



Metropolitan Transportation Authority

Finance Committee Meeting

May 2014

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

Monday, May 19, 2014 – 12:30 PM

347 Madison Avenue
Fifth Floor Board Room
New York, NY

<u>AGENDA ITEMS</u>	<u>Page</u>
I. PUBLIC COMMENTS PERIOD	
II. APPROVAL OF MINUTES – APRIL 28, 2014	II-1
III. 2014 COMMITTEE WORK PLAN	III-1
IV. BUDGETS/CAPITAL CYCLE BudgetWatch (Handout) FinanceWatch	IV-1
V. MTA HEADQUARTERS & ALL-AGENCY ITEMS	
<i>Action Item:</i> Extension of Owner Controlled Insurance for East Side Access	V-1
Report and Information Items: Station Maintenance Billings Approval Contract Change Order Report Annual Pension Fund Report	V-3 V-8 V-10
Procurements	V-29
VI. METRO-NORTH RAILROAD Procurements	VI-1
VII. LONG ISLAND RAIL ROAD Procurements	VII-1
VIII. NEW YORK CITY TRANSIT, and MTA BUS OPERATIONS (No Items)	
IX. BRIDGES AND TUNNELS Action Items Procurements	IX-1 IX-8

AGENDA ITEMS

Page

X.	FIRST MUTUAL TRANSPORTATION ASSURANCE COMPANY Information Items: FMTAC Annual Presentation (Materials Separately Distributed)	X-1
	<ul style="list-style-type: none">• FMTAC Financial Statements• FMTAC's Actuarial Loss Reserve Certification• FMTAC Investment Performance Report	
XI.	MTA CONSOLIDATED REPORTS	
	<u>March</u>	
	Statement of Operations	XI-1
	Overtime Report	XI-9
	Report on Subsidies	XI-13
	Positions	XI-20
	Subsidy, Interagency Loans and Stabilization Fund Transactions	XI-23
	Farebox Recovery Ratios	XI-26
	MTA Ridership	XI-27
	Fuel Hedge Program	XI-51
XII.	REAL ESTATE AGENDA	
	Action Items	XII-3
	Report and Information Items	XII-19
XIII.	EXECUTIVE SESSION	

Date of next meeting: Monday, June 23, 2014 at 12:30 PM

Minutes of the MTA Finance Committee Meeting
April 28, 2014
347 Madison Avenue
New York, NY
12:30 PM

The following Finance Committee members attended:

Hon. Andrew M. Saul, Chairman
Hon. Fernando Ferrer
Hon. Andrew Albert
Hon. Jonathan A. Ballan
Hon. Robert C. Bickford
Hon. Allen P. Cappelli
Hon. Charles G. Moerdler
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. James L. Sedore, Jr.
Hon. Carl V. Wortendyke

The following Finance Committee members did not attend:

Hon. John H. Banks III
Hon. Norman Brown
Hon. Jeffrey A. Kay

The following Board Members were also present:

Hon. Ira R. Greenberg
Hon. Mark D. Lebow
Hon. Susan G. Metzger
Hon. John J. Molloy

The following also attended:

Robert Foran
Douglas Johnson
Patrick McCoy
Jeffrey Rosen

Chairman Andrew M. Saul called the April 28, 2014 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 March 24, 2014.

III. Committee Work Plan

There were no changes to the Work Plan.

IV. Budgets/Capital Cycle

A. BudgetWatch

Mr. Douglas Johnson noted that for the month, passenger revenues were \$13.1 million, or 2.9%, above Budget. NYCT Subway and Bus revenues were both favorable and were partially offset by lower MNR revenue. Favorable March 2014 results offset much of the lower revenue from January 2014 and February 2014 snowstorms, reducing the unfavorable variance for the first quarter to only \$8.2 million, or 0.6%. Toll revenues in March 2014 were slightly unfavorable - by \$0.4 million, or 0.3%. Toll revenue for the quarter was \$8.4 million, or 2.2% unfavorable - due to the January 2014 and February 2014 snow.

Mr. Johnson went on to state that for the month, preliminary expenses were favorable to Budget by \$33.6 million, or 4.4%. As a result, YTD expenses that had been unfavorable through February 2014 (because of overtime and other weather-related costs) are now favorable - net operating expenses for the first quarter were \$14.6 million, or 0.6%, favorable to budget. Most of the under-spending came in OTPS categories including services and materials.

Operating results, including passenger revenue and operating expenses, were favorable in the month of March 2014, which offset unfavorable weather-impacted results from January 2014 and February 2014. Combined YTD operating results were virtually on target with the budget.

Mr. Johnson pointed out that included within the March 2014 YTD expense totals were overtime costs that were \$45 million, or 36%, unfavorable. The majority of that variance was in the category of "weather emergencies" from January 2014 and February 2014 snow. However, significant additional overtime costs were incurred for maintenance backlogs, addressing safety issues and vacancy coverage.

Mr. Moerdler led a discussion about vacancy rates and overtime, and requested a review to see the degree of correlation between vacancy rates and overtime.

Mr. Johnson stated that this analysis was done in a report on overtime last year. An update of that report in the upcoming months will highlight any major concerns with this area of concern.

Chairman Saul further commented that when the July 2014 Financial Plan is reviewed, an analysis on overtime by operating division should be done.

Debt service costs were slightly unfavorable for the month but were \$35.4 million favorable YTD. Some of that variance was from timing that will reverse itself.

Moving to the Subsidies, Mr. Johnson reported that total collections from real estate transaction taxes in April 2014 were \$7.1 million (9.1%) better than Budget, increasing the YTD favorable variance to \$65.6 million (21.2%). YTD results capture very favorable collections (particularly the NYC Urban Tax) that occurred in January 2014 and February 2014. Results for those two months alone were some \$85 million favorable to the Budget.

While Urban tax collections for the month and YTD were favorable to the Budget; they continue to be very inconsistent. January 2014 and February 2014 collections were very strong; March 2014 collections were very low and April 2014 collections were in between – above Budget, but well below early year collection levels. Considering the real estate transaction taxes, combined subsidies have been virtually on target as higher PBT taxes have offset lower collections of PMT and MTA Aid.

Mr. Johnson summed up Budget Watch by stating that overall, MTA finances are doing modestly better than Budget; however, virtually all of that improvement is from those January 2014 and February 2014 Real Estate transaction tax collections.

B. Finance Watch

Mr. Patrick McCoy presented Finance Watch.

On February 6, 2014, TBTA restructured the Triborough Bridge and Tunnel Authority, Subordinate Revenue Refunding Bonds, Series 2002E escrows and arranged for the exercise of its retained call rights associated with the defeased bonds. On March 13, 2014, the TBTA called the defeased bonds. The proceeds of the escrow restructuring were sufficient to exercise such call rights and provide the TBTA with surplus proceeds of \$53,166,226.41, these proceeds are now available for TBTA capital investments.

On March 31, 2014, MTA executed a 2,783,000 gallon ultra-low sulfur diesel fuel hedge with J.P. Morgan Ventures Energy Corporation at an all-in price of \$2.8065/gallon. Three of MTA's existing approved commodity counterparties participated in bidding on the transaction: Goldman, Sachs & Co./ J Aron, J.P. Morgan Ventures Energy Corporation and Merrill Lynch Commodities Inc. The hedge covers the period from March 2015 through February 2016.

On April 10, 2014, MTA priced \$500 million of MTA Transportation Revenue Bonds, Series 2014B, to finance existing approved transit and commuter projects. The Series 2014B bonds were issued as tax-exempt fixed-rate bonds with a final maturity of November 15, 2044. The transaction closed on April 17, 2014. The transaction was led by Wells Fargo Securities, together with MBE co-senior manager CastleOak Securities. Hawkins Delafield & Wood served as bond counsel and Public Financial Management, Inc. served as financial advisor.

Mr. McCoy commented about investor outreach at the Public Finance Transportation and Utility Conference hosted by JP Morgan on April 2nd and 3rd, 2014. He stated that he was able to have

one on one meetings with some of MTA's largest investors and also make a presentation to the institutional investors that were present at the conference.

Mr. Moerdler inquired about MTA's auction rate securities. Mr. McCoy stated that even though the securities are failing, the interest rates are still attractive for the MTA. Mr. McCoy then referred Mr. Moerdler to the Auction Rate Securities report in Finance Watch and noted certain interest rates for those securities.

Mr. McCoy highlighted the following upcoming transactions: remarketing of \$50.00 million of MTA Transportation Revenue Bonds, Subseries 2012A-2, with Piper Jaffray & Co. as lead underwriter, and remarketing of \$200.00 million of MTA Transportation Revenue Variable Rate Refunding Bonds, Subseries 2002D-2, with Loop Capital Markets as lead underwriter. He further noted that these are merit assignments for the two lead underwriters, and that both series of bonds will be remarketed in term rate mode as floating rate notes.

V. MTA Headquarters and All-Agency Items

A. Action Items

Mr. Johnson reported that there were three action items.

1. MTA 2013 Annual Investment Report

Mr. Johnson stated that the Annual Investment Report provides the MTA Board with investment performance information on MTA managed funds for the year 2013. Pursuant to the requirements of Public Authorities Law Section 2925, Board approval of the Report and MTA All Agency Investment Guidelines, as amended, is needed. The amendment clarifies that these Guidelines do not apply to certain funds enumerated in the staff summary. Those funds are subject to separately established investment guidelines.

