,958	1.85%	94,888	-0.07%
July	91,588	92,071	0.53%	92,157	0.09%
August	84,033	88,674	5.52%	87,901	-0.87%

## Hudson Line

Revenue Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	1,331,091	1,358,616	2.07%	1,300,945	-4.24%
October	1,361,131	1,359,385	-0.13%	1,304,322	-4.05%
November	1,303,840	1,332,264	2.18%	1,190,123	-10.67%
December	1,350,557	1,374,664	1.78%	1,321,710	-3.85%
January	1,159,493	1,228,283	5.93%	1,250,870	1.84%
February	1,106,812	1,201,829	8.38%	1,151,020	-4.23%
March	1,340,022	1,343,474	0.26%	1,316,583	-2.00%
April	1,312,919	1,334,926	1.68%	1,355,099	1.51%
May	1,349,153	1,399,291	3.72%	1,396,805	-0.18%
June	1,408,083	1,394,023	-1.00%	1,370,358	-1.70%
July	1,358,800	1,401,131	3.12%	1,344,284	-4.06%
August	1,297,903	1,433,031	10.41%	1,373,141	-4.18%
12 Month Ave	1,306,815	1,346,743	3.06%	1,306,272	-3.01%
Year-to-Date	10,335,155	10,735,988	3.88%	10,558,160	-1.66%

12 Month Averages					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	1,295,206	1,308,109	1.07%	1,341,837	2.51%
October	1,296,445	1,308,984	0.97%	1,337,349	2.17%
November	1,302,001	1,311,332	0.72%	1,325,504	1.08%
December	1,304,673	1,313,341	0.66%	1,321,091	0.59%
January	1,305,064	1,319,074	1.07%	1,322,973	0.30%
February	1,307,108	1,328,825	1.51%	1,318,739	-0.61%
March	1,308,056	1,327,113	1.46%	1,316,498	-0.80%
April	1,307,797	1,328,947	1.62%	1,318,179	-0.81%
May	1,310,054	1,333,125	1.76%	1,317,972	-1.14%
June	1,312,224	1,331,955	1.50%	1,316,000	-1.20%
July	1,312,045	1,335,482	1.79%	1,311,263	-1.81%
August	1,306,815	1,346,743	3.06%	1,306,272	-3.01%

Average Weekday Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	53,433	55,594	4.04%	55,710	0.21%
October	55,261	54,963	-0.54%	49,650	-8.67%
November	55,268	56,109	1.53%	49,881	-11.10%
December	53,368	55,091	3.23%	54,024	-1.94%
January	50,319	51,340	2.03%	51,024	-0.62%
February	50,296	51,721	2.83%	51,876	0.30%
March	51,763	52,943	2.28%	53,273	0.62%
April	53,787	54,535	1.39%	54,194	-0.63%
May	54,625	54,880	0.47%	54,884	0.01%
June	56,110	56,479	0.66%	57,103	1.10%
July	55,877	55,874	0.35%	52,917	-5.29%
August	51,158	54,403	6.34%	53,433	-1.78%

## New Haven Line

## Revenue Passengers

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	3,158,370	3,248,086	2.91%	3,155,153	-2.86%
October	3,230,572	3,302,205	2.22%	3,155,236	-4.45%
November	3,151,295	3,271,581	3.82%	2,953,001	-9.74%
December	3,276,593	3,482,491	6.28%	3,325,055	-4.52%
January	2,782,420	3,052,360	9.70%	3,125,736	2.40%
February	2,683,982	2,987,601	12.15%	2,753,474	-7.84%
March	3,252,147	3,329,788	2.39%	3,248,585	-2.44%
April	3,146,282	3,281,731	3.67%	3,331,732	2.15%
May	3,215,679	3,376,087	4.99%	3,337,643	-1.14%
June	3,435,549	3,408,846	-0.78%	3,344,454	-1.89%
July	3,287,444	3,387,830	2.74%	3,481,802	2.77%
August	3,142,289	3,447,562	9.71%	3,387,702	-1.74%
12 Month Ave	3,145,885	3,296,347	4.78%	3,216,631	-2.42%
Year-to-Date	24,935,792	26,251,815	5.28%	28,011,128	-0.92%

## 12 Month Averages

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	3,084,279	3,153,527	2.25%	3,288,604	4.28%
October	3,089,346	3,159,486	2.27%	3,276,356	3.70%
November	3,103,039	3,169,520	2.14%	3,249,808	2.53%
December	3,110,313	3,188,678	2.46%	3,236,688	1.57%
January	3,111,664	3,209,173	3.13%	3,242,803	1.05%
February	3,116,863	3,236,141	3.83%	3,223,292	-0.40%
March	3,125,067	3,242,612	3.76%	3,216,525	-0.80%
April	3,126,362	3,252,233	4.03%	3,222,358	-0.92%
May	3,136,467	3,265,600	4.12%	3,219,154	-1.42%
June	3,146,918	3,263,375	3.70%	3,213,788	-1.52%
July	3,151,280	3,270,907	3.80%	3,221,619	-1.51%
August	3,145,885	3,296,347	4.78%	3,216,631	-2.42%

## Average Weekday Passengers

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	131,897	133,112	1.07%	135,278	1.63%
October	131,207	133,568	1.80%	120,190	-10.02%
November	133,250	137,327	3.06%	123,279	-10.23%
December	128,844	138,282	7.33%	134,831	-2.50%
January	120,323	126,986	5.54%	126,825	-0.13%
February	120,153	127,761	6.33%	124,008	-2.94%
March	125,247	130,747	4.39%	130,996	0.19%
April	128,697	133,014	3.35%	133,042	0.02%
May	130,101	132,341	1.72%	131,518	-0.62%
June	136,664	138,101	1.05%	139,605	1.09%
July	135,361	135,335	-0.02%	136,258	0.68%
August	123,686	130,905	5.84%	131,697	0.61%

## West of Hudson

Revenue Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	158,985	100,010	-37.09%	136,788	36.77%
October	160,291	97,639	-39.09%	138,828	42.18%
November	156,381	97,068	-37.93%	71,414	-26.43%
December	164,834	138,108	-16.21%	108,559	-21.40%
January	141,427	129,596	-8.37%	117,560	-9.29%
February	138,008	130,857	-5.18%	112,248	-14.22%
March	171,034	150,608	-11.94%	133,595	-11.30%
April	156,436	140,286	-10.32%	132,863	-5.28%
May	159,901	148,718	-6.99%	137,233	-7.72%
June	162,782	146,825	-8.57%	136,071	-8.57%
July	157,878	151,322	-4.15%	143,640	-5.08%
August	153,116	156,609	2.28%	135,655	-12.74%
12 Month Ave	156,756	132,470	-15.49%	125,456	-5.29%
Year-to-Date	1,240,582	1,156,819	-6.75%	1,049,885	-8.24%

12 Month Averages					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	156,447	151,842	-2.94%	135,535	-10.74%
October	156,156	146,821	-6.11%	138,968	-5.22%
November	156,784	141,678	-9.62%	136,830	-3.42%
December	157,062	139,451	-11.21%	134,367	-3.65%
January	157,170	138,465	-11.90%	133,364	-3.68%
February	157,689	137,869	-12.57%	131,814	-4.39%
March	157,894	136,167	-13.76%	130,396	-4.24%
April	157,429	134,821	-14.36%	129,779	-3.74%
May	158,230	133,889	-15.38%	128,822	-3.78%
June	157,882	132,726	-15.98%	127,759	-3.74%
July	157,807	132,179	-16.24%	127,119	-3.83%
August	156,756	132,470	-15.49%	125,456	-6.29%

Average Weekday Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	6,215	4,764	-23.35%	7,180	50.71%
October	7,625	4,645	-39.08%	6,942	49.45%
November	7,823	4,855	-37.94%	3,875	-24.30%
December	7,505	6,579	-12.34%	5,421	-17.60%
January	7,436	6,483	-12.82%	5,608	-13.50%
February	7,247	6,537	-9.80%	5,893	-9.85%
March	7,447	6,849	-8.03%	6,358	-7.20%
April	7,443	6,673	-10.35%	6,043	-9.44%
May	7,618	6,771	-11.12%	6,247	-7.74%
June	7,402	7,080	-4.35%	6,783	-4.19%
July	7,984	7,208	-8.56%	6,543	-9.24%
August	7,232	6,824	-5.64%	6,216	-8.92%

## Port Jervis Line

Revenue Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	110,427	50,582	-54.19%	85,604	69.24%
October	110,500	46,093	-58.29%	87,075	88.91%
November	107,453	46,692	-56.55%	47,613	1.97%
December	114,571	85,576	-25.31%	67,755	-20.82%
January	96,984	80,570	-16.92%	73,570	-8.69%
February	84,908	81,766	-13.85%	69,549	-14.94%
March	117,095	93,911	-19.80%	82,466	-12.19%
April	108,000	88,819	-17.76%	82,564	-7.04%
May	111,096	93,989	-15.40%	85,089	-9.47%
June	118,786	94,452	-19.12%	83,426	-11.67%
July	110,772	97,178	-12.27%	91,288	-6.06%
August	104,640	100,855	-3.62%	89,188	-11.57%
12 Month Ave	108,603	80,040	-26.30%	78,766	-1.59%
Year-to-Date	860,281	731,540	-14.96%	657,149	-18.17%

12 Month Averages					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	109,994	103,816	-5.60%	82,959	-19.94%
October	109,463	98,248	-10.24%	86,374	-12.09%
November	109,621	93,185	-14.99%	86,451	-7.23%
December	109,583	90,769	-17.17%	84,866	-6.39%
January	109,435	89,401	-18.31%	84,362	-5.61%
February	109,659	88,306	-19.47%	83,364	-5.60%
March	109,614	86,374	-21.20%	82,410	-4.59%
April	109,134	84,775	-22.32%	81,889	-3.40%
May	109,578	83,350	-23.94%	81,148	-2.64%
June	109,683	81,489	-25.71%	80,229	-1.55%
July	109,610	80,356	-26.69%	79,738	-0.77%
August	108,603	80,040	-26.30%	78,766	-1.59%

Average Weekday Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	4,056	2,409	-40.61%	4,491	86.43%
October	5,256	2,192	-58.29%	4,354	98.83%
November	5,376	2,336	-56.54%	2,455	5.08%
December	5,218	4,077	-21.66%	3,383	-17.02%
January	5,098	4,031	-20.93%	3,511	-12.90%
February	4,981	4,084	-18.01%	3,648	-10.67%
March	5,100	4,271	-16.25%	3,922	-8.16%
April	5,138	4,224	-17.79%	3,755	-11.10%
May	5,283	4,280	-19.14%	3,874	-9.48%
June	5,311	4,493	-15.40%	4,158	-7.47%
July	5,531	4,630	-16.29%	4,159	-10.18%
August	5,037	4,396	-12.73%	4,056	-7.72%