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

2. Addition to Outside Counsel Panel

Mr. Johnson presented that the Addition to Outside Counsel Panel action item seeks Board approval to add the law firm Kaplan Kirsch & Rockwell, LLP, to the list of MTA approved outside counsel. It is anticipated that legal services provided by this firm will assist MTA, MNR and LIRR efforts in connection with the development and execution of Interoperability Agreements that will be necessary for implementation of Positive Train Control.

The Committee voted to recommend the action before the Board for approval. Mr. Moerdler abstained from the Committee vote.

3. Approval of Resolution for Submission of Payroll Mobility Tax Credit Documents to CPRB

Mr. McCoy presented the staff summary to obtain Committee and Board approval of the annexed resolution authorizing the submission of the DRAFT Payroll Mobility Tax (“PMT”) Obligation Resolution Standard Resolution Provisions and Supplemental Resolution Provision to the Capital Program Review Board (CPRB) for approval. Upon approval by the CPRB, the full set of credit documents will be resubmitted to the Committee and the Board for formal adoption.

After a discussion about the details of the PMT Resolution the Committee voted to recommend the action before the Board for approval.

B. Report and Information Item

Mr. Johnson reported that there was one Report and Information Item.

1. MTA Annual Report on Variable Rate Debt

Mr. McCoy presented the report that summarized 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.

After questions from Mr. Ballan and Mr. Cappelli, Mr. McCoy concluded that the MTA is well positioned to add additional variable rate debt to its debt portfolio when appropriate and that the NYS Bond Issuance Charge is only required on new money transactions, not remarketings.

C. Procurements

There were two procurements for HQ for a total of \$1,235,000. There was one request to use the Request for Proposals (RFP) process to solicit and evaluate proposals from prospective vendors to provide and operate weekday bus services under the direction of the MTA in the event of a strike at Long Island Rail Road later this year; and one Personal Services Contract with Willdan Homeland Solutions for Security, Emergency Response and Related Training for a grand total of \$1,235,000.

Mr. Moerdler made a motion to table the request to use the RFP process to solicit and evaluate proposals from prospective vendors to provide and operate weekday bus services under the direction of the MTA in the event of a strike at Long Island Rail Road later this year, which was seconded by Mr. Pally. The motion to table the request was defeated.

The Committee then 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 or LIRR.

B. Procurements

There were two procurements for MNR totaling \$5,419,779. One was a non-competitive procurement with Siemens Industry, Inc. for a total \$3,419,779; and one was a competitive joint contract with LIRR with Masabi, LLC for \$2,000,000.

There were four procurements for LIRR for a total of \$12,763,166. There were three non-competitive procurements: two jointly with MNR; and one multi-agency with MNR and NYCT and one request to use the RFP process on the ESA Project managed by MTA Capital Construction.

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

VII. NYCT/MTA Bus Operations

There were two procurements for NYCT for a grand total of \$17,777,000. One procurement was for a large modification to extend an existing contract; and one contract was a ratification of a competitive contract.

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

There were no action items for MTA Bus.

VIII. Bridges and Tunnels

There were no action items for Bridges and Tunnels.

There was one competitive procurement for Bridges and Tunnels, for a modification for a grand total of \$1,450,000.

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

IX. FMTAC

There were no action or procurements items for FMTAC.

X. MTA Consolidated Reports

This month includes statement of operations; overtime reports; report on subsidies; positions; subsidy, interagency loans and stabilization fund transactions; farebox recovery ratios; MTA ridership; fuel hedge program.

XII. Real Estate Agenda

A. Action Items

Mr. Rosen noted that there were five action items for committee approval. Mr. Rosen, with the assistance of Helena Williams, specifically discussed one action item related to the MTAPD Radio Project, (i) license agreement with PI Telecom Infrastructure, LLC to construct and operate wireless support structures on Metro-North Railroad property and (ii) authorization to enter into agreement for use of existing structures on private property.

Mr. Moerdler commented that MTA should work with local police departments to reduce costs. Mr. Rosen responded that this was being done.

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

XIV. Adjournment

Upon motion duly made and seconded, the April 28, 2014 meeting of the Finance Committee was adjourned.

Respectfully submitted,

Patrick Isom
Manager, Financial Analysis

[THIS PAGE INTENTIONALLY LEFT BLANK]

2014 Finance Committee Work Plan

I. RECURRING AGENDA ITEMS

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

Responsibility

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

II. SPECIFIC AGENDA ITEMS

Responsibility

June 2014

Action Item:

PWEF Assessment

MTA Capital Program
 Mgmt/ MTA Div.
 Mgmt/Budget

Other:

Update on the Business Service Center

MTA Business Service
 Service

Update on IT Transformation

MTA Information
 Technology

July 2014

2015 Preliminary Budget/July Financial Plan 2015-2018
 (Joint Session with MTA Board)

MTA Div. Mgmt/Budget

September 2014

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

MTA Div. Mgmt/Budget

Action Item:

Resolution to Authorize the Execution, Filing and Acceptance of
 Federal Funds
 2015-2019 Capital Plan

MTA Grant Mgmt.
 MTA Capital Programs

Other:

Annual Report – Fuel Hedge Program
 Contract Change Order Report

MTA Div. Mgmt/Budget
 MTA Capital Programs

October 2014

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

MTA Div. Mgmt/Budget

Other:

Annual Review of MTA's Derivative Portfolio
 MTA 2014 Semi-Annual Investment Report

MTA Finance
 MTA Treasury

November 2014

2015 Final Proposed Budget/November Financial Plan 2015-2018
 (Joint Session with MTA Board)

MTA Div. Mgmt/Budget

Other:

Station Maintenance Billing Update	MTA Comptroller
Review and Assessment of the Finance Committee Charter	MTA CFO
Contract Change Order Report	MTA Capital Programs

December 2014

Adoption of 2015 Budget and 2015-2018 Financial Plan	MTA Div. Mgmt/Budget
------------------------------------------------------	----------------------

Action Items:

MTA and TBTA Reimbursement Resolutions for Federal Tax Purposes	MTA Treasury
Authorization to issue Transportation Revenue Bonds, Dedicated Tax Fund Bonds, TBTA General Revenue Bonds, and TBTA Subordinated Revenue Bonds	MTA Finance
Approval of Supplemental Resolutions Authorizing Refunding Bonds	MTA Finance

Other:

Draft 2015 Finance Committee Work Plan	MTA Div. Mgmt/Budget
----------------------------------------	----------------------

January 2015

Financing Issues:

Special Report: Finance Department 2014 Year-End Review	MTA Finance
---------------------------------------------------------	-------------

February 2015

Action Items:

2014 TBTA Operating Surplus	B&T/MTA
Mortgage Recording Tax – Escalation Payments to Dutchess, Orange and Rockland Counties	MTA Treasury, MTA Div. Mgmt/Budget

Other:

February Financial Plan 2015-2018	MTA Div. Mgmt/Budget
Contract Change Order Report	MTA Capital Programs

March 2015

Action Items:

All-Agency Real Property Disposition Guidelines and All-Agency Personal Property Disposition Guidelines	MTA Real Estate/MTA Corporate Compliance
All-Agency Annual Procurement Report	MTA Proc., Agencies

Other:

MTA Prompt Payment Annual Report 2014	MTA Business Service Service
Change Orders to Capital Construction Contracts	MTA Capital Construction

April 2015

Action Item:

MTA 2014 Annual Investment Report	MTA Treasury
-----------------------------------	--------------

Other:

Annual Report on Variable Rate Debt	MTA Finance
-------------------------------------	-------------

May 2015

Action Item:

Station Maintenance Bilings Approval

MTA Comptroller

Other:

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

MTA Labor

Annual FMTAC Meeting

MTA RIM

Annual FMTAC Investment Performance Report

MTA RIM

Contract Change Order Report

MTA Capital Programs

DETAILS

JUNE 2014

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:

Business Service Center

The Business Service Center will provide an update on its initiatives and upcoming project milestones. Operational performance metrics will also be shared.

IT Transformation

IT Management will present progress made to date to promote IT Transformation. A general organizational overview will be provided and an outline of key milestones and project deliverables will be shared. Initiatives that have made IT more resilient will also be discussed.

JULY 2014

2015 Preliminary Budget/July Financial Plan 2015-2018 (Joint Session with MTA Board)

The Chief Financial Officer and MTA Budget Division will present an updated forecast for 2014, a Preliminary Budget for 2015, and an updated Financial Plan for 2015-2018.

SEPTEMBER 2014

2015 Preliminary Budget/July Financial Plan 2015-2018

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.

2015-2019 Capital Plan

After the completion of its 2015-2034 Twenty Year Needs Assessment in September 2013, the MTA commenced the development its 2015-2019 Capital Plan. Stakeholder engagement will take place over the summer of 2014 with a planned submission to the MTA Board of Directors at its September 2014 Board meeting. This will be followed by submission of the proposed plan to the New York State Capital Program Review Board on or before October 1, 2014.

Other:

Contract Change Order Report

Change orders that would have required Board approval prior to the July 2013 Governance Committee measure increasing the approval threshold to \$750,000 are included in this quarterly report, for information only. Such capital contract change orders are reported to the CPOC Committee and such non-capital contract change orders are reported to the Finance Committee.

OCTOBER 2014

2015 Preliminary Budget/July Financial Plan 2015-2018

Public comment will be accepted on the 2015 Preliminary Budget.

Other:

Annual Review of MTA's Derivative Portfolio

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

MTA 2014 Semi-Annual Investment Report

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

NOVEMBER 2014

2015 Final Proposed Budget/November Financial Plan 2015-2018 (Joint Session with MTA Board)

The Chief Financial Officer and MTA Budget Division will present an updated forecast for 2014, a Final Proposed Budget for 2015, and an updated Financial Plan for 2015-2018.