## Pascack Valley Line

Revenue Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	48,558	49,428	1.79%	51,184	3.55%
October	49,791	51,546	3.52%	51,753	0.40%
November	48,928	50,376	2.96%	23,801	-52.75%
December	50,263	52,532	4.51%	40,804	-22.33%
January	44,443	49,026	10.31%	43,990	-10.27%
February	43,100	49,091	13.90%	42,699	-13.02%
March	53,939	56,697	5.11%	51,129	-9.82%
April	48,436	51,467	6.26%	50,319	-2.23%
May	48,805	54,727	12.13%	52,144	-4.72%
June	45,996	54,373	18.21%	52,645	-3.18%
July	47,106	54,144	14.94%	52,352	-3.31%
August	48,476	55,754	15.01%	47,467	-14.86%
12 Month Ave	48,153	52,430	8.88%	46,691	-10.95%
Year-to-Date	380,301	425,279	11.83%	392,745	-7.66%

12 Month Averages					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	46,453	48,226	3.82%	52,576	9.02%
October	46,694	48,372	3.59%	52,594	8.73%
November	47,143	48,493	2.86%	50,379	3.89%
December	47,479	48,682	2.53%	49,402	1.48%
January	47,736	49,064	2.78%	48,982	-0.17%
February	48,030	49,583	3.19%	48,449	-2.25%
March	48,280	49,793	3.13%	47,985	-3.63%
April	48,295	50,046	3.63%	47,890	-4.31%
May	48,652	50,539	3.88%	47,675	-5.67%
June	48,298	51,237	6.08%	47,531	-7.23%
July	48,197	51,824	7.52%	47,381	-8.57%
August	48,153	52,430	8.88%	46,691	-10.95%

Average Weekday Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	2,159	2,355	9.08%	2,889	14.18%
October	2,369	2,453	3.54%	2,588	5.50%
November	2,447	2,519	2.94%	1,220	-51.57%
December	2,287	2,502	9.40%	2,038	-18.55%
January	2,338	2,452	4.88%	2,097	-14.48%
February	2,266	2,453	8.25%	2,245	-8.48%
March	2,347	2,578	9.84%	2,433	-5.61%
April	2,305	2,449	6.25%	2,288	-6.58%
May	2,325	2,491	7.14%	2,372	-4.77%
June	2,091	2,587	23.72%	2,625	1.49%
July	2,353	2,579	9.60%	2,384	-7.56%
August	2,195	2,428	10.62%	2,159	-11.08%



## MTA Bridges &amp; Tunnels

Revenue Passengers					
Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	24,617,701	23,976,096	-2.61%	23,763,047	-0.89%
October	25,470,647	24,135,980	-5.24%	22,928,321	-5.00%
November	24,016,670	23,443,442	-2.39%	20,945,342	-10.66%
December	22,969,330	23,665,382	3.03%	23,355,262	-1.31%
January	20,408,730	21,776,550	6.70%	22,290,223	2.36%
February	20,176,144	21,280,142	5.47%	19,831,970	-6.81%
March	23,928,232	23,927,645	0.00%	23,376,021	-2.31%
April	23,593,365	23,651,425	0.25%	23,638,588	-0.05%
May	25,144,889	25,192,764	0.19%	25,045,252	-0.59%
June	25,289,003	25,233,363	-0.22%	24,721,506	-2.03%
July	25,490,788	24,887,622	-2.37%	24,880,575	-0.03%
August	24,253,530	25,669,824	5.84%	25,637,795	-0.12%
12 Month Ave	23,779,919	23,903,353	0.52%	23,367,825	-2.24%
Year-to-Date	188,284,681	191,619,335	1.77%	189,421,930	-1.15%

## 12 Month Averages

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	24,282,335	23,726,452	-2.29%	23,885,599	0.67%
October	24,321,186	23,615,230	-2.90%	23,784,961	0.72%
November	24,353,452	23,567,461	-3.23%	23,576,786	0.04%
December	24,309,519	23,625,465	-2.81%	23,550,942	-0.32%
January	24,149,337	23,739,450	-1.70%	23,593,748	-0.61%
February	24,235,073	23,831,450	-1.67%	23,473,067	-1.50%
March	24,188,313	23,831,401	-1.48%	23,427,099	-1.70%
April	24,106,894	23,836,239	-1.12%	23,426,029	-1.72%
May	24,037,229	23,840,229	-0.82%	23,413,736	-1.79%
June	23,983,224	23,835,592	-0.62%	23,371,082	-1.95%
July	23,942,313	23,785,328	-0.66%	23,370,494	-1.74%
August	23,779,919	23,903,353	0.52%	23,367,825	-2.24%

## Average Weekday Passengers

Service Month	2010-2011	2011-2012	Percentage Change	2012-2013	Percentage Change
September	837,770	823,591	-1.69%	821,457	-0.26%
October	837,927	801,028	-4.40%	736,273	-8.08%
November	822,205	801,634	-2.50%	725,399	-9.51%
December	764,702	793,943	3.82%	802,287	1.05%
January	682,304	748,115	9.65%	755,080	0.93%
February	750,861	768,649	2.37%	765,137	-0.46%
March	788,941	797,238	1.05%	776,880	-2.55%
April	812,864	808,640	-0.52%	801,771	-0.85%
May	833,621	831,734	-0.23%	834,864	0.38%
June	855,894	853,960	-0.23%	838,317	-1.83%
July	853,553	828,552	-2.81%	824,778	-0.58%
August	832,806	842,278	1.14%	837,770	-0.54%

# Fuel Hedge Program

# Current Hedge Activity

## Ultra Low Sulfur Diesel Hedges

Start	End	Lock in	Gallons
		Price/Gal	Hedged/Mn
Apr-2012	Sep-2013	\$3.213	207,523
May-2012	Oct-2013	\$3.161	193,328
Jun-2012	Nov-2013	\$2.995	176,219
Jun-2012	Nov-2013	\$2.767	200,779
Aug-2012	Jan-2014	\$2.696	154,550
Sep-2012	Feb-2014	\$2.915	127,692
Oct-2012	Mar-2014	\$3.057	129,030
Dec-2012	Oct-2014	\$2.890	367,758
Jun-2013	Nov-2014	\$2.942	543,934 *
Dec-2013	Dec-2014	\$2.871	428,273 *
Jan-2014	Jan-2015	\$2.899	381,159 *
Jan-2014	Jan-2015	\$2.940	288,280 *
Mar-2014	Mar-2015	\$2.883	259,403 *
May-2013	Mar-2015	\$2.770	180,270 *
May-2013	Mar-2015	\$2.770	180,270 *
May-2014	Apr-2015	\$2.814	228,094 *
Jun-2014	Jul-2015	\$2.826	465,582 *
Aug-2014	Aug-2015	\$2.824	229,883 *

## Natural Gas Hedge

Start	End	Lock in	MMBtus
		Price/MMBtu	Hedged/Mn

Currently no active Natural Gas hedges

X-52

	Diesel Fuel			Natural Gas		
	2013	2014	2015	2013	2014	2015
2013 July Plan	\$2.96	\$2.89	\$2.83	\$3.91	\$4.18	\$4.26

# Annual Impact as of October 7, 2013

	(\$ in millions)		
	<u>2013</u>	<u>2014</u>	<u>2015</u>
<b><u>Ultra Low Sulfur Diesel</u></b>			
Current Prices vs. July Plan	(\$3.951)	\$0.146	\$3.027
Impact of Hedge	<u>1.133</u>	<u>1.664</u>	<u>(0.047)</u>
Net Impact: Fav/(Unfav)	(\$2.818)	\$1.810	\$2.980
 <b><u>Compressed Natural Gas</u></b>			
Current Prices vs. July Plan	\$2.282	\$3.127	\$1.689
Impact of Hedge	<u>0.000</u>	<u>0.000</u>	<u>0.000</u>
Net Impact: Fav/(Unfav)	\$2.282	\$3.127	\$1.689
 <b><u>Summary</u></b>			
Current Prices vs. July Plan	(\$1.669)	\$3.273	\$4.715
Impact of Hedge	<u>1.133</u>	<u>1.664</u>	<u>(0.047)</u>
Net Impact: Fav/(Unfav)	(\$0.537)	\$4.937	\$4.668

Estimated impacts are based on monthly average price times forecast usage, which may differ from actual purchases.

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**NOVEMBER 2013**  
**MTA REAL ESTATE**  
**FINANCE COMMITTEE AGENDA ITEMS**

**1. ACTION ITEMS**

**MTA NEW YORK CITY TRANSIT**

- a. Surrender of East Gun Hill Road property from NYC/NYCT master lease
- b. Lease Agreement with Consul International, Inc. for the operation of a newsstand at 14<sup>th</sup> Street, Eighth Avenue Line, Mezzanine, Unit 01B, Manhattan
- c. Lease Agreement with Mohammed E. Khan for the operation of a newsstand at 14th Street, Seventh Avenue/Broadway Line, Mezzanine, Unit 01, Manhattan
- d. Lease Agreement with Farhana Corp. for the operation of a newsstand at Westchester Square – East Tremont Avenue, Street Level, Unit 01, Bronx (note: this will be a newsstand+ since they can do coffee/food)
- e. Master lease with Columbus LLC for the retail concourse at 59 St – Columbus Circle station

**METROPOLITAN TRANSPORTATION AUTHORITY**

- f. Proposal to modify certain existing policies and approve additional policies regulating how MTA Real Estate enters into certain agreements
- g. Lease for MTA Police Department at 420 Lexington Avenue, New York, NY

**MTA MANHATTAN AND BRONX SURFACE TRANSIT OPERATING AUTHORITY**

- h. Lease Agreement between 16 Westchester LLC and MaBSTOA for a swing room

**2. INFORMATION ITEMS**

- a. Status report on month-to-month licenses
- b. Status report on agreements entered into directly by the Real Estate Department
- c. Status report on Grand Central Terminal Vanderbilt Hall events
- d. Status report on Grand Central Terminal Graybar Passage retail kiosks
- e. Addition of an easement to the Master Lease between NYCT and NYC for a subway entrance to be built to the Second Avenue Subway

- f. Permit for a one day event on September 7th with the Town of Cortlandt for the use of a portion of Metro-North's Cortlandt parking facility
- g. Permit for a one day event on October 26th with the Town of Cortlandt to allow use of the Metro-North's Cortlandt parking facility
- h. Permit with the Westchester Cycle Club, Inc., for use of a portion of the Metro-North's Goldens Bridge parking facility
- i. Permit between MTA Bridges & Tunnels and the City of New York Mayor's Office of Special Projects and Community Events for parking at the Battery Parking Garage in support of the memorial services for the 12th anniversary of the events of September 11, 2001