Other:

Station Maintenance Billing Update

The MTA Comptroller Division will provide a report on the collection and audit status of station maintenance billings issued as of June 1, 2014.

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.

Contract Change Order Report

Change orders that would have required Board approval prior to the July 2013 Governance Committee measure increasing the approval threshold to \$750,000 are included in this quarterly report, for information only. Such capital contract change orders are reported to the CPOC Committee and such non-capital contract change orders are reported to the Finance Committee.

DECEMBER 2014

Adoption of 2015 Budget and 2015-2018 Financial Plan

The Committee will recommend action to the Board on the Final Proposed Budget for 2015 and 2015-2018 Financial Plan.

Action Item:

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

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

Approval of Supplemental Resolutions Authorizing Refunding Bonds

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

Other:

Draft 2015 Finance Committee Work Plan

The MTA Chief Financial Officer will present a proposed 2015 Finance Committee Work Plan that will address major issues, SBP and budget process issues, and reports required by statute.

JANUARY 2015

Other:

Special Report: Finance Department 2014 Year-End Review

The MTA Finance Department will present a report that summarizes financing activities for 2014.

FEBRUARY 2015

Action Items:

2014 TBTA Operating Surplus

MTA Bridges and Runnels should be prepared to answer questions on a staff summary requesting (1) transfer of TBTA 2014 Operating Surplus and Investment Income, (2) advances of TBTA 2015 Operating Surplus, and (3) the deduction from 2015 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 1987 (even if the taxes collected fall below the 1987 levels), but there are proportional upward adjustments if taxes collected in the particular county exceed the 1987 totals. Such upward adjustments are expected to be required this year, based on the 2009 experience thus far. The MTA Budget and Treasury Division will be prepared to answer questions on the related Staff Summary authorizing the payments.

Other:

February Financial Plan 2015-2018

The MTA Division of Management and Budget will present for information purposes a revised 2015-2018 Financial Plan reflecting any technical adjustments from the Adopted Budget and the incorporation of certain "below-the-line" policy actions into the baseline.

Contract Change Order Report

Change orders that would have required Board approval prior to the July 2014 Governance Committee measure increasing the approval threshold to \$750,000 are included in this quarterly report, for information only. Such capital contract change orders are reported to the CPOC Committee and such non-capital contract change orders are reported to the Finance Committee.

MARCH 2015

Action Items:

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

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

All-Agency Annual Procurement Report

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

Other:

MTA Annual Prompt Payment Status Report 2014

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).

Change Orders to Capital Construction Contracts

MTA Capital Construction (MTACC) will discuss an analysis of the recent history of its large consultant contracts. Discussion will include, but not be limited to, original contracts let, change orders, rates, and overhead percentages.

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.

MAY 2015

Action Item:

Station Maintenance Billings Approval

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

Other:

Annual Pension Fund Report

The MTA Labor Division, representatives of the various pension fund boards, and their pension consultants should be prepared to answer questions on a report, to be included in the Agenda materials, that reviews the 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.

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

Contract Change Order Report

Change orders that would have required Board approval prior to the July 2014 Governance Committee measure increasing the approval threshold to \$750,000 are included in this quarterly report, for information only. Such capital contract change orders are reported to the CPOC Committee and such non-capital contract change orders are reported to the Finance Committee.

[THIS PAGE INTENTIONALLY LEFT BLANK]

FinanceWatch

May 19, 2014

Fuel Hedge

\$7,850,843 Diesel Fuel Hedge

On April 30, 2014, MTA executed a 2,783,000 gallon ultra-low sulfur diesel fuel hedge with J.P. Morgan Ventures Energy Corporation at an all-in price of \$2.8210/gallon. Three of MTA's existing approved commodity counterparties participated in bidding on the transaction: Goldman, Sachs & Co./ J Aron, J.P. Morgan Ventures Energy Corporation and Merrill Lynch Commodities Inc. The hedge covers the period from April 2015 through March 2016.

Remarketings

\$50,000,000 MTA Transportation Revenue Bonds, Subseries 2012A-2

In May 2014, MTA will effect a mandatory tender and remarket \$50.00 million of MTA Transportation Revenue Bonds, Subseries 2012A-2, because its current Interest Rate Period was set to expire by its terms. The Subseries 2012A-2 bonds will continue in term rate mode as floating rate notes, with an interest rate of SIFMA plus a market determined spread. The final maturity of these notes will be November 15, 2041. This transaction will be led by Piper Jaffray & Co., together with J.P. Morgan and Loop Capital Markets as co-senior managers. Nixon Peabody will serve as bond counsel and Public Financial Management, Inc. will serve as financial advisor.

\$200,000,000 MTA Transportation Revenue Variable Rate

Refunding Bonds, Subseries 2002D-2

In May 2014, MTA will effect a mandatory tender and remarket \$200.00 million of MTA Transportation Revenue Variable Rate Refunding Bonds, Subseries 2002D-2, because its current Interest Rate Period was set to expire by its terms. The Subseries 2002D-2 bonds will continue in term rate mode as floating rate notes, with an interest rate of 69% of one-month Libor plus a market determined spread. The final maturity of these notes will be November 1, 2032. This transaction will be led by Loop Capital Markets, together with J.P. Morgan and Piper Jaffray as co-senior managers. Nixon Peabody will serve as bond counsel and Public Financial Management, Inc. will serve as financial advisor.

FEBRUARY FINANCIAL PLAN - ADOPTED BUDGET
DEBT SERVICE
(\$ in millions)
April 2014

	2014 Adopted Budget	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					Timing of debt service deposits.
NYC Transit	\$23.6	\$27.1	(\$3.5)		
Commuter Railroads	4.8	5.8	(1.1)		
<i>Dedicated Tax Fund Subtotal</i>	\$28.4	\$32.9	(\$4.5)	-16.0%	
MTA Transportation Revenue:					Timing of debt service deposits as debt service was prefunded to May 15. Variance should reverse in May 2014.
NYC Transit	\$70.6	\$98.5	(\$27.9)		
Commuter Railroads	45.5	\$60.6	(15.1)		
MTA Bus	1.9	\$3.6	(1.7)		
<i>MTA Transportation Subtotal</i>	\$118.0	\$162.6	(\$44.7)	-37.9%	
Commercial Paper:					Lower than budgeted rates, timing of interest payments
NYC Transit	\$1.1	\$0.0	\$1.1		
Commuter Railroads	0.7	\$0.0	0.7		
MTA Bus	0.0	\$0.0	0.0		
<i>Commercial Paper Subtotal</i>	\$1.8	\$0.1	\$1.8	96.9%	
2 Broadway COPs:					
NYC Transit	\$1.5	\$1.5	(\$0.0)		
Bridges & Tunnels	0.2	\$0.2	(0.0)		
MTA HQ	0.2	\$0.2	(0.0)		
<i>2 Broadway COPs Subtotal</i>	\$1.9	\$1.9	(\$0.0)	-1.8%	
TBTA General Resolution (2)					
NYC Transit	\$14.7	\$15.2	(\$0.4)		
Commuter Railroads	6.9	\$7.1	(0.2)		
Bridges & Tunnels	18.4	\$18.3	0.1		
<i>TBTA General Resolution Subtotal</i>	\$40.0	\$40.6	(\$0.5)	-1.4%	
TBTA Subordinate (2)					Timing of debt service deposits.
NYC Transit	\$5.5	\$5.2	\$0.3		
Commuter Railroads	2.4	\$2.3	0.1		
Bridges & Tunnels	2.2	\$2.1	0.1		
<i>TBTA Subordinate Subtotal</i>	\$10.1	\$9.6	\$0.5	5.2%	
Total Debt Service	\$200.2	\$247.7	(\$47.5)	-23.7%	
Debt Service by Agency:					
NYC Transit	\$117.0	\$147.5	(\$30.4)		
Commuter Railroads	60.3	75.9	(15.6)		
MTA Bus	1.9	3.6	(1.7)		
Bridges & Tunnels	20.8	20.6	0.2		
MTAHQ	0.2	0.2	(0.0)		
Total Debt Service	\$200.2	\$247.7	(\$47.5)	-23.7%	

Notes:

- 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.
 - 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.
 - Debt service is allocated among Transit, Commuter, MTA Bus, and TBTA categories based on actual spending of bond proceeds for approved capital projects. Allocation of 2 Broadway COPs is based on occupancy.
- Totals may not add due to rounding.*

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - ADOPTED BUDGET
DEBT SERVICE
(\$ in millions)
April 2014 Year-to-Date