<b>Legal Name</b>	<b>Popular Name</b>	<b>Abbreviation</b>
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

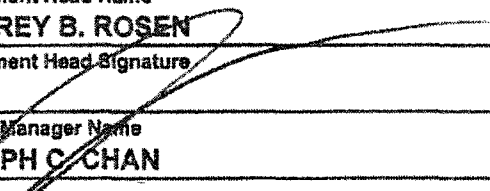
*Staten Island Rapid Transit Operating Authority is a subsidiary of the Metropolitan Transportation Authority. Its popular name is MTA Staten Island Railway (abbreviated SIR).*

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

# **MTA NEW YORK CITY TRANSIT**






# Staff Summary

Subject <b>SURRENDER OF EAST GUN HILL ROAD</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature 
Project Manager Name <b>JOSEPH C. CHAN</b>

Date <b>NOVEMBER 12, 2013</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/12/13	X		
2	Board	11/13/13	X		

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

AGENCY: MTA New York City Transit ("NYCT")

PROPERTY: A 550,000 sq. ft. portion of Block 4804, Lot 100 in the Bronx, as shown on the attached site plan (the "Property")

LOCATION: East Gun Hill Road, in the Baychester section of the Bronx

ACTIVITY: Release from master lease

ACTION REQUESTED: Approval of terms

COMPENSATION: Contribution of up to \$30,500,000 to MTA's 2010-2014 capital program, subject to possible environmental remediation credit as described below

## COMMENTS

The Property comprises the southern portion of a larger, 30+ acre parcel on which NYCT's Gun Hill Bus Depot is located (the "Bus Depot Property"), and has been licensed on an interim basis for use as a golf driving range, among other purposes. The Bus Depot Property is bounded by the New England Thruway to the east, the Hutchinson Parkway to the south and East Gun Hill Road to the southeast. The Property is currently vacant except for a small portion that is used for parking by C&M Trucking Company (the "Licensee") pursuant to a license that is terminable on 60 days' notice (the "License"). The entire Bus Depot Property was acquired by the City of New York in the mid-1980's and incorporated into the 1953 master lease between the City and NYCT (as amended, the "Master Lease"). At the time of the City's acquisition of the Bus Depot Property, the MTA reimbursed the City for the acquisition cost of \$4,525,000, of which \$1.86 million is attributable to this portion of the Property.

The Master Lease provides for surrender of master-leased property to the City when NYCT determines that it no longer requires such property for transportation purposes. In March 2012, as part of a real property value capture initiative first presented to the MTA Board in September of 2011, the MTA entered into an arrangement whereby (a) the Property and six other Master Lease properties (collectively the "Master Lease Properties") would be marketed through a request for proposals ("RFP") process to be undertaken by the New York City Economic Development Corporation ("EDC"), (b) following the selection of a purchaser and requisite City and MTA Board approvals, NYCT would surrender such property to the City for conveyance through EDC to the successful proposed purchaser, and (c) the net proceeds from such sale (after reimbursement to MTA for pre-funded marketing costs, and, in the case of the Property and one other Master Lease Property, the MTA's site acquisition costs), would be contributed by the City to the MTA's 2010-2014 capital program and credited against an incremental \$250 million contribution that the City has undertaken to make toward such capital program.

# Staff Summary

## FINANCE COMMITTEE MEETING

### Surrender of Master Lease Property (Cont'd.)



Metropolitan Transportation Authority

Page 2 of 2

In March 2012, EDC issued an RFP for the Property. The RFP required that the selected respondent's proposed use and design minimize any impact on Gun Hill Bus Depot operations, and enhance the efficiency of the street grid for transit operations.

The RFP generated robust competition and EDC received a total of seven proposals, the most advantageous of which was made by Gun Hill Square, LLC, an affiliate of Urban Strategic Investments, which is a joint venture of Grid Properties, Inc. and Gotham Organization, Inc. (the "Developer"). The Developer is the owner and operator of large-scale urban retail projects, including HARLEM USA -- a 285,000 square foot, six-level retail and entertainment complex located at 125th Street and Frederick Douglass Boulevard in Upper Manhattan -- and DC USA -- an 890,000 square foot, \$145 million two-story complex that is the largest retail development in the District of Columbia.

The Developer has proposed:

- a) to plan, design and construct (i) a high-quality pedestrian-oriented retail development containing approximately not less than 260,000 square feet of floor area with landscaped publicly-accessible areas and ancillary parking uses, and (ii) subject to the availability of subsidized financing, a senior housing development containing approximately 80 -100 dwelling units;
- b) to pay to EDC a purchase price of \$30,500,000 (to be applied as described above);
- c) to complete the required subdivision of tax lot 10 at its own cost and expense;
- d) to install, at the Developer's cost, security measures for the MTA that would separate the balance of the Bus Depot Property from the Property, including a perimeter fence at least 12 feet high and a fiber optic intrusion detection system including up to six pan-tilt-zoom cameras;

The proposed purchase price is higher than any of the other offers EDC received for the Property (the next three highest of which were \$27 million, \$26.3 million and \$26 million, respectively), even in the unlikely event that the full amount of the environmental credit described below were applied.

Under EDC's RFP process, the final purchase price for the Property must be the higher of the price set forth above or the appraised value of the Property as determined by an independent appraisal, to be commissioned by EDC and paid for by the Developer and delivered prior to closing. If the appraised value were to exceed the price offered by the Developer, the Developer has an option to cancel the contract of sale.

The disposition and redevelopment of this City-owned property will require City zoning approvals (due to the Property being situated in an M1-1 zoning district), City Environmental Quality Review, compliance with the Uniform Land Use Review Procedure and City Charter 384(b)(4) approvals and authorizations. MTA's surrender of the Property will occur only when and if such City approvals are in hand (and concurrently with the closing of the contract between EDC and the Developer). The contract of sale will provide for an outside closing date of August 29, 2017. In the meanwhile, the Developer will be required to post a 10% cash security deposit, and to meet a variety of interim predevelopment deadlines.

EDC commissioned Phase 1 and Phase 2 environmental site assessments that found no underground storage tanks or spills on the Property or migration of hazardous materials onto the Property from elsewhere on the Bus Depot Property. However, the MTA will continue to be responsible for two NYS DEC Open Spill Numbers associated with the Gun Hill Bus Depot and for mitigation of any hazardous materials that may migrate onto the Property from elsewhere on the Bus Depot Property after contract. After the License terminates and the Licensee has vacated the License area, the Developer will have 90 days to undertake additional environmental testing of the License area to ensure that no new contamination ("New Contamination") occurred there between the date of the contract of sale and the vacating of the site by the Licensee. If New Contamination were found in the License area, the Developer would assume responsibility for the remediation of such New Contamination, and receive a credit against the purchase price equal to lesser of the cost of such remediation or \$1,000,000. (If the cost of such remediation were to exceed \$1,000,000, the parties would negotiate in good faith to try to reach a resolution, failing which the contract of sale would terminate). In all events, the MTA would retain its rights against the Licensee.

Based on the foregoing, MTA Real Estate requests authorization to surrender the Property to the City to facilitate its sale as described above.

# Staff Summary



Metropolitan Transportation Authority

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Subject <b>LEASE AGREEMENT</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature
Project Manager Name <b>ARTURO ESPINOZA</b>

Date <b>NOVEMBER 12, 2013</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/12/13	X		
2	Board	11/13/13	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 New York City Transit ("NYCT")  
 LESSEE: Consul International, Inc. ("Consul")  
 LOCATION: 14<sup>th</sup> Street, Eighth Avenue Line, Unit 01B, Manhattan  
 ACTIVITY: Operation of a newsstand  
 ACTION REQUESTED: Approval of terms  
 TERM: 10 years  
 SPACE: 324 square feet  
 COMPENSATION:

Year	Annual	Monthly	% Increase	Per Sq. Ft.
1	\$259,800.00	\$21,650.00		\$801.85
2	\$267,594.00	\$22,299.50	3%	\$825.91
3	\$275,621.82	\$22,968.49	3%	\$850.68
4	\$283,890.41	\$23,657.53	3%	\$876.20
5	\$292,407.07	\$24,367.26	3%	\$902.49
6	\$301,179.21	\$25,098.27	3%	\$929.57
7	\$310,214.40	\$25,851.20	3%	\$957.45
8	\$319,520.83	\$26,626.74	3%	\$986.18
9	\$329,106.38	\$27,425.53	3%	\$1,015.76
10	\$338,979.55	\$28,248.30	3%	\$1,046.23

## COMMENTS

MTARE issued a request for proposal ("RFP") for this retail space and received 17 responsive proposals. Consul proposed the highest rent, offering \$259,800 for the initial year with 3% annual increases over the term of the lease. The proposed rent exceeds the fair market value of the space as estimated by MTA Real Estate's independent consultant. Over the ten year term, the present value of the proposed rent, calculated using a 9% discount rate, is \$1,871,924.

Details of the proposals are listed in the following table:

# Staff Summary

FINANCE COMMITTEE MEETING  
Consul International, Inc. (Cont'd.)



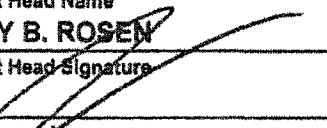
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Name of Proposer	First Year Rent	Present Value: Ten Year Term, 9% Discount Rate
Consul International, Inc.	\$259,800	\$1,871,924
Gulam Zilani	\$234,000	\$1,824,833
Mohammed A. Rahman	\$223,200	\$1,740,605
Mohammed E. Khan	\$216,000	\$1,592,035
Mahabubar Rahman	\$204,000	\$1,590,860
Suranjan Datta	\$198,600	\$1,548,769
Bachubhai Mehta	\$190,000	\$1,481,701
Jet News Inc.	\$204,000	\$1,454,594
Shaikh Tariq	\$186,000	\$1,450,508
SF News Inc.	\$175,000	\$1,364,737
AMH Newsstand Inc.	\$170,000	\$1,333,377
Jai Ambe Newsstand Corp.	\$156,000	\$1,216,562
Ayub Ali	\$150,000	\$987,400
Baziur Rob Hazari	\$150,000	\$962,649
Abdul Rahim	\$101,000	\$787,631
Dilu Chowdhury	\$90,755	\$707,747
Hashmukhbhai Patel	\$72,000	\$570,543

Consul's principal, Mr. Fakhru Alam, is a longtime, successful operator of newsstands throughout the New York City Transit subway system. He currently operates 10 newsstands within Manhattan, including 4 at 42<sup>nd</sup> Street – Grand Central. He has the resources to complete a full renovation of the newsstand and has a satisfactory credit history.




Based on the foregoing, MTA Real Estate requests authorization to enter into a lease agreement with Consul on the above-described terms and conditions.

# Staff Summary

Subject <b>LEASE AGREEMENT</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature 
Project Manager Name <b>ARTURO ESPINOZA</b>

Date <b>NOVEMBER 12, 2013</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/12/13	X		
2	Board	11/13/13	X		

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

AGENCY: MTA New York City Transit ("NYCT")  
 LESSEE: Mohammed E. Khan  
 LOCATION: 141<sup>st</sup> Street, Seventh Avenue/Broadway Line, Unit 01, Manhattan  
 ACTIVITY: Operation of a newsstand  
 ACTION REQUESTED: Approval of terms  
 TERM: 10 years  
 SPACE: 160 square feet  
 COMPENSATION:

Year	Annual	Monthly	% Increase	Per Sq. Ft.
1	\$220,000.00	\$18,333.33		\$1,375.00
2	\$231,000.00	\$19,250.00	5%	\$1,443.75
3	\$242,550.00	\$20,212.50	5%	\$1,515.94
4	\$254,677.50	\$21,223.13	5%	\$1,591.73
5	\$267,411.37	\$22,284.28	5%	\$1,671.32
6	\$267,411.37	\$22,284.28	0%	\$1,671.32
7	\$267,411.37	\$22,284.28	0%	\$1,671.32
8	\$267,411.37	\$22,284.28	0%	\$1,671.32
9	\$267,411.37	\$22,284.28	0%	\$1,671.32
10	\$280,781.94	\$23,398.50	5%	\$1,754.89

## COMMENTS

MTA Real Estate issued a request for proposals ("RFP") for the location above and received 9 responsive proposals. Mohammed E. Khan proposed the highest rent, offering \$220,000 for the initial year with annual increases over the term of the lease. Such rent approximates the fair market value of the space as estimated by MTA Real Estate's independent consultant. Over the ten year term, the present value of the proposed rent, calculated using a 9% discount rate, is \$1,619,441.

# Staff Summary

## FINANCE COMMITTEE MEETING Mohammed E. Khan (Cont'd.)



Page 2 of 2

Details of the proposals are listed in the following table:

Name of Proposer	First Year Rent	Present Value: Ten Year Term, 9% Discount Rate
Mohammed E. Khan	\$220,000	\$1,619,441
Ayub Ali	\$210,000	\$1,466,698
Baziur Hazari	\$210,000	\$1,466,698
Mahabubar Rahman	\$156,000	\$1,216,596
Zakir Hossain	\$157,500	\$1,180,396
Fakhrul Alam	\$156,600	\$1,173,650
Mohammad A. Rahman	\$150,000	\$1,169,759
Rainy Day News Inc.	\$112,000	\$ 873,418
Hasmukhbhai Patel	\$96,000	\$ 755,126

Mr. Khan is a successful operator of three newsstands at the recently renovated Delancey Street – Essex Street subway station. He has the resources to complete a full renovation of the newsstand and has good credit.

Based on the foregoing, MTA Real Estate requests authorization to enter into a lease agreement with Mr. Khan on the above-described terms and conditions.

# Staff Summary

Subject <b>LEASE AGREEMENT</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature
Project Manager Name <b>ARTURO ESPINOZA</b>

Date <b>NOVEMBER 12, 2013</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/12/13	X		
2	Board	11/13/13	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 New York City Transit ("NYCT")  
 LESSEE: Farhana Corp.  
 LOCATION: Westchester Square – East Tremont Avenue, Pelham Line, Unit 01, the Bronx.  
 ACTIVITY: Operation of a newsstand  
 ACTION REQUESTED: Approval of terms  
 TERM: 10 years  
 SPACE: 199.5 square feet  
 COMPENSATION:

Year	Annual	Monthly	% Increase	Per Sq. Ft.
1	\$24,000.00	\$2,000.00		\$120.30
2	\$25,389.47	\$2,115.79	6%	\$127.27
3	\$26,725.76	\$2,227.15	5%	\$133.96
4	\$28,132.38	\$2,344.37	5%	\$141.01
5	\$29,613.03	\$2,467.75	5%	\$148.44
6	\$33,600.00	\$2,800.00	13%	\$168.42
7	\$35,368.42	\$2,947.37	5%	\$177.29
8	\$37,625.97	\$3,135.50	6%	\$188.60
9	\$40,458.04	\$3,371.50	8%	\$202.80
10	\$43,976.13	\$3,664.68	9%	\$220.43

## COMMENTS

MTA Real Estate issued a request for proposals ("RFP") for this retail space and received 7 responsive proposals. Farhana Corp., proposed the highest rent, offering \$24,000 for the initial year with annual increases over the term of the lease. The proposed rent exceeds the fair market value of the space as estimated by MTA Real Estate's independent consultant. Over the ten year term, the present value of the proposed rent, calculated using a 9% discount rate, is \$198,671.

# Staff Summary

## FINANCE COMMITTEE MEETING Lease Agreement (Cont'd.)



Page 2 of 2

Details of the proposals are listed in the following table:

Name of Proposer	First Year Rent	Present Value: Ten Year Term, 9% Discount Rate
Farhana Corp.	\$24,000	\$198,671
Mohammad Mondal	\$15,600	\$120,137
Main News Inc.	\$15,840	\$113,956
Gulam Zilani	\$17,472	\$104,274
New Equity Enterprises	\$7,200	\$50,620
Hasmukhbhai Patel	\$6,000	\$46,893
Mofazzar Hossain	\$4,800	\$37,432

Ms. Shahanara Zaman of Farhana Corp. operates a grocery store at 2148 Starling Avenue in neighboring Parkchester. She has good knowledge of the local submarket. She has the resources to complete a full renovation and has good credit.

Based on the foregoing, MTA Real Estate requests authorization to enter into a lease agreement with Farhana Corp. on the above-described terms and conditions.



# Staff Summary

Subject <b>Master Lease Agreement</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature
Project Manager Name <b>LEAH BASSKNIGHT</b>

Date <b>NOVEMBER 12, 2013</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/12/13	X		
2	Board	11/13/13	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 New York City Transit ("NYCT")

TENANT: Columbus LLC d/b/a Drop By at Columbus Circle ("Drop By")

PREMISES: As shown on the attached Exhibit A, approximately 27,000 square feet of space at NYCT's 59 Street-Columbus Circle station (the "Station"), consisting of 13 stores collectively containing approximately 11,500 square feet of retail space (the "Stores"). In addition, Tenant will have limited rights and obligations with respect to the adjoining public circulation space underlying 8<sup>th</sup> Avenue (the "Common Area"), a portion of which may be used for retail kiosks.

ACTIVITY: Operation of retail center under master lease

PERMITTED USES: Retail uses of the level of quality generally prevailing at other high-quality shopping malls associated with transportation facilities in New York City, such as, by way of example, the below-grade retail concourses at Rockefeller Center and the up-to-date terminals at the New York area's major airports (the "Retail Standard")

ACTION REQUESTED: Approval of terms

TERM: From commencement of construction until 20 years after opening, plus one 10-year extension period at Tenant's option

COMPENSATION: In the first year after opening, 10% of Tenant's net operating income. In the second year after opening, 10% of Tenant's gross revenue (with no breakpoint). Thereafter, annual base rent plus a percentage of such gross revenue over a breakpoint, as follows:

Year (after opening)	Annual Base Rent	% Increase	PSF of floor area in Stores	Percentage	Breakpoint
3	720,000	3%	63	20%	2,775,000
4	741,600	3%	64	20%	2,775,000
5	763,848	3%	66	20%	2,775,000
6	786,763	3%	68	20%	2,913,750
7	810,366	3%	70	20%	2,913,750
8	834,677	3%	73	20%	2,913,750
9	859,718	3%	75	20%	2,913,750
10	885,509	3%	77	20%	2,913,750

# Staff Summary

## FINANCE COMMITTEE MEETING

### Columbus Circle Master Lease (Cont'd.)

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11	912,074	3%	79	22%	3,059,438
12	939,437	3%	82	22%	3,059,438
13	967,620	3%	84	22%	3,059,438
14	996,648	3%	87	22%	3,059,438
15	1,026,548	3%	89	22%	3,059,438
16	1,057,344	3%	92	24%	3,212,409
17	1,089,065	3%	95	24%	3,212,409
18	1,121,737	3%	98	24%	3,212,409
19	1,155,389	3%	100	24%	3,212,409
20	1,190,050	3%	103	24%	3,212,409
21*	1,225,752	3%	107	26%	3,373,029
22*	1,262,524	3%	110	26%	3,373,029
23*	1,300,400	3%	113	26%	3,373,029
24*	1,339,412	3%	116	26%	3,373,029
25*	1,379,594	3%	120	26%	3,373,029
26*	1,420,982	3%	124	28%	3,373,029
27*	1,463,612	3%	127	28%	3,373,029
28*	1,507,520	3%	131	28%	3,373,029
29*	1,552,746	3%	135	28%	3,373,029
30*	1,599,328	3%	139	28%	3,373,029

\*Beginning in year 21, the base rent will be reset to the sum of the base rent listed above plus 75% of the average percentage rent that would have been payable by the Tenant to the Landlord during years 18 and 19 of the initial 10-year lease term if the retail space had been fully leased throughout such period at the average effective rent per square foot that Tenant received from its subtenants during such two-year period

For purposes of the foregoing, "gross revenues" will exclude certain common area maintenance fees that may be charged to subtenants, not to exceed 3% of total subtenant rents, and revenue from advertising. Following the expiration of the MTA's current agreement with CBS Outdoor, Inc., Drop By may introduce digital advertising displays in the Premises. The MTA would receive 70% of the gross revenues generated by the advertising, after the cost of the installation of digital display installations are first recouped from revenues by Tenant.

#### SECURITY:

At lease signing, 25% of the year 5 base rent. At start of construction a guaranty of completion from a creditworthy Tenant principal or a letter of credit in the amount of 125% of the projected construction cost.

#### ASSIGNABILITY:

With Landlord consent (not to be unreasonably withheld) following full lease-up or in connection with exercising of remedies by persons providing financing to Tenant

#### COMMENTS:

The Premises comprises one of the only true "shopping centers" in the NYCT system and (pending the completion of the Fulton Center) by far its largest. For that reason, and because the Premises are located on the Station's periphery (in a section of the Station's "free zone" that does not accommodate transfers between lines), the Premises are ideally suited to disposition by means of a master lease. Accordingly, in 2012, MTA Real Estate issued a request for proposals from prospective master lessees (the "RFP"), seeking an experienced retail developer and operator to (1) supplement NYCT's investment in the Station as needed to transform the Premises into a unique and highly desirable retail destination; (2)

# Staff Summary

## FINANCE COMMITTEE MEETING Columbus Circle Master Lease (Cont'd.)

Page 4 of 4



engage brokers to market the Stores, and pay the commissions of such brokers, (3) select, enter into subleases with and manage a mix of high-quality subtenants; (4) enforce subleases, and address vacancies resulting from subtenant defaults, as well as vacancies resulting from expirations of subleases in the normal course, (5) operate, maintain and periodically renovate the Premises at its own cost and risk on a long-term basis; and (6) pay to the MTA a percentage of such master lessee's income from the Stores (in excess of an appropriate breakpoint), as well as guaranteed base rent.