	Adopted Budget	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					
NYC Transit	\$122.0	\$119.8	\$2.2		
Commuter Railroads	24.9	\$24.9	0.0		
<i>Dedicated Tax Fund Subtotal</i>	\$146.9	\$144.7	\$2.2	1.5%	
MTA Transportation Revenue:					Timing of debt service deposits as debt service was prefunded to May 15. Variance should reverse in May 2014.
NYC Transit	\$261.3	\$283.1	(\$21.7)		
Commuter Railroads	168.6	\$175.3	(6.7)		
MTA Bus	6.9	\$10.6	(3.8)		
<i>MTA Transportation Subtotal</i>	\$436.8	\$469.0	(\$32.2)	-7.4%	
Commercial Paper:					Lower than budgeted rates, timing of interest payments.
NYC Transit	\$4.4	\$0.1	\$4.3		
Commuter Railroads	2.9	\$0.1	2.8		
MTA Bus	0.1	\$0.0	0.1		
<i>Commercial Paper Subtotal</i>	\$7.3	\$0.2	\$7.2	97.7%	
2 Broadway COPs:					
NYC Transit	\$5.9	\$5.9	\$0.0		
Bridges & Tunnels	0.8	\$0.8	0.0		
MTA HQ	0.8	\$0.8	0.0		
<i>2 Broadway COPs Subtotal</i>	\$7.6	\$7.5	\$0.0	0.2%	
TBTA General Resolution (2)					Timing of bond issuances and lower than budgeted variable debt rates.
NYC Transit	\$59.0	\$57.1	\$1.9		
Commuter Railroads	27.7	\$26.8	0.9		
Bridges & Tunnels	73.5	\$68.9	4.6		
<i>TBTA General Resolution Subtotal</i>	\$160.2	\$152.8	\$7.4	4.6%	
TBTA Subordinate (2)					Lower than budgeted variable debt rates.
NYC Transit	\$22.1	\$20.2	\$1.8		
Commuter Railroads	9.7	\$8.9	0.8		
Bridges & Tunnels	8.7	\$8.0	0.7		
<i>TBTA Subordinate Subtotal</i>	\$40.5	\$37.1	\$3.4	8.3%	
Total Debt Service	\$799.3	\$811.3	(\$12.1)	-1.5%	
Debt Service by Agency:					
NYC Transit	\$474.7	\$486.2	(\$11.5)		
Commuter Railroads	233.8	236.0	(2.2)		
MTA Bus	6.9	10.6	(3.7)		
Bridges & Tunnels	83.0	77.7	5.3		
MTAHQ	0.8	0.8	0.0		
Total Debt Service	\$799.3	\$811.3	(\$12.1)	-1.5%	

Notes:

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

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

Transportation Revenue Bonds

Issue		TRB 2005E-1	TRB 2005E-2	TRB 2005D-1	TRB 2011B				
Remarketing Agent		BofA Merrill Lynch	J.P.Morgan	Merrill Lynch	Merrill Lynch				
Liquidity Provider		BofA Merrill Lynch	J.P.Morgan	Helaba	Bank of America				
Liquidity/Insurer		LoC	LoC	LoC	LoC				
Par Outstanding (\$m)		100.00	75.00	150.00	99.56				
Swap Notional (\$m)		60.00	45.00	150.00	27.94				
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
3/26/2014	0.06%	0.07%	0.01%	0.06%	0.00%	0.09%	0.03%	0.07%	0.01%
4/2/2014	0.06%	0.05%	-0.01%	0.08%	0.02%	0.08%	0.02%	0.05%	-0.01%
4/9/2014	0.07%	0.06%	-0.01%	0.08%	0.01%	0.09%	0.02%	0.06%	-0.01%
4/16/2014	0.11%	0.11%	0.00%	0.10%	-0.01%	0.14%	0.03%	0.11%	0.00%
4/23/2014	0.12%	0.12%	0.00%	0.14%	0.02%	0.13%	0.01%	0.12%	0.00%
4/30/2014	0.10%	0.09%	-0.01%	0.12%	0.02%	0.11%	0.01%	0.09%	-0.01%

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	170.81	170.80			
Swap Notional (\$m)		None	167.45	167.45			
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
3/26/2014	0.06%	0.05%	-0.01%	0.07%	0.01%	0.05%	-0.01%
4/2/2014	0.06%	0.05%	-0.01%	0.07%	0.01%	0.05%	-0.01%
4/9/2014	0.07%	0.07%	0.00%	0.07%	0.00%	0.07%	0.00%
4/16/2014	0.11%	0.12%	0.01%	0.09%	-0.02%	0.12%	0.01%
4/23/2014	0.12%	0.11%	-0.01%	0.09%	-0.03%	0.12%	0.00%
4/30/2014	0.10%	0.10%	0.00%	0.08%	-0.02%	0.12%	0.02%

TBTA General Revenue Bonds

Issue		TBTA 2005B-3	
Remarketing Agent		BofA Merrill Lynch	
Liquidity Provider		BofA	
Liquidity/Insurer		SBPA	
Par Outstanding (\$m)		194.00	
Swap Notional (\$m)		194.00	
Date	SIFMA	Rate	Spread to SIFMA
3/26/2014	0.06%	0.07%	0.01%
4/2/2014	0.06%	0.07%	0.01%
4/9/2014	0.07%	0.08%	0.01%
4/16/2014	0.11%	0.12%	0.01%
4/23/2014	0.12%	0.15%	0.03%
4/30/2014	0.10%	0.12%	0.02%

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)		122.57	122.57	88.50	47.79				
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
3/25/2014	0.06%	0.06%	0.00%	0.07%	0.01%	0.06%	0.00%	0.06%	0.00%
4/1/2014	0.06%	0.05%	-0.01%	0.06%	0.00%	0.05%	-0.01%	0.05%	-0.01%
4/8/2014	0.07%	0.07%	0.00%	0.08%	0.01%	0.07%	0.00%	0.07%	0.00%
4/15/2014	0.11%	0.12%	0.01%	0.13%	0.02%	0.12%	0.01%	0.12%	0.01%
4/22/2014	0.12%	0.12%	0.00%	0.13%	0.01%	0.12%	0.00%	0.12%	0.00%
4/29/2014	0.10%	0.10%	0.00%	0.11%	0.01%	0.10%	0.00%	0.10%	0.00%

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)		31.24	36.99	95.30	52.55				
Liquidity/Insurer		None	None	95.30	None				
Outstanding (\$m)	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
3/25/2014	0.06%	0.05%	-0.01%	0.04%	-0.02%	0.23%	0.17%	0.20%	0.14%
4/1/2014	0.06%	0.05%	-0.01%	0.05%	-0.01%	0.23%	0.17%	0.20%	0.14%
4/8/2014	0.07%	0.06%	-0.01%	0.06%	-0.01%	0.23%	0.16%	0.20%	0.13%
4/15/2014	0.11%	0.09%	-0.02%	0.09%	-0.02%	0.25%	0.14%	0.20%	0.09%
4/22/2014	0.12%	0.11%	-0.01%	0.11%	-0.01%	0.25%	0.13%	0.20%	0.08%
4/29/2014	0.10%	0.10%	0.00%	0.10%	0.00%	0.23%	0.13%	0.20%	0.10%

Report Date 5/2/2014

**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	11.49	11.95	12.42				
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
3/26/2014	0.06%	0.93%	0.87%	0.30%	0.24%	0.60%	0.54%	0.79%	0.73%
4/2/2014	0.06%	0.93%	0.87%	0.30%	0.24%	0.60%	0.54%	0.79%	0.73%
4/9/2014	0.07%	0.93%	0.86%	0.30%	0.23%	0.60%	0.53%	0.79%	0.72%
4/16/2014	0.11%	0.93%	0.82%	0.30%	0.19%	0.60%	0.49%	0.79%	0.68%
4/23/2014	0.12%	0.93%	0.81%	0.30%	0.18%	0.60%	0.48%	0.79%	0.67%
4/30/2014	0.10%	0.93%	0.83%	0.30%	0.20%	0.60%	0.50%	0.79%	0.69%

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	Rate	Spread to SIFMA	Rate	Spread to SIFMA
3/26/2014	0.06%	0.93%	0.87%	0.50%	0.44%	0.75%	0.69%	0.95%	0.89%
4/2/2014	0.06%	0.93%	0.87%	0.50%	0.44%	0.75%	0.69%	0.95%	0.89%
4/9/2014	0.07%	0.93%	0.86%	0.50%	0.43%	0.75%	0.68%	0.95%	0.88%
4/16/2014	0.11%	0.93%	0.82%	0.50%	0.39%	0.75%	0.64%	0.95%	0.84%
4/23/2014	0.12%	0.93%	0.81%	0.50%	0.38%	0.75%	0.63%	0.95%	0.83%
4/30/2014	0.10%	0.93%	0.83%	0.50%	0.40%	0.75%	0.65%	0.95%	0.85%

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	Rate	Spread to SIFMA
3/26/2014	0.06%	0.25%	0.19%	0.45%	0.39%
4/2/2014	0.06%	0.25%	0.19%	0.45%	0.39%
4/9/2014	0.07%	0.26%	0.19%	0.46%	0.39%
4/16/2014	0.11%	0.30%	0.19%	0.50%	0.39%
4/23/2014	0.12%	0.31%	0.19%	0.51%	0.39%
4/30/2014	0.10%	0.29%	0.19%	0.49%	0.39%

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	74.03				
Swap Notional (\$m)		84.45	125.00	75.00	74.03				
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
3/26/2014	0.06%	0.52%	0.46%	0.63%	0.57%	0.80%	0.74%	0.94%	0.88%
4/2/2014	0.06%	0.52%	0.46%	0.63%	0.57%	0.80%	0.74%	0.94%	0.88%
4/9/2014	0.07%	0.52%	0.45%	0.63%	0.56%	0.80%	0.73%	0.94%	0.87%
4/16/2014	0.11%	0.52%	0.41%	0.63%	0.52%	0.80%	0.69%	0.94%	0.83%
4/23/2014	0.12%	0.52%	0.40%	0.63%	0.51%	0.80%	0.68%	0.94%	0.82%
4/30/2014	0.10%	0.52%	0.42%	0.63%	0.53%	0.80%	0.70%	0.94%	0.84%