In response to the RFP, MTA Real Estate received five proposals, of which one, submitted by a firm called 2 Cute/2 Sweet Group, was subsequently withdrawn.

In evaluating the proposals, MTA Real Estate considered the rent proposed by the master lessee (both the "base rent", or guaranteed rent, and percentage rent and breakpoint), the likelihood that the net lessee's rental projections would be achieved, the likelihood that the proposer's retail concept and amount of investment would achieve the goals set forth in the RFP as described above, and the proposers' experience with similar projects.

Of the four proposers apart from 2 Cute/2 Sweet Group, Drop By has offered the highest guaranteed base rent (as set forth above, the present value of which with respect to the initial 20-year term is \$5,432,590, calculated using a 9% discount rate). It has also proposed to make the most extensive capital improvements to the Premises, at estimated cost (excluding leasing commissions and marketing) in excess of \$5 million and to include, most significantly, the installation of equipment to provide air conditioning in the Common Area. Such investment is desirable as an end in itself (as MTA Real Estate seeks to demonstrate the suitability of NYCT locations for high quality retail) and as a measure of the commitment of the prospective Tenant to maintaining a high-quality center over the long haul. Moreover, Drop By anticipates that such investment will enable it to generate relatively high subtenant rents, which, to the extent realized, would in turn generate percentage rent for the MTA. However, given the proposed breakpoints (as set forth above), the prospect of receiving such percentage rent has not been a significant factor in MTA Real Estate's determination that Drop By's proposal is the most advantageous to the MTA.

The following is a summary of the other proposals:

Zoya Kapoor submitted a proposal in which he offered to pay, over an initial 20-year term, base rent having a present value of \$2,066,340 (\$18.78 per square foot in year 1 following lease-up of the Stores, increasing by 3% per year), plus 50% of his gross revenues over a breakpoint that would start at \$62 per square foot and increase by 2.5% per year. Although Mr. Kapoor projected sublease rents starting at \$150 per square foot, he proposed to make only a very small capital investment (totaling \$300,000 or less) that would have done very little to enhance the marketability of the Stores, which MTA Real Estate would expect him to be able to rent "as is" to end users for \$80 per square foot at most.

The Quinlan Group proposed to pay, over such 20-year term, base rent having a present value of \$2,748,914 (\$19.50 per square foot in Year 1), plus 15% of gross rent with no breakpoint. Unlike Mr. Kapoor, Quinlan anticipated making a substantial capital investment in the Premises comparable to that envisioned by Drop By, yet Quinlan only projected sublease rents of \$100 per square foot and, as noted, offered far less base rent than Drop By. Quinlan would have had to achieve subtenant rents of at least \$170 per square foot in order to generate combined base and percentage rent having a present value in excess of the present value of the base rent promised by Drop By.

Arena Equities proposed to pay, over such 20-year term, base rent having a present value of just \$1.076 million (with a "teaser" year 1 rent of \$35.65 per square foot that would have been reduced to under \$2 per square foot in Year 2), plus 25% of gross rent over a breakpoint of \$113 per square foot. Arena projected average subtenant rents at \$100 per square foot, following a capital expenditure of \$1.75 million.

MTA Real Estate believes that awarding a master lease of the Premises to Drop By will achieve the goals enumerated in the first paragraph of this staff summary. The alternative to awarding such a lease, namely leasing the Stores on a space-by-space basis in-house, would not likely produce significantly better financial results or create an ideal mix of end users within a reasonable time frame and would leave the MTA exposed to ongoing risks associated with individual end user defaults.

Drop By's principals are Susan Fine, who was the MTA's Director of Real Estate when Grand Central Terminal was renovated in the 1990s, and 40 North Properties, a privately held real estate investment company headed by Howard Glatzer. Ms. Fine has overseen a wide variety of residential and commercial projects while working on behalf of prominent real estate companies including Fisher Brothers, Starret Corp., Tishman Speyer Properties, and Olympia &

# Staff Summary

## FINANCE COMMITTEE MEETING Columbus Circle Master Lease (Cont'd.)

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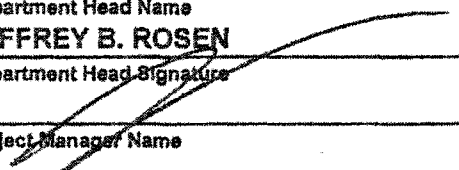
Metropolitan Transportation Authority

York. Mr. Glatzer has significant experience in real estate investing, having sourced and managed projects at Latus Partners, The City Investment Fund, and Blackacre Capital Management.

Based on the foregoing, MTA Real Estate requests authorization to enter into a master lease agreement with Drop By on the above-described terms and conditions.




# **METROPOLITAN TRANSPORTATION AUTHORITY**

# Staff Summary

Subject <b>REAL ESTATE POLICIES</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature 
Project Manager Name

Date <b>NOVEMBER 12, 2013</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/12/13	X		
2	Board	11/13/13	X		

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

AGENCY: All agencies

PURPOSE: To obtain Board approval to modify certain existing policies and approve new policies to regulate the process MTA Real Estate ("MTARE") follows to enter into certain agreements as set forth in the attached resolution.

## COMMENTS:

In an effort to streamline and expedite the process by which MTA Real Estate enters into real estate agreements, the MTA Board has approved a number of policies and procedures with respect to how MTARE engages in certain types of agreements with third parties either without prior Board approval, or in most cases notifying the Board of the terms of the agreement subsequent to the execution of the agreement.

MTARE is hereby proposing to modify two existing policies and add three new policies, as described below. Board approval will permit MTARE to execute certain transactions quickly under circumstances in which (i) time is a factor; (ii) the transaction is between public entities and the value is low; (iii) the real estate transaction is essentially ministerial; or (iv) when there is a clear winner among multiple proposers pursuant to a publicly-advertised request for proposals for standard retail spaces. These policy changes do not alter any obligations MTA may otherwise have under the State Environmental Quality Review Act (SEQRA) before entering into a license or other agreement under these policies.

Proposed modifications to existing policies:

### A. Modification to Policy on Month-to-Month License for Passenger Amenities, dated June 9, 1988 (Real Estate Department Policy #9, copy attached)

This policy permits MTARE to enter into month-to-month license agreements for vacant concessions that provide amenities for purchase by MTA customers (such as newsstands and coffee shops).

The phenomenon of "pop-up" retail has grown rapidly with small entrepreneurs, online businesses (so-called "e-tailers"), and established corporations. These retailers seek to rent space in generally "as-is" conditions to provide short-term "showroom" exposure for products or services. MTARE believes pop-ups will provide a fresh and beneficial element to our facilities and create revenue in spaces that would otherwise be vacant while a request for proposals process for a term tenant is underway. MTARE will obtain market compensation (if possible), percentage rents where market rates are unknown, or negotiate the highest rent for any given situation. The agreements will be month-to-month and terminable at will by the MTA. The Finance Committee will receive notification of these agreements as information items at monthly committee meetings.

# Staff Summary

## FINANCE COMMITTEE MEETING

### Real Estate Policies (Cont'd.)

Page 2 of 3



Metropolitan Transportation Authority

**B. Modification to *Policy on Leased-in access agreements*, dated November, 15, 1999, as amended February 24, 2010 (Real Estate Department Policy #11)**

Policy # 11 allows MTARE to negotiate access rights and privileges required by MTA operating agencies for capital projects or maintenance or repairs of operating facilities. These access rights are typically for the duration of the project and subject to a \$2,000 per month limit. Such permits or licenses are typically obtained from other public entities.

MTARE seeks to make this policy reciprocal (except that the \$2,000 limit would not apply) so as to permit MTARE to license or grant permits with respect to property controlled by MTA agencies to other public entities for capital projects or maintenance or repairs of their operating facilities for a term no longer than the duration of the applicable project. Finance Committee notification of these transactions will be provided as information items at monthly committee meetings.

**Proposed new policies:**

**A. Agreements covering bus route reroutings**

From time to time MTARE enters into license or permit agreements with public or private land owners at the request of MTA New York City Transit or MTA Bus to permit bus routes to traverse public or private property not considered part of the public street grid (e.g. park property, parking lots owned by other agencies, colleges or shopping mall parking lots).

The agreements usually (though not always) do not require payment on the part of either party. MTA New York City Transit or MTA Bus already informs the Transit Committee of bus rerouting, as information items obtains committee and Board approval if a rerouting of a route is changed 25% or more. Nothing in this proposed new policy would affect the policy requiring approval relating to route changes that meet the definition of "major service changes" (where the distance of a route is changed by 25% or more of the route).

Because the agreements are primarily ministerial in nature, and because Board members are already notified of the applicable rerouting, MTARE seeks permission to enter into such agreements without Board approval. An information item (or approval, in the case of "major service changes") will be provided to the Board before or after the transaction takes place.

**B. Agreements with public entities where compensation is nominal (estimated fair market value under \$15,000 for permanent rights or, on a present value basis, for leased or licensed rights), and where the ownership and use of the property will remain with the public entities**

From time to time, licenses, permits, leases or easements are either acquired by or executed by the MTA with other public entities. Frequently, these interests are relatively minor and the government or public entity retains ownership and use remain with the governmental or public entity to which the lease, license, permit or easement is being granted, MTARE seeks Board authorization to enter into such low value transactions, defined as those with an estimated fair market value under \$15,000 (on a present value basis) and in which the grantee is a governmental or public entity that will remain the owner and user of the rights in question, without specific Board approval. Such transactions are not subject to the Public Authorities Law because the estimated fair market value will be under \$15,000. MTARE will obtain an appraisal as required by the Public Authorities Law to estimate fair market value of dispositions. Finance Committee notification of such transactions will be provided as information items at monthly meetings.

**C. Leases or licenses for standard retail locations awarded pursuant to a request for proposals process where at least three responsive proposals are received from proposers considered to be responsible per MTA Real Estate's Board-approved policies and procedures**

MTARE generally offers retail locations for lease or license through a publicly advertised request for proposals process. When MTARE receives three *responsive* (i.e., complete and meeting the criteria of the RFP) bids for a standard retail lease (as opposed to a net lease of a station building or master lease of retail space), each from a *responsible* proposer (as defined in MTARE's *Policies and Procedures for the Leasing-out and Sale of Real*

# Staff Summary

## FINANCE COMMITTEE MEETING

### Real Estate Policies (Cont'd.)

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Metropolitan Transportation Authority

*Property as approved by the Board in March of 2013) and where the applicable lease or license is to be awarded to the proposer offering the highest guaranteed (as opposed to percentage) rent, determined on a present value basis MTARE proposes - in lieu of preparing a staff summary requiring committee and Board approval - to list the applicable transaction in chart form in the Finance Committee book (listing all bidders and their bids, as required by the Public Authorities Law), subsequent to the consummation of such transaction.*



## **RESOLUTION**

### **BOARD OF THE METROPOLITAN TRANSPORTATION AUTHORITY**

WHEREAS, the Real Estate Department ("RED") of the Metropolitan Transportation Authority ("MTA") is tasked with acquiring various real property rights and entering into leases, licenses, permits and other like agreements on behalf of itself and its operating agencies, and whereas RED seeks to enter into such agreements as efficiently as possible while keeping the MTA Board apprised of its activities, and has therefore requested that the Board amend two of RED's existing policies and approve three new policies;

NOW THEREFORE, BE IT RESOLVED that the Board of MTA hereby authorizes the MTA Director of Real Estate to negotiate and enter into agreements with third parties as described in the attached staff summary, and that each such agreement shall:

1. Be in a form approved by the MTA Legal Department;
2. Provide the MTA with appropriate indemnifications and insurance protections;  
and
3. Prohibit material adverse impacts on station cleanliness.

Prior to entry into any such agreement, MTA shall comply with all applicable requirements of the State Environmental Quality Review Act (SEQRA).

# Staff Summary



Metropolitan Transportation Authority

Page 1 of 3

Subject <b>OFFICE LEASE FOR MTAPD</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature 
Project Manager Name <b>ANDREW GREENBERG</b>

Date <b>November 13, 2013</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/12/13	X		
2	Board	11/13/13	X		

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

AGENCY: MTA Police Department ("MTAPD")

LANDLORD: SLG Graybar LLC ("Landlord"), an affiliate of SL Green Realty Corp ("SL Green")

LOCATION: 420 Lexington Avenue, New York, NY (the "Graybar Building")

ACTIVITY: Leasing of office space to be used for MTAPD administrative facilities and backup dispatch center

ACTION REQUESTED: Approval of terms

SPACE: Approximately 30,254 rentable square feet ("RSF") of office space, IT infrastructure, and storage space, consisting of the following:

4 <sup>th</sup> Floor	22,434
6 <sup>th</sup> Floor	7,820
Total	30,254

LANDLORD WORK: Landlord to provide turnkey installation, encompassing required "tenant improvements" as well as improvements to base building, based on plans developed by Tenant's architects. Landlord to provide \$65.00 per RSF to be used toward the construction of such tenant improvements.

LEASE COMMENCEMENT DATE: Upon completion of Landlord's Work.

INITIAL TERM: Approximately 20 years -- from Lease Commencement Date until scheduled expiration of initial term of existing lease between Landlord and Metro-North Railroad ("MNR"), as recently amended per the attached staff summary (the "MNR Lease").

ANNUAL BASE RENT:	Rent	Rent per RSF
Until 7 months after completion of Landlord's Work (" <u>Rent Commencement</u> ")	\$0.00	\$0.00
Rent Commencement – 5 <sup>th</sup> Anniversary of Rent Commencement	\$1,089,144	\$36.00

## Staff Summary

### FINANCE COMMITTEE MEETING SLG Graybar - MTAPD (Cont'd.)



Metropolitan Transportation Authority

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5 <sup>th</sup> Anniversary of Rent Commencement – 10 <sup>th</sup> Anniversary of Rent Commencement	\$1,240,414	\$41.00
10 <sup>th</sup> Anniversary of Rent Commencement – 15 <sup>th</sup> Anniversary of Rent Commencement	\$1,391,684	\$46.00
15 <sup>th</sup> Anniversary of Rent Commencement – Expiration	\$1,542,954	\$51.00

REAL PROPERTY TAX ESCALATION:	None.
OPERATING EXPENSE ESCALATION:	Tenant to pay its proportionate share of increases in operating expenses over calendar 2014 base year.
RENEWAL OPTIONS:	Same as MNR Lease.
EXPANSION OPTIONS:	None.
UTILITIES:	Same as MNR Lease.
SERVICES:	Same as MNR Lease.
MAINTENANCE & REPAIR:	Same as MNR Lease.
GENERATOR:	Landlord to provide Tenant with up to 200 Kw of emergency generator capacity from the Building's life/safety generator. Tenant to pay \$400/Kw of capacity per annum, subject to 2.5% annual increases, plus Tenant's proportionate share of the expense to Landlord of periodically testing such generator. Tenant will also be permitted to install, on a rent free basis, a 200 Kw generator on the building's south courtyard roof setback, and a diesel fuel tank located on the ground floor level and related risers.
SECURITY DEPOSIT:	None

### COMMENTS

In furtherance of the "office portfolio right-sizing plan" that was first presented to the Finance Committee in April 2011 (as updated most recently at the Finance Committee's March 2013 meeting and by the attached April 2013 staff summary relating to the MNR lease), MTA Real Estate, with the assistance of Cushman & Wakefield ("C&W") its M/WBE subsidiary JRT Realty Group ("JRT") and TPG Architecture ("TPG"), has been searching for suitable space to which to relocate various functions that are currently housed at 341-347 Madison Avenue (the "Madison Avenue Properties"), so as to enable the MTA to make the Madison Avenue Properties available for re-development. The MTA continues to target the second half of 2014 for the vacating of the Madison Avenue Properties.

It was initially envisioned that MTAPD administrative personnel (the "Admin Function") would be relocated from the Madison Avenue Properties to Long Island City or elsewhere in the outer boroughs or northern Manhattan, where nominal real estate values are relatively low, and that MTAPD's existing back-up radio dispatch facility at the Madison Avenue Properties (the "Back-Up Dispatch Facility") would be relocated to a building that the MTA already owns in Central Islip. However, in light of incremental base building construction costs and operating expenses that would necessarily be incurred at such locations, moving to Graybar has proved to be a lower-risk and cost-effective alternative.

Insofar as the Admin Function was concerned, C&W and JRT were tasked with procuring space (for lease or purchase) that (a) was suitably sized, (b) would provide convenient access to the MNR and Long Island Rail Road rail lines that MTAPD regularly patrols, and not be unduly distant from MTA headquarters (which is to be relocated to 2 Broadway), and

# Staff Summary

## FINANCE COMMITTEE MEETING SLG Graybar - MTAPD (Cont'd.)



Metropolitan Transportation Authority

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(c) would constitute a separate tax lot (or could be made to constitute a separate tax lot, pursuant to a condominium regime or otherwise), such that the MTA could have the benefit of the MTA's statutory exemption from real property taxes.

JRT's initial surveys (which excluded central Manhattan, for the reason stated above) yielded ten locations that satisfied such criteria, all of which were toured by representatives of MTA Real Estate and MTAPD. On the basis of such site visits, the team focused on four locations -- 5240 Broadway (which was available for purchase only), 34-01 38<sup>th</sup> Avenue (which was available for lease but not purchase) and 27-08 40<sup>th</sup> Avenue (which was available for lease but not purchase), all in Long Island City, and 1767 Park Avenue in Harlem, which was available for net lease or purchase -- and proposals were elicited from the owners of each of such buildings. Ultimately, it was determined that both 34-01 38<sup>th</sup> Avenue, a former warehouse, and 5240 Broadway, a former post office building, would have required unduly extensive base building alterations, as neither had previously been used for offices. Moreover, 34-01 38<sup>th</sup> Avenue was found to be somewhat larger than required and 5420 Broadway was only available for a purchase price that the team deemed to be exorbitant. The feasibility of making the requisite renovations at 27-08 40<sup>th</sup> Avenue (half of which had previously been built for office use but the remainder of which was garage space that would have had to be adapted for office use) was studied at some length. However, it was ultimately determined that it would be less costly to lease and fit-out 1767 Park and the team therefore opted to pursue negotiations with the owner of 1767 Park.

The owner of 1767 Park Avenue (a former industrial building) has recently completed base building improvements required to convert it to office use. And its location was judged highly satisfactory for MTAPD's purposes, as it is adjacent to MNR's tracks, just south of MNR's 125<sup>th</sup> Street station. However, even taking into account the building's relatively low "loss factor", such owner's final net rent demand (\$27.00 per RSF) seemed unduly high, given that the MTA would have been responsible, on top of such rent, for 100% of the annual expense of operating the building. And such owner was unwilling to provide "concessions" (i.e. free rent and a tenant work allowance) of the kind typically offered by the owners of established midtown office buildings, notwithstanding that fitting out 1767 Park for use by MTAPD (or any other end-user) would still have required a very substantial amount of work and that the MTA would have been obliged to design and undertake such fit-out at its own risk. In short, it became apparent that on balance -- even allowing for the fact that rents in the Graybar Building had increased by \$1 per RSF since final terms had been agreed upon with respect to the MNR lease -- the terms and conditions that the 1767 Park owner was offering were inferior to those that the team knew to be available at the Graybar Building, where MTAPD would be closer to 2 Broadway, closer to the Long Island Rail Road and immediately proximate to Grand Central Terminal and MNR's offices. It is estimated that leasing space for the Admin Function at Graybar will yield present value savings of approximately \$2 million relative to a lease on the terms available at 1767 Park. Accordingly (further C&W surveys and advertising having failed to turn up suitable space on more advantageous terms in midtown -- unsurprisingly, since very few midtown office buildings have been subjected to condominium regimes as necessary to obtain real property tax exemption for space leased to the MTA), MTA Real Estate and MTAPD are seeking Board authorization to relocate MTAPD to the Graybar Building on terms and conditions that, except as noted above, will be substantially the same as the terms and conditions of the MNR Lease.

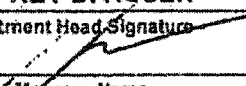
The project team has separately evaluated the relative costs and benefits of relocating the Back-Up Dispatch Facility to Central Islip versus co-locating it with the Admin Function at the Graybar Building. Relocating the Back-Up Dispatch Facility to Central Islip would be slightly more expensive than relocating it to the Graybar Building, and operational considerations overwhelmingly favor co-location. In the normal course, locating the Back-Up Dispatch Facility at the Graybar Building, as opposed to Central Islip, will greatly reduce the travel time that would otherwise be required of the Enterprise Information Technology personnel that will support the facility. In any emergency in which it became necessary to use the Back-Up Dispatch Facility, it would likely be advantageous to have it located nearby to the MTAPD and MNR administrative functions that will be housed at the Graybar Building. And, perhaps most significantly, co-locating the Admin Function and the Back-Up Dispatch Facility will allow the Admin Function to have the benefit of the extensive backup power-generation infrastructure that will be required to ensure the operability in the event of an emergency of the Back-Up Dispatch Facility.