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)		46.60	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
3/26/2014	0.06%	0.81%	0.75%	0.96%	0.90%	1.01%	0.95%	1.06%	1.00%
4/2/2014	0.06%	0.81%	0.75%	0.96%	0.90%	1.01%	0.95%	1.06%	1.00%
4/9/2014	0.07%	0.82%	0.75%	0.97%	0.90%	1.02%	0.95%	1.07%	1.00%
4/16/2014	0.11%	0.86%	0.75%	1.01%	0.90%	1.06%	0.95%	1.11%	1.00%
4/23/2014	0.12%	0.87%	0.75%	1.02%	0.90%	1.07%	0.95%	1.12%	1.00%
4/30/2014	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
3/26/2014	0.06%	0.29%	0.23%	0.42%	0.36%	0.74%	0.68%
4/2/2014	0.06%	0.29%	0.23%	0.42%	0.36%	0.74%	0.68%
4/9/2014	0.07%	0.30%	0.23%	0.43%	0.36%	0.75%	0.68%
4/16/2014	0.11%	0.34%	0.23%	0.47%	0.36%	0.79%	0.68%
4/23/2014	0.12%	0.35%	0.23%	0.48%	0.36%	0.80%	0.68%
4/30/2014	0.10%	0.33%	0.23%	0.46%	0.36%	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)		28.80	37.50	38.70	43.80	45.20					
Swap Notional (\$m)		28.80	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
3/26/2014	0.06%	0.48%	0.42%	0.62%	0.56%	0.47%	0.41%	0.69%	0.63%	0.75%	0.33%
4/2/2014	0.06%	0.48%	0.42%	0.62%	0.56%	0.47%	0.41%	0.69%	0.63%	0.75%	0.33%
4/9/2014	0.07%	0.48%	0.41%	0.62%	0.55%	0.47%	0.40%	0.69%	0.62%	0.75%	0.34%
4/16/2014	0.11%	0.48%	0.37%	0.62%	0.51%	0.47%	0.36%	0.69%	0.58%	0.75%	0.38%
4/23/2014	0.12%	0.48%	0.36%	0.62%	0.50%	0.47%	0.35%	0.69%	0.57%	0.75%	0.39%
4/30/2014	0.10%	0.48%	0.38%	0.62%	0.52%	0.47%	0.37%	0.69%	0.59%	0.75%	0.37%

Issue		TBTA SUB 2013D-2a	TBTA SUB 2013D-2b		
Remarketing Agent		N/A	N/A		
Initial Purchase Date		1/1/2014	1/1/2014		
Liquidity/Insurer		None	None		
Par Outstanding (\$m)		58.02	90.45		
Swap Notional (\$m)		N/A	N/A		
Date	SIFMA	Rate	Spread to SIFMA	Rate	Spread to SIFMA
3/26/2014	0.06%	0.56%	0.50%	0.81%	0.75%
4/2/2014	0.06%	0.55%	0.49%	0.80%	0.74%
4/9/2014	0.07%	0.55%	0.48%	0.80%	0.73%
4/16/2014	0.11%	0.55%	0.44%	0.80%	0.69%
4/23/2014	0.12%	0.55%	0.43%	0.80%	0.68%
4/30/2014	0.10%	0.55%	0.45%	0.80%	0.70%

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

Report Date 5/2/2014

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	Spread to		Spread to	
		Rate	SIFMA	Rate	SIFMA
4/23/2014	0.12%	0.14%	0.02%	0.10%	-0.02%
4/24/2014	0.12%	0.13%	0.01%	0.10%	-0.02%
4/25/2014	0.12%	0.12%	0.00%	0.09%	-0.03%
4/26/2014	0.12%	0.12%	0.00%	0.09%	-0.03%
4/27/2014	0.12%	0.12%	0.00%	0.09%	-0.03%
4/28/2014	0.12%	0.11%	-0.01%	0.09%	-0.03%
4/29/2014	0.12%	0.11%	-0.01%	0.08%	-0.04%
4/30/2014	0.10%	0.11%	0.01%	0.08%	-0.02%
5/1/2014	0.10%	0.11%	0.01%	0.05%	-0.05%
5/2/2014	0.10%	0.07%	-0.03%	0.04%	-0.06%

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)		202.61	56.63	57.80	88.99				
Swap Notional (\$m)		194.00	None	24.06	88.99				
Date	SIFMA	Spread to		Spread to		Spread to		Spread to	
		Rate	SIFMA	Rate	SIFMA	Rate	SIFMA	Rate	SIFMA
4/23/2014	0.12%	0.14%	0.02%	0.11%	-0.01%	0.11%	-0.01%	0.12%	0.00%
4/24/2014	0.12%	0.13%	0.01%	0.10%	-0.02%	0.11%	-0.01%	0.11%	-0.01%
4/25/2014	0.12%	0.12%	0.00%	0.09%	-0.03%	0.10%	-0.02%	0.10%	-0.02%
4/26/2014	0.12%	0.12%	0.00%	0.09%	-0.03%	0.10%	-0.02%	0.10%	-0.02%
4/27/2014	0.12%	0.12%	0.00%	0.09%	-0.03%	0.10%	-0.02%	0.10%	-0.02%
4/28/2014	0.12%	0.11%	-0.01%	0.09%	-0.03%	0.10%	-0.02%	0.09%	-0.03%
4/29/2014	0.12%	0.11%	-0.01%	0.09%	-0.03%	0.10%	-0.02%	0.09%	-0.03%
4/30/2014	0.10%	0.11%	0.01%	0.08%	-0.02%	0.09%	-0.01%	0.09%	-0.01%
5/1/2014	0.10%	0.08%	-0.02%	0.06%	-0.04%	0.07%	-0.03%	0.06%	-0.04%
5/2/2014	0.10%	0.06%	-0.04%	0.04%	-0.06%	0.04%	-0.06%	0.04%	-0.06%

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)		48.10	56.91		
Swap Notional (\$m)		48.10	56.91		
Date	SIFMA	Spread to		Spread to	
		Rate	SIFMA	Rate	SIFMA
4/23/2014	0.12%	0.12%	0.00%	0.11%	-0.01%
4/24/2014	0.12%	0.11%	-0.01%	0.10%	-0.02%
4/25/2014	0.12%	0.10%	-0.02%	0.09%	-0.03%
4/26/2014	0.12%	0.10%	-0.02%	0.09%	-0.03%
4/27/2014	0.12%	0.10%	-0.02%	0.09%	-0.03%
4/28/2014	0.12%	0.09%	-0.03%	0.09%	-0.03%
4/29/2014	0.12%	0.09%	-0.03%	0.09%	-0.03%
4/30/2014	0.10%	0.09%	-0.01%	0.08%	-0.02%
5/1/2014	0.10%	0.06%	-0.04%	0.06%	-0.04%
5/2/2014	0.10%	0.04%	-0.06%	0.04%	-0.06%

Report Date 5/2/2014

**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)	96.150	9.550	10.200	37.250
Swap Notional (\$m)	None	9.550	10.200	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
<i>Mar. 17 thru Mar. 21, 2014</i>	0.314%	0.430%	0.431%	0.433%
<i>Mar. 24 thru Mar. 28, 2014</i>	0.308%	0.424%	0.423%	0.421%
<i>Mar. 31 thru Apr. 4, 2014</i>	0.302%	0.418%	0.415%	0.418%
<i>Apr. 7 thru Apr. 11, 2014</i>	0.301%	0.418%	0.414%	0.415%
<i>Apr. 14 thru Apr. 18, 2014</i>	0.303%	0.417%	0.416%	0.418%
<i>Apr. 21 thru Apr. 25, 2014</i>	0.305%	0.419%	0.419%	0.419%
<i>Apr. 28 thru May 2, 2014</i>	0.303%	0.413%	0.417%	0.414%
<i>Corresponding Libor Rate</i>	0.152%	0.150%	0.152%	0.151%
<i>Fail Rate</i>	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)	95.525	34.950	3.700
Swap Notional (\$m)	None	34.950	3.700
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
<i>December 2013</i>	0.330%	0.462%	0.451%
<i>January 2014</i>	0.316%	0.441%	0.432%
<i>February 2014</i>	0.309%	0.425%	0.428%
<i>March 2014</i>	0.315%	0.425%	0.417%
<i>April 2014</i>	0.304%	0.417%	0.417%
<i>Corresponding Libor Rate</i>	0.152%	0.152%	0.152%
<i>Fail Rate</i>	200%	275%	275%

Report Date 5/2/2014

MTA DEBT OUTSTANDING (\$ in Millions)