Landlord has agreed to provide a turnkey installation in the MTAPD space at the Graybar Building, the first \$65 per RSF of the cost of which will be borne by Landlord. The balance of the cost of MTAPD's fit-out, to be determined based on competitive bidding conducted by Landlord under the supervision of the MTA following the completion of design work, will be the tenant's responsibility.

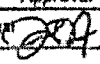


Based on the foregoing, MTA Real Estate requests authorization to enter into a lease with Landlord on the above-described terms and conditions.

# Staff Summary

## EXECUTIVE SESSION

Subject <b>LEASE MODIFICATION</b>	Date <b>April 22, 2013</b>
Department <b>REAL ESTATE</b>	Vendor Name
Department Head Name <b>JEFFREY B. ROSEN</b>	Contract Number
Department Head Signature 	Contract Manager Name
Project Manager Name <b>ANDREW GREENBERG</b>	Table of Contents Ref. #

**FOR REFERENCE PURPOSES ONLY**

Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Order	Approval	Order	Approval	
1	Finance Committee	04/22/13	X				1	Legal	
2	Board	04/24/13	X			Chief of Staff			
					2	Chief Financial Officer			

AGENCY: Metro-North Railroad ("MNR")

LICENSOR: SLG Graybar LLC ("Landlord"), an affiliate of SL Green Realty Corp ("SL Green")

LOCATION: 420 Lexington Avenue, New York, NY (the "Graybar Building")

ACTIVITY: Modification of lease relating to office space to be used for MNR headquarters

ACTION REQUESTED: Approval of terms

SPACE: Approximately 260,891 rentable square feet ("RSF") of office space plus dedicated loading dock, consisting of the following:

Expansion Space	RSF
2 <sup>nd</sup> Floor	34,482
5 <sup>th</sup> Floor	41,152
10 <sup>th</sup> Floor	56,766
Total	134,400

Renewal Space	
11 <sup>th</sup> Floor	56,804
12 <sup>th</sup> Floor	57,564
22 <sup>nd</sup> Floor	14,123
Total	128,491

Loading Dock 5 bays

LANDLORD WORK: Landlord to provide at its own cost a turnkey installation, encompassing required "tenant improvements" as well as improvements to base building, based on plans developed by MTA's architects.

EXPANSION SPACE POSSESSION: Upon completion of Landlord's Work in Expansion Space.

RENEWAL SPACE POSSESSION: Immediate, pending completion of Landlord's Work in Expansion Premises. Then (after MNR moves from Renewal Space to Expansion Space) upon completion of Landlord's Work in Renewal Space.

## Staff Summary

### FINANCE COMMITTEE MEETING SLG Graybar (Cont'd.)



Metropolitan Transportation Authority

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In order to achieve desired densities and up-to-date workplace standards, the existing 20-year-old fit-out in the Renewal Space (other than the 22<sup>nd</sup> floor, which houses a medical facility) will be replaced in a manner consistent with the initial fitting-out of the Expansion Space. SL Green has agreed to perform all of such fit-out work, as well as required base building work -- on a phased basis (first in the Expansion Space, and then in the Renewal Space) and at its own cost and risk (to be recovered through the stipulated rent) -- and to coordinate the installation of office furnishings to be provided by Tenant. The stipulated rent shown above is based on a guaranteed maximum cost of \$34,470,000 for Landlord's Work, including contingency, that has been developed by SL Green based on design development plans that have been prepared for the MTA by TPG. When final construction plans and specifications for Landlord's Work have been completed, Landlord's Work will be competitively bid out on an open-book basis; and, following the completion of Landlord's Work, if the final actual out-of-pocket cost to Landlord of Landlord's Work has been less than \$34,470,000, the Base Rent will be subject to reduction. The rent will *not* be subject to increase by reason of any cost overruns with respect to Landlord's Work.

Based on the foregoing, MTA Real Estate requests authorization to enter into a lease modification with Landlord on the above-described terms and conditions.

**MTA MANHATTAN  
AND BRONX SURFACE  
TRANSIT OPERATING  
AUTHORITY**

# Staff Summary



Metropolitan Transportation Authority

Page 1 of 2

Subject <b>LEASE</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature 
Project Manager Name <b>MICHAEL DANIELS</b>

Date <b>NOVEMBER 12, 2013</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/12/13	X		
2	Board	11/13/13	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal
3	Chief of Staff		
2	Chief Financial Officer		
	Civil Rights		

AGENCY: MTA Manhattan and Bronx Surface Transit Operating Authority ("Tenant")

LANDLORD: 16 Westchester LLC

LOCATION: 16 Westchester Square, Bronx, NY

USE: Swing room for bus operators and dispatchers

ACTION REQUESTED: Approval of terms

SPACE: Approximately 500 rentable square feet on the second floor

INITIAL TERM: 7 years

OPTION TERM: Two 5-year options, with 3% annual increases over prior year's rent

RENT

Year 1:	\$14,875.00 per annum / \$29.75 per rentable sq. ft.
Year 2:	\$15,321.25 per annum / \$30.64 per rentable sq. ft.
Year 3:	\$15,780.89 per annum / \$31.56 per rentable sq. ft.
Year 4:	\$16,254.31 per annum / \$32.51 per rentable sq. ft.
Year 5:	\$16,741.94 per annum / \$33.48 per rentable sq. ft.
Year 6:	\$17,244.20 per annum / \$34.49 per rentable sq. ft.
Year 7:	\$17,761.53 per annum / \$35.52 per rentable sq. ft.

RENT ESCALATION: 3% per annum for the initial term and option terms.

RENT COMMENCEMENT: Upon substantial completion of Landlord's work.

TAXES: Tenant will be responsible for a proportionate share of Landlord's real property taxes.

ELECTRICITY: Direct meter

LANDLORD'S WORK: Landlord, at its cost, will build-out Tenant's space pursuant to Tenant's architectural drawings, which will include one private restroom and electrical heating units and air conditioning, to be maintained by Tenant. Landlord will repaint every five years.

## COMMENTS:

This lease is for a swing room, with a restroom, to be used by bus operators and dispatchers at the Westchester Square transportation hub. The Bx4, Bx4a, Bx8, Bx31 and Bx42 bus lines provide service to this area. The current break room is in a converted bus, and bus operators and dispatchers use a NYC Parks Department restroom or nearby restaurant



## Staff Summary

### FINANCE COMMITTEE MEETING 16 Westchester LLC (Cont'd.)



Metropolitan Transportation Authority

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restrooms. The subject space should be ready for occupancy by year end and will be accessible 24/7. The negotiated rent is considered reasonable and no other suitable alternative spaces in the immediate area were located.

Based on the foregoing, MTA Real Estate requests authorization to enter into a lease with 16 Westchester LLC on the above-described terms and conditions.

# **INFORMATION ITEMS**

# Memorandum



## **Metropolitan Transportation Authority**

State of New York

Date        November 12, 2013  
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: NOVEMBER 2013**

AGENCY	LOCATION (STATION)	TENANT/USE	SF	DATE OF AGREEMENT	MONTHLY COMPENSATION	COMMENT
1. NYCT	WTC Station 8 <sup>th</sup> Ave. Line, Manhattan	Fakhrul Alam/Newsstand	420	January 2004	\$155.14	Special site conditions will require interim tenancy until there is a station rehab.
2. NYCT	179 <sup>th</sup> Street Station (F train), Queens	Bachubhai Mehta/Newsstand	180	January 2008	\$1,786.80	To be publicly offered Winter 2013-2014.
3. NYCT	Metropolitan Ave-Lorimer St Station, Brooklyn	All Day Everyday, LLC/Gift Shop	100	May 2013	\$4,000	To be publicly offered Winter 2013-2014.
4. LIRR	Bellmore Station, Bellmore, NY	Newsstation, Inc./Newsstand	120	March 2009	\$300	To be publicly offered Summer 2013.
5. LIRR	Wantagh Station, Wantagh, NY	Newsstation, Inc./Newsstand	121	March 2009	\$300	To be publicly offered Summer 2013.
6. LIRR	Massapequa Station, Massapequa, NY	Newsstation, Inc./Newsstand	120	September 2009	\$150	To be publicly offered Summer 2013.
7. NYCT	34 <sup>th</sup> St-Penn Station, Broadway 7 <sup>th</sup> Ave. Line	IRT News, Inc. / Newsstands (4)	720	February 2010	\$13,891.51	To be publicly offered Winter 2013-2014.
8. MNR	Grand Central Terminal	Bobbi Brown, Professional Cosmetic, Inc./retail store	744	August 2012	\$20,000	To be publicly offered second quarter 2013

# Memorandum



## Metropolitan Transportation Authority

State of New York

Date November 12, 2013

To Members of the Finance Committee

From Jeffrey B. Rosen, Director, Real Estate

Re **Report on Agreements Entered into Directly by the Real Estate Department with tenants in good standing or through the RFP or RTN process with a 5-year revenue stream, which does not exceed \$150,000, or 10-year stream not in excess of \$300,000**

---

Attached is a listing of agreements entered into directly by the Real Estate Department during the preceding month, pursuant to the Board's April 26, 2007 resolution.

That resolution delegates authority to the Chairman, Executive Director, and Director of Real Estate to enter into lease or license agreements with tenants on behalf of the MTA and its agencies.

For each such agreement, the term may not exceed ten years, and aggregate compensation may not exceed \$300,000, or \$150,000 for five-year agreements. The resolution similarly delegates authority to renew license agreements with tenants in good standing with the same limitations.

**REPORT ON AGREEMENTS ENTERED INTO DIRECTLY BY THE REAL ESTATE DEPARTMENT  
PURSUANT TO BOARD POLICY**

**NOVEMBER 2013**

Agency/Project Manager	Licensee	Location/Use	Term	SF	Monthly Compensation	Comment
NYCT/Leah Bassknight	Uniqlo USA LLC	Mezzanine at 14 <sup>th</sup> St. – Union Square Station  Unit 01 - Storage Space Unit 02 - Pop-Up Retail Store	month-to- month	Unit 01- Approx. 294 Unit 02- Approx. 174	Unit 01- \$4,000 Unit 02- 10% of gross sales	Sites to be publically offered for lease in Fall 2013.

# Memorandum



## Metropolitan Transportation Authority

State of New York

Date November 12, 2013  
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.