5/2/2014

Type of Credit				Outstanding				Total Outstanding	TIC ¹	Notes
Underlying Ratings (Moody's /S&P / Fitch/ Kroll)	Series	BPA Sale Date	Final Maturity	Principal Issued Amount	Fixed Amount	Variable Amount	Synthetic Fixed Amount			
MTA Transportation	2002A	5/9/02	11/15/2032	2,894 185	84 965	-	-	84 965	5 31	
Revenue Bonds (A2/A+/A)	2002B	5/28/02	11/1/2022	210 500	-	191 675	-	191 675	1 51	
	2002D	5/29/02	11/1/2032	400 000	174 725	-	200 000	374 725	4 63	
	2002E	6/12/02	11/15/2031	397 495	18 425	-	-	18 425	5 13	
	2002G	11/19/02	11/1/2026	400 000	-	12 270	181 830	194 100	3 50	
	2003A	5/8/03	11/15/2032	475 340	114 355	-	-	114 355	4 49	
	2003B	7/30/03	11/15/2032	751 765	71 080	-	-	71 080	5 10	
	2005A	2/9/05	11/15/2035	650 000	429 280	-	-	429 280	4 76	
	2005B	6/22/05	11/15/2035	750 000	575 225	-	-	575 225	4 80	
	2005C	10/19/05	11/15/2016	150 000	44 395	-	-	44 395	4 19	
	2005D	11/1/05	11/1/2035	250 000	-	-	250 000	250 000	4 53	
	2005E	11/1/05	11/1/2035	250 000	-	100 000	150 000	250 000	3 67	
	2005F	11/16/05	11/15/2035	468 760	357 055	-	-	357 055	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	391 830	-	-	391 830	4 89	
	2006B	12/13/06	11/15/2036	717 730	659 420	-	-	659 420	4 52	
	2007A	6/27/07	11/15/2037	425 615	379 335	-	-	379 335	4 84	
	2007B	12/6/07	11/15/2037	415 000	371 250	-	-	371 250	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	414 720	-	-	414 720	3 09	
	2008C	10/17/08	11/15/2013	550 000	485 000	-	-	485 000	6 68	
	2009A	10/6/09	11/15/2039	502 320	461 875	-	-	461 875	3 79	
	2010A	1/6/10	11/15/2039	363 945	363 945	-	-	363 945	4 44	
	2010B	2/4/10	11/15/2039	656 975	641 975	-	-	641 975	4 29	
	2010C	6/30/10	11/15/2040	510 485	487 710	-	-	487 710	4 27	
	CP2	9/16/10	11/15/2015	900 000	-	550 000	-	550 000	1 32	
	2010D	11/23/10	11/15/2040	754 305	716 540	-	-	716 540	5 15	
	2010E	12/21/10	11/15/2040	750 000	750 000	-	-	750 000	4 57	
	2011A	7/12/11	11/15/2046	400 440	392 490	-	-	392 490	4 95	
	2011B	9/13/11	11/1/2041	99 560	-	71 625	27 935	99 560	2 09	
	2011C	11/2/11	11/15/2028	197 950	191 435	-	-	191 435	3 99	
	2011D	11/30/11	11/15/2046	480 165	462 295	-	-	462 295	4 57	
	2012A	3/7/12	11/15/2042	150 000	50 000	100 000	-	150 000	1 70	
	2012B	3/7/12	11/15/2039	250 000	241 480	-	-	241 480	3 85	
	2012C	4/18/12	11/15/2047	727 430	717 300	-	-	717 300	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	635 970	-	-	635 970	3 91	
	2012F	9/20/12	11/15/2030	1,268 445	1,171 355	-	-	1,171 355	3 17	
	2012G	11/7/12	11/1/2032	359 450	-	-	358 475	358 475	4 14	
	2012H	11/9/12	11/15/2042	350 000	344 045	-	-	344 045	3 70	
	2013A	1/17/2013	11/15/2043	500 000	493 580	-	-	493 580	3 79	
	2013B	3/22/2013	11/15/2043	500 000	492 000	-	-	492 000	4 08	
	2013C	6/11/2013	11/15/2043	500 000	492 640	-	-	492 640	4 25	
	2013D	7/11/2013	11/15/2043	333 790	332 050	-	-	332 050	4 63	
BANS 2013A Key Bank Series		9/19/2013	9/29/2015	100 000	-	100 000	-	100 000	0 76	
BANS 2013A ML Series		10/3/2013	4/19/2015	200 000	-	200 000	-	200 000	0 71	
	2013E	11/15/2013	11/15/2043	500 000	500 000	-	-	500 000	4 64	
	2014A	2/28/2014	11/15/2044	400 000	400 000	-	-	400 000	4 31	
	2014B	4/17/2014	11/15/2044	500 000	500 000	-	-	500 000	4 38	
Total				26,050 015	17,387 350	1,325 570	1,168 240	19,881 160	4 12	
									WATIC	
TBTA General	EFC 1996A	6/26/96	1/1/2030	28 445	4 150	-	-	4 150	5 85	
Revenue Bonds	2001B	12/18/01	1/1/2032	148 200	-	122 570	-	122 570	2 28	
(Aa3/AA-/AA-/AA)	2001C	12/18/01	1/1/2032	148 200	-	122 565	-	122 565	2 48	
	2002B	9/19/02	11/15/2032	2,157 065	147 200	-	-	147 200	4 56	
	2002F	11/8/02	11/1/2032	246 480	-	8 610	194 000	202 610	3 71	
	2003B	12/9/03	1/1/2033	250 000	-	192 915	-	192 915	2 40	
	2005A	5/10/05	11/1/2035	150 000	-	101 965	24 060	126 025	2 78	
	2005B	7/6/05	1/1/2032	800 000	-	-	582 000	582 000	3 54	
	2006A	6/8/06	11/15/2035	200 000	75 645	-	-	75 645	4 72	
	2007A	6/13/07	11/15/2037	223 355	136 260	-	-	136 260	4 84	

MTA DEBT OUTSTANDING (\$ in Millions)

5/2/2014

Type of Credit	Underlying Ratings (Moody's /S&P / Fitch/ Kroll)	Series	BPA Sale Date	Final Maturity	Principal Six Amount	Outstanding			Total Outstanding	TIC ¹	Notes
						Fixed Amount	Variable Amount	Synthetic Fixed Amount			
		2008A	3/13/08	11/15/2038	822 770	636 445	-	-	636 445	4 93	
		2008B	3/13/08	11/15/2038	252 230	252 230	-	-	252 230	3 71	
		2008C	7/16/08	11/15/2038	629 890	512.270	-	-	512.270	4 72	
		2009A	2/11/09	11/15/2038	475.000	419 565	-	-	419 565	4.75	
		2009B	9/10/09	11/15/2039	200 000	200 000	-	-	200 000	3 63	
		2010A	10/20/10	11/15/2040	346 960	330 010	-	-	330 010	3 45	
		2011A	10/4/11	1/1/2028	609.430	586 210	-	-	586 210	3 59	
		2012A	6/6/12	11/15/2042	231 490	225 515	-	-	225 515	3 69	
		2012B	8/3/12	11/15/2032	1,236 898	1,352.570	-	-	1,352 570	2 66	
		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	
	TBTA BANS	2014A	2/6/2014	5/15/2015	100.000	100 000	-	-	100 000	0 62	
		2014A	2/6/2014	11/15/2044	250 000	250 000	-	-	250 000	4 28	
				Total	9,963 608	5,685 265	548.625	800.060	7,033 950	3 59	
										WATIC	
TBTA Subordinate Revenue Bonds (A1/A+/A+/AA-)		2000AB	11/01/00	1/1/2019	263 000	-	-	95.300	95.300	6 49	
		2000CD	11/01/00	1/1/2019	263.000	-	52.550	-	52 550	1 60	
		2002E	10/23/02	11/15/2032	756 095	139.825	-	-	139 825	5.34	
		2003A	2/27/03	11/15/2032	500.170	9 545	-	-	9 545	4 91	
		2008D	7/16/08	11/15/2028	491 110	393 980	-	-	393 980	4 69	
		2013A	1/11/2013	11/15/2032	761 600	761 600	-	-	761 600	3 13	
		2013D	12/19/2013	11/15/2032	313 975	165 505	148 470	-	313 975	2 39	
				Total	3,348 950	1,470 455	201 020	95 300	1,766 775	3 67	
										WATIC	
MTA Dedicated Tax Fund Bonds (AA/AA-)		2002B	9/4/02	11/1/2022	440 000	116 050	311 800	-	427 850	1 74	
		2004A	2/26/04	11/15/2018	250 000	106 855	-	-	106 855	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	48 725	-	-	48.725	3 77	
		2006A	6/7/06	11/15/2035	350 000	229.365	-	-	229.365	4 18	
		2006B	10/25/06	11/15/2036	410.000	288 010	-	-	288 010	4 28	
		2008A	6/24/08	11/1/2031	352 915	-	6 695	334.905	341 600	4 07	
		2008B	8/6/08	11/1/2034	348 175	202 505	134 210	-	336 715	2 30	
		2009A	3/12/09	11/15/2039	261 700	243 680	-	-	243 680	5 55	
		2009B	4/23/09	11/15/2030	500.000	469 960	-	-	469.960	5 00	
		2009C	4/23/09	11/15/2039	750 000	750 000	-	-	750 000	4 89	
		2010A	3/17/10	11/15/2040	502 990	479 330	-	-	479 330	3 91	
		2011A	3/23/11	11/15/2021	127 450	103 075	-	-	103 075	2.99	
		2012A	10/16/12	11/15/2032	1,065.335	1,008.950	-	-	1,008 950	3 07	
				Total	5,978 565	4,340 965	452 705	334 905	5,128 575	3 83	
										WATIC	
MTA Certificates of Participation (2 Broadway) (Caa2/CC/NR)		2004A	9/21/04	1/1/2030	357 925	-	-	95 650	95 650	4 08	
				Total	357 925	-	-	95 650	95 650	4 08	
										WATIC	
				All MTA Total	45,699.063	28,884.035	2,527.920	2,494.155	33,906.110	3.94	
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	42.825	-	-	42 825	4 93	
				Total	2,395 205	315 495	-	-	315 495	5 24	
										WATIC	

Notes

- (1) Fixed Rate TICs calculated as of issuance of Fixed Rate Bonds Floating Rate TICs calculated from inception 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 current 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. Variable Rate TICs include average remarketed plus current variable rate fees

Staff Summary

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts



Item Number:

Vendor Name (& Location): Willis of New York	
Description: Extension of Owner Controlled Insurance for East Side Access	
Contract Term (Including Options, if any):	
Option(s) Included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source: <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Risk and Insurance Management / Laureen Coyne <i>Laureen Coyne</i>	

Contract Number:	AWO/Modification # 5
Original Amount:	\$93,000,000
Prior Modifications:	\$224,160,136
Prior Budgetary Increases:	\$
Current Amount:	\$317,160,136
This Request:	\$19,000,000
% of This Request to Current Amount:	6%
% of Modifications (Including This Request) to Original Amount:	361%

PURPOSE:

To obtain Board approval to extend the builders risk insurance coverage component of the MTA's Owner Controlled Insurance Program (OCIP) for the East Side Access Project.