**November/December 2013 Event Forecast**

<b>Event</b>	<b>Date</b>	<b>Description</b>	<b>Space</b>	<b>Use</b>
New Haven Credits	Oct 26 - Nov 1	Credits issued for New Haven Line customers	Vanderbilt Hall West	Public
Target	Nov 2 - 4	Target bath and beauty product launch	Vanderbilt Hall and Bridge	Public
MNR Health and Safety	November 5, 2013	Health and Safety Fair	Vanderbilt Hall	Public
Disney on Ice	Nov 6 - 7	Disney on Ice performances and exhibit on fake ice	Vanderbilt Hall	Public
Holiday Fair	Nov 8 - December 24	Holiday Fair sponsored by Shaw Floors. 76 Vendors, flooring provided by Shaw Floors	Vanderbilt Hall and Bridge	Public
Holiday Light Show	Nov 21 - Dec 26	Holiday Light Show is back and sponsored by Toshiba. The show will be in the West Windows.	Main Concourse	Public
Autumn Harvest	November 27, 2013	Zaro's, Financier, Junior's, and Magnolia selling desserts for Thanksgiving	Taxi Stand	Public



# Memorandum



## **Metropolitan Transportation Authority**

State of New York

**Date**        November 12, 2013  
**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 2008.

GRAND CENTRAL TERMINAL

GRAYBAR PASSAGE RETAIL KIOSK PROGRAM

New Licensees-Month of November 2013

Licensee	License Dates	Use	Monthly Compensation
Dline	11/1/2013-1/31/2014	The retail sale of licensee produced jewelry	11/2013 \$6000 12/2013 \$6000 01/2014 \$2500
Josh Bach	11/1/2013-1/31/2014	The retail sale of mens ties, furnishings, gifts	11/2013 \$6000 12/2013 \$6000 01/2014 \$2500
Hanky Panky	11/1/2013-12/31/2013	The retail sale of licensee produced lingerie	11/2013 \$6000 12/2013 \$6000
Volang	11/1/2013-1/31/2014	The retail sale of licensee produced hats, scarves, gloves	11/2013 \$6000 12/2013 \$6000 01/2014 \$2500

# Staff Summary

Subject <b>SUBWAY ENTRANCE EASEMENT</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature
Project Manager Name <b>HELENE CINQUE</b>

Date <b>November 12, 2013</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/12/13		x	

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director		Civil Rights
	Chief of Staff		Legal
	Director of B&FM		
	Dep Exec Dir of Admin		

AGENCY: MTA New York City Transit ("NYCT")

LOCATION: 250-252 East 57<sup>th</sup> Street ( Block 1330, Tentative Lot 15, f/k/a part of Lot 13) (the "Property"), Manhattan

ACTIVITY: Addition of an easement within the Property to the Master Lease between NYCT and the City of New York (the "City") for a subway entrance to be built to the Second Avenue Subway ("SAS").

ACTION REQUESTED: Approval of terms

COMPENSATION: None

## COMMENTS:

Chapter 5 of Article IX of the NYC Zoning Resolution provides that developers of new developments or enlargement within the Special Transit Land Use District ("STLUD") along Second Avenue, as designated on the zoning map, near proposed stations for the SAS, are required to provide an easement for a subway entrance to the SAS to be built in the bed of Second Avenue. Until the easement is required for the construction of the entrance, the developer has full use of the easement area.

The Property, which is within the STLUD, is owned by the City and is subject to a long term lease with Snowplow LH LLC ("Snowplow"), a developer that is planning to build residential units on the Property in the near future. The City wishes to provide an easement within the Property for a subway entrance to be built to the proposed 55<sup>th</sup> Street station of the SAS. To enable the City to provide the easement to NYCT, the easement has to be added to the Master Lease between the City and NYCT, under which NYCT controls City-owned transportation properties in order operate the subway system in the City. The dimensions and location of the easement have been agreed to by the City and Snowplow.

Based on the foregoing, MTA Real Estate will be adding the easement to the Master Lease.

# Staff Summary

<b>Subject</b> <b>PERMIT TO ENTER</b>
<b>Department</b> <b>REAL ESTATE</b>
<b>Department Head Name</b> <b>JEFFREY B. ROSEN</b>
<b>Department Head Signature</b>
<b>Project Manager Name</b> <b>DAVID ROTH</b>

<b>Date</b> <b>NOVEMBER 12, 2013</b>
<b>Vendor Name</b>
<b>Contract Number</b>
<b>Contract Manager Name</b>
<b>Table of Contents Ref #</b>

Board Action					
Order	To	Date	Approval	Info	Other
	Finance Committee	11/12/13		X	

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director		Civil Rights
	Chief of Staff		Legal
	Director of B&FM		
	Dep Exec Dir of Admin		

<b>Narrative</b>	
<b>AGENCY:</b>	MTA Metro-North Railroad ("Metro-North")
<b>PERMITTEE:</b>	Town of Cortlandt ("Town")
<b>LOCATION:</b>	Cortlandt station parking facility, Cortlandt, New York
<b>ACTIVITY:</b>	Family Fun Day
<b>TERM:</b>	September 7, 2013 from 12:00 pm to 4:00 pm
<b>SPACE:</b>	Lot 1 and Lot 2 at the Cortlandt station parking facility
<b>COMPENSATION:</b>	One dollar, payment waived.
<b>COMMENTS:</b>	<p>Pursuant to Board policy governing use of railroad facilities by municipal and not-for-profit corporations for non-commercial activities, the Town was granted permission to utilize the parking lots of Metro-North's Cortlandt parking facility from 12:00 pm on Saturday 7, 2013, in connection with the Town of Cortlandt's Family Fun Day</p> <p>MTA Legal approved the Permit as to form, and Permittee provided the appropriate insurance coverages and indemnities.</p>

# Staff Summary

<b>Subject</b> <b>PERMIT TO ENTER</b>
<b>Department</b> <b>REAL ESTATE</b>
<b>Department Head Name</b> <b>JEFFREY B. ROSEN</b>
<b>Department Head Signature</b>
<b>Project Manager Name</b> <b>DAVID ROTH</b>

<b>Date</b> <b>NOVEMBER 12, 2013</b>
<b>Vendor Name</b>
<b>Contract Number</b>
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<b>Table of Contents Ref #</b>

Board Action					
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	Finance Committee	11/12/13		X	

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director		Civil Rights
	Chief of Staff		Legal
	Director of B&FM		
	Dep Exec Dir of Admin		

<b>Narrative</b>	
<b>AGENCY:</b>	MTA Metro-North Railroad ("Metro-North")
<b>PERMITTEE:</b>	Town of Cortlandt ("Town")
<b>LOCATION:</b>	Cortlandt station parking facility, Cortlandt, New York
<b>ACTIVITY:</b>	First 5k Road Race
<b>TERM:</b>	Saturday, October 26, 2013 from 6:00 am to 5:59 pm
<b>SPACE:</b>	Lot 1 and Lot 2 at the Cortlandt station parking facility
<b>COMPENSATION:</b>	One dollar, payment waived.
<b>COMMENTS:</b>	
<p>Pursuant to Board policy governing use of railroad facilities by municipal and not-for-profit corporations for non-commercial activities, the Town was granted permission to utilize the parking lots of Metro-North's Cortlandt parking facility from 6:00 am to 5:59 pm, on Saturday, October 26, 2013, in connection with the Town of Cortlandt's First 5k Road Race.</p> <p>MTA Legal approved the Permit as to form, and Permittee provided the appropriate insurance coverages and indemnities.</p>	

# Staff Summary

<b>Subject</b> <b>PERMIT TO ENTER</b>
<b>Department</b> <b>REAL ESTATE</b>
<b>Department Head Name</b> <b>JEFFREY B. ROSEN</b>
<b>Department Head Signature</b>
<b>Project Manager Name</b> <b>DAVID ROTH</b>

<b>Date</b> <b>NOVEMBER 12, 2013</b>
<b>Vendor Name</b>
<b>Contract Number</b>
<b>Contract Manager Name</b>
<b>Table of Contents Ref #</b>

Board Action					
Order	To	Date	Approval	Info	Other
	Finance Committee	11/12/13		X	

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director		Civil Rights
	Chief of Staff		Legal
	Director of B&FM		
	Dep Exec Dir of Admin		

<b>Narrative</b>	
<b>AGENCY:</b>	MTA Metro-North Railroad ("Metro-North")
<b>PERMITTEE:</b>	Westchester Cycle Club, Inc. ("Permitee")
<b>LOCATION:</b>	Goldens Bridge parking facility, Town of Lewisboro, New York
<b>ACTIVITY:</b>	Golden Apple Bicycle Tour
<b>TERM:</b>	Sunday, September 1, 2013, from 6:30 a.m. to 6:30 p.m.
<b>SPACE:</b>	Part of Lots 2, 3 and 4 at the Goldens Bridge parking facility
<b>COMPENSATION:</b>	One dollar, payment waived.
<b>COMMENTS:</b>	<p>Pursuant to Board policy governing use of railroad facilities by municipal and not-for-profit corporations for non-commercial activities, the Permittee was granted permission to utilize the parking lots of Metro-North's Goldens Bridge parking facility from 6:30 a.m. to 6:30 p.m. on Sunday, September 1, 2013, in connection with the Westchester Bicycle Club's Golden Apple Bike Tour. MTA Legal approved the Permit as to form, and Permittee provided the appropriate insurance coverages and indemnities.</p>

# Staff Summary

Subject <b>PERMIT TO ENTER</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature
Project Manager Name <b>PAUL M. FITZPATRICK</b>

Date <b>NOVEMBER 12, 2013</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
	Finance Committee	11/12/2013		X	

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director		Civil Rights
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**Narrative**

**AGENCY:** Triborough Bridge and Tunnel Authority ("B&T")

**PERMITTEE:** City of New York, Mayor's Office of Special Projects and Community Events ("Permittee")

**LOCATION:** Battery Parking Garage ("BPG"), 63 Greenwich Street, New York, NY 10006

**ACTIVITY:** Access to the BPG for purposes related to memorial services for the 12<sup>th</sup> anniversary of the events of September 11, 2001 (the "Event")

**TERM:** Wednesday, September 11, 2013, from 6:00 am to 8:00 pm

**SPACE:** Up to 200 parking spaces on levels 2, 3, 4, and/or 5 of the BPG, and a greeting/check-in area on the ground floor of the Garage entrance at Greenwich Street.

**COMPENSATION:** One dollar, payment waived.

**COMMENTS:**

The City approached MTA to assist in the above-referenced Event by asking that MTA grant free parking to up to 200 families of the victims of 9/11 who are participating in the Event (the "Invitees").

This was the third year such a request had been made, and was necessitated by the fact that the police and the City's Department of Transportation were planning on prohibiting parking in lower Manhattan that day.

The City organized a list of names and a process to check each family in (one parking space for each family). The BPG operator was on hand to ensure the Event proceeded smoothly.

Because the BPG currently has available capacity to accommodate the Permittee's request, no adverse impact to regular business was anticipated.