SUMMARY:

The MTACC East Side Access Project is currently insured through an MTA Owner Controlled Insurance Program (OCIP), which was approved by the Board on December 17, 1998. Willis of NY, the OCIP broker, selected through a competitive RFP process, subsequently marketed and placed OCIP builders risk policies in 2004, based upon the then-scheduled completion date and estimated third party construction costs. The policy covers property damage to construction work completed on or before June 1, 2014. This request for approval is required to purchase builders risk coverage to May 31, 2021 and to provide limits of \$350 million. Premium is auditable based upon a rate of \$0.2275 per one hundred dollars of construction value and is not expected to exceed \$19 million (inclusive of applicable taxes and fees) based on a revised construction cost of \$7.959 billion.

DISCUSSION:

The East Side Access Project OCIP provides the MTA and each architect, engineer, contractor, and subcontractor working on the project with uniform Professional Liability (E&O), Environmental Liability, Workers Compensation (WC), General Liability (GL) Excess Liability, Railroad Protective Liability, and Builders Risk Insurance. Policies are underwritten by insurance companies with A.M. Best ratings of A or greater and/or equivalent financial strength. The carriers were competitively selected based upon policy terms, conditions, services and costs offered for this program. The original OCIP Program budget for all policies was \$93 million based upon a project cost of \$2.3 billion and project completion in 2010

The original builders risk program was placed globally with various insurers led by Swiss Re International and Zurich America Insurance Company with participation from Ace America, Arch, Tokio Marine, Assicurazioni Generali, and RSUI Indemnity. The expiring policy has limits of \$250 million and covers completed construction works against property damage due to fire, earthquake, flood and related perils through May 31, 2014. The expiring premium was based upon a rate of \$0.462 per one hundred of construction value and a completed construction value of \$3.888 billion. The new program, which provides coverage limits of \$350 million, was marketed by Willis, and will be led again by Swiss Re International and Zurich America Insurance Company with participation by Munich Re, Assicurazioni Generali, Lexington (AIG), Talbot (Lloyd's) and Liberty International Underwriters. The new program is based upon a rate of \$0.2275 per one hundred of construction value and a completed construction value of \$7.959 billion. The new program provides an additional \$100 million in coverage at half of the expiring rate. These favorable terms were the result of premium earned and no losses on the expiring program.

MTACC is obligated under its construction contracts to provide continuing builders risk coverage. We have been able to achieve favorable extension terms that include an increase in limits and a reduction in rates and stay within the budget. MTACC has weighed the risk of loss and the cost of available insurance and concluded that this program is reasonable, cost effective and in the best interests of the MTA.

Staff Summary

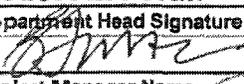
IMPACT ON FUNDING:

Funding is from the East Side Access Capital Program Budget.

ALTERNATIVES:

The alternative would be to require each construction contractor to carry their own builders risk policy for their work. This approach would not be cost effective as the additive cost of each contractor's policy would most likely exceed the cost of the MTA policy. Also, contractor insurance would expire upon completion of a contract leaving completed works without coverage. By purchasing a single builders risk policy, the MTA can cover all completed and active construction works of the East Side Access Project until final completion.

Staff Summary

Subject 2013 – 2014 Station Maintenance Billing	Date May 8, 2014
Department Chief Financial Officer	Vendor Name
Department Head Name Robert E. Foran	Contract Number
Department Head Signature 	Contract Manager Name
Project Manager Name Patrick Kane 	Table of Contents Ref #

Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	Finance	5/19		x		2	Chief of Staff 	1	Legal 
2	Board	5/21		x					

Narrative

Purpose:
To advise the Board of submission of the station maintenance billings to New York City and the counties for the period April 1, 2013 to March 31, 2014.

Discussion:
The attached schedule provides the summary of the station maintenance use and operations billing to the counties and New York City for the period April 1, 2013 through March 31, 2014.

Current legislation provides that on or before June first of each year the MTA shall determine and certify to New York City and the counties the cost for station maintenance use and operations for the twelve month period ending the preceding March thirty-first for the stations within the municipality. The MTA bills New York City and the counties each fiscal year based on a statutorily established formula adjusted annually by the CPI-W for the New York, Northwestern New Jersey and Long Island Region. The net increase in the CPI factor for the twelve month period ending March 31, 2014 was 1.26% which results in a \$2,018,081 increase over the prior year's billed amount.

Staff Summary

Metropolitan Transportation Authority
Station Maintenance, Use and Operations
March 31, 2014

	Billed Amount 2012 - 2013	Change in CPI	Increased Amount	Billed Amount 2013 - 2014
Dutchess	\$ 2,339,420	1.26%	\$ 29,477	\$ 2,368,897
Nassau	28,394,605	1.26	357,772	28,752,377
New York City	90,855,829	1.26	1,144,783	92,000,613
Orange	483,961	1.26	6,098	490,059
Putnam	914,866	1.26	11,527	926,393
Rockland	51,454	1.26	648	52,102
Suffolk	17,501,267	1.26	220,516	17,721,783
Westchester	<u>19,623,792</u>	1.26	<u>247,260</u>	<u>19,871,052</u>
Grand Total	<u>\$160,165,193</u>		<u>\$ 2,018,081</u>	<u>\$162,183,275</u>

Consumer Price Index - Urban Wage Earners and Clerical Workers
Original Data Value

Series Id: CWURA101SA0
 Not Seasonally Adjusted
 Area: New York-Northern New Jersey-Long Island, NY-
 Item: All items
 Base Period: 1982-84=100
 Years: 2004 to 2014

Year	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Annual	HALF1	HALF2
2004	194.9	196.3	198.2	198.5	199.1	200.4	200.1	200.3	200.6	201.9	202.2	201.8	199.5	197.9	201.2
2005	202.6	203.3	205.5	206.0	205.6	205.1	206.5	208.3	211.0	211.0	209.9	208.7	207.0	204.7	209.2
2006	210.2	210.6	212.0	214.0	215.5	216.7	216.8	217.8	216.9	215.3	214.7	215.2	214.6	213.2	216.1
2007	215.793	216.771	218.510	219.791	221.396	222.322	222.237	221.905	222.174	222.624	223.716	223.873	220.926	219.097	222.755
2008	224.557	225.281	226.951	228.215	230.923	233.776	235.446	235.510	234.703	232.778	228.727	227.223	230.341	228.284	232.398
2009	227.503	228.653	229.064	229.639	230.307	231.916	232.177	232.841	233.502	233.084	233.893	233.448	231.336	229.514	233.158
2010	234.067	234.153	235.240	235.750	236.144	235.916	236.330	236.820	236.725	237.483	237.606	237.575	236.151	235.212	237.090
2011	238.396	239.750	241.667	242.697	244.316	244.601	245.265	246.025	246.877	246.297	245.546	244.586	243.835	241.905	245.766
2012	245.541	246.539	248.152	248.706	248.955	248.488	248.162	249.734	250.980	250.539	250.586	249.535	248.826	247.730	249.923
2013	250.849	252.317	252.739	252.024	252.259	252.862	253.277	253.633	254.434	252.917	253.013	253.088	252.784	252.175	253.394
2014	255.477	254.782	255.933												

**STATION MAINTENANCE
FOR THE YEAR 4/1/13 - 3/31/14**

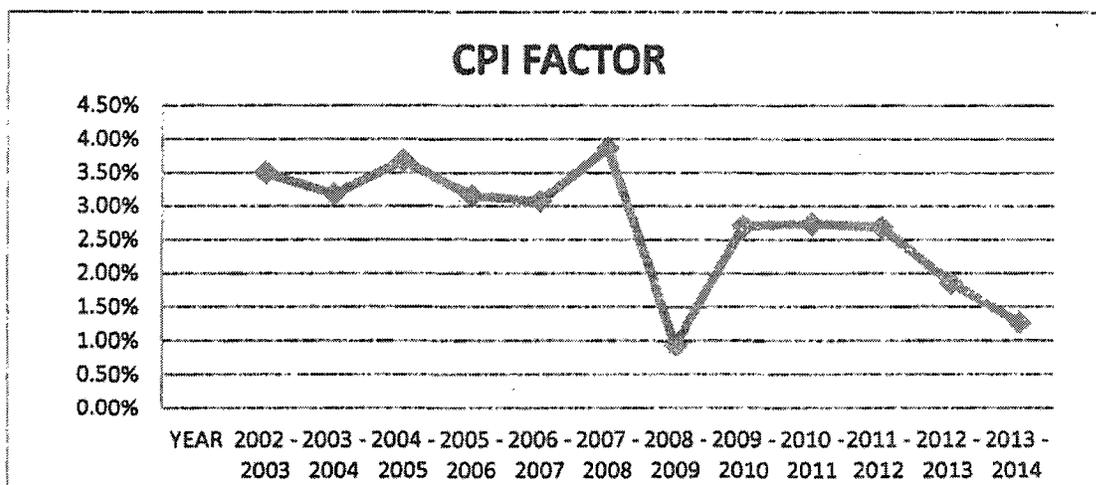
	BILLED AMOUNT 2012-2013	CHANGE IN CPI	INCREASED AMOUNT	BILL AMOUNT 2013-2014	BILL AMOUNT 2013-2014 ROUNDED
DUTCHESS	2,339,420	0.0126	29,476.69	2,368,896.84	2,368,897
NASSAU	28,394,605	0.0126	357,772.02	28,752,376.67	28,752,377
NEW YORK CITY	90,855,829	0.0126	1,144,783.45	92,000,612.70	92,000,613
ORANGE	483,961	0.0126	6,097.90	490,058.55	490,059
PUTNAM	914,866	0.0126	11,527.31	926,392.89	926,393
ROCKLAND	51,454	0.0126	648.32	52,101.92	52,102
SUFFOLK	17,501,267	0.0126	220,515.97	17,721,783.41	17,721,783
WESTCHESTER	19,623,792	0.0126	247,259.78	19,871,051.68	19,871,052
GRAND TOTAL	160,165,193.22		2,018,081.43	162,183,274.66	162,183,275
MARCH 2013 CPI	252.739				
MARCH 2014 CPI	255.933				
CHANGE	3.194				
	3.194/252.739				
% INCREASE	0.012637543				

2013-2014 STATION MAINTENANCE

- CPI factor used is the Consumer Price Index for Wage Earners and Clerical Workers for the New York, Northeastern New Jersey for twelve month period
- All monies due the MTA for 2012-2013 was received
- CPI FACTOR

YEAR	CPI FACTOR		YEAR	CPI FACTOR		YEAR	CPI FACTOR
2013 - 2014	1.26%	*	2009 - 2010	2.70%		2005 - 2006	3.16%
2012 - 2013	1.85%		2008 - 2009	0.93%		2004 - 2005	3.68%
2011 - 2012	2.68%		2007 - 2008	3.86%		2003 - 2004	3.18%
2010 - 2011	2.73%		2006 - 2007	3.07%		2002 - 2003	3.50%

* Current Year



• BILLING

YEAR	TOTAL AMOUNT	ANNUAL INCREASE		YEAR	TOTAL AMOUNT	ANNUAL INCREASE
2013 - 2014	162,183,275	2,018,081	*	2007 - 2008	143,824,622	5,345,302
2012 - 2013	160,165,193	2,909,235		2006 - 2007	138,479,319	4,124,687
2011 - 2012	157,255,958	4,104,460		2005 - 2006	134,354,633	4,115,555
2010 - 2011	153,151,498	4,069,927		2004 - 2005	130,239,078	4,622,683
2009 - 2010	149,081,571	3,919,379		2003 - 2004	125,616,395	3,871,488
2008 - 2009	145,162,191	1,337,569		2002 - 2003	121,744,907	4,116,978

* Current Year

- 1998 was the last year New York City was billed on actual cost for both the LIRR and Metro North
- Legislation was enacted in 1995, and renewed in 1999 and 2004, for station maintenance billing using the CPI factor.
- Station Maintenance is billed by June, and payment is due by September 1st.

FINANCE COMMITTEE CONTRACT CHANGE ORDER REPORT* - 1st Quarter 2014

(*NON-CAPITAL CHANGE ORDER VALUE MORE THAN \$250,000 – UP TO \$750,000)

Agency	Contract Number	Contract Description	Base Contract Cost	Change Order Number	Date of Change Order Award	Change Order Description	Change Order Cost	Percentage of Change Order Cost to Base Contract Cost
NYCT	03A8602-1	IT Services Agreement for Data Center Services	\$65,228,757	105	3/27/2014	Extension of Verizon TLS circuits	\$375,654.00	0.57%
NYCT	05F9234E1	Certifier Services for Paratransit Eligibility	\$2,476,800	3	3/14/2014	Up to 10 Month Extension of Contract Term for Paratransit Eligibility Services	\$372,542.00	15.04%
NYCT	05F9234G1	Certifier Services for Paratransit Eligibility	\$5,574,311	3	3/14/2014	Up to 10 Month Extension of Contract Term for Paratransit Eligibility Services	\$580,449.00	10.40%
NYCT	10K0359A	Certifier Services for Paratransit Eligibility	\$398,788	3	3/14/2014	Up to 10 Month Extension of Contract Term for Paratransit Eligibility Services	\$565,580.00	141.82%
LIRR	C4BP03504	PENN Station and WSY Janitorial Services with NYSID/FEDCAP	\$12,236,697	2	2/26/2014	Added funds for a 2 month contract extension	\$594,007.14	4.85%
LIRR	0400.....734	Electric Traction Power Cables	\$182,926	1	3/13/2014	Added funds to meet immediate needs	\$72,141.50	39.44%

Agency	Contract Number	Contract Description	Base Contract Cost	Change Order Number	Date of Change Order Award	Change Order Description	Change Order Cost	Percentage of Change Order Cost to Base Contract Cost
MTAB&T	10-MNT-2860	Maintenance and Repair of Heating, Ventilation and Air Conditioning (HVAC) Systems Located at Various Authority Facilities	\$6,451,380	4	1/31/2014	Additional work and extension of time	\$733,111.24	11.40%
							Note: Prior to 7/24/13 this action would have been a substantial change. Under the revised guidelines although the change order exceeded \$250K, the percentage against the adjusted contract value of \$7,768,020 is <15% (or 9.4%).	
MTA BC -NO Change Orders To Report								
MTA MNR - NO Change Orders to Report								
MTA HQ - NO Change Orders to Report								

Annual Review of MTA Pension Funds

As of December 31, 2013

V-10

**Report to the MTA Finance Committee
May 2014**

Market Overview

2013 Performance and Outlook

What a year for US stocks: The S&P 500 gained 32.4% and the Russell 2000 was up 38.8% in 2013. The domestic equity market emerged as the clear champion this past year, even as investors lost money in Treasury bonds, emerging markets, and commodities. US equities were particularly resilient as they shrugged off the fiscal cliff, the “taper tantrum,” the government shutdown, and the debt ceiling debate.

To be sure, exposure to US stocks drove investment performance in 2013. Plans with higher equity allocations, particularly those biased towards US equities, had a banner year. Plans with broad diversification and lower equity allocations still managed to return double digits for 2013; however, they trailed their counterparts. The MTA Master Trust and MaBSTOA Pension Plans fall into the latter category.

For 2013, the MTA Master Trust returned 11.3% while the MaBSTOA Plan returned 10.1%. Both Plans returned well ahead of their actuarial required rate of return of 7%, but trailed the median public plan which returned 15.5% for the year. The trustees who regularly attend the monthly MTA and MaBSTOA investment meetings were not surprised by this outcome. Both plans are positioned conservatively relative to many other public pension plans. For example, the MTA Master Trust and the MaBSTOA Plans target approximately 40% to public equities while the median public plan averages over 57% to equities. Over time, we believe the smoother ride which comes from a broadly diversified and lower equity dependent plan will outperform. However, this strategy does tend to lag in markets where only a few asset classes (in this case US stocks) dramatically outperform. The good news is that the Plans have proven to outperform in down markets. Further, in our base case scenarios (i.e. average markets), we believe the Plans should outperform a traditional “60% equity / 40% bond” portfolio by almost 1% per year over the next 5-7 years.

Looking ahead, the outlook for US equities remains a key consideration for investors. History informs how investors interpret markets and take action. Recent history tells us that equities have outperformed tremendously, corporate bond credit spreads have tightened, and volatility has subsided. We also cannot ignore the behavioral aspects of investing. These emotional influences likely have an investor’s inner voice screaming “Don’t miss out! Everyone is making money!” Yet, at these times, investors are best served if they consider a different direction than simply chasing the recent past. They should re-affirm investment objectives, and consider changes based on what lies ahead, and not what is left behind. Peer rankings can be an important yardstick for performance, but peer allocations concentrated in US stocks have the makings of a volatile ride.

2013 Performance and Outlook (continued)

We believe that successful investing has entailed and will entail being:

Diversified – having broad exposure to multiple sources of return

Disciplined – following a plan consistent with objectives

Contrarian – rebalancing while others chase returns

Risk-aware – understanding and managing the chance of poor outcomes

Forward-looking – a focus on what can be, not what has been

Unconstrained – willing to give greater flexibility

Opportunistic – able to look for new markets, ideas and structures

These traits have served investors well, especially through challenging markets. These successful long-term attributes can be more challenging to embrace when market performance is strong, but it is especially in these times that investors must consider a different direction than what has worked recently.

V-13

Final Market Thoughts

As we enter 2014, we recognize divergences across global markets. The US economy appears to be picking up steam with rising growth and falling unemployment even as the Fed begins to taper its monetary stimulus and inflation remains low. Europe is struggling to come out of its most recent recession as the European Central Bank debates further stimulus, while the Bank of Japan continues to pursue aggressive monetary accommodation to spur growth in that country. Outlooks vary considerably across developing markets as rising rates in the US threaten capital flight in countries that have been dependent on external funding for growth. China grapples with its shift towards a consumer-led economy while seeking to restrain rising debt levels. Divergences have also arisen between shorter-term market catalysts—such as capital flows and investor sentiment, which may support a prolonged US equity rally while placing pressure on emerging economies—and longer-term drivers of investments, for instance, economic growth and valuation, which could lead investors in the opposite direction. In this environment we reiterate the importance of a disciplined approach to investing, while resisting the temptation to chase returns. We advise taking gains from US equities and rebalancing to underperforming asset classes. We continue to advocate a long-term commitment to emerging markets equities and recommend employing active strategies in light of the divergent paths of countries across this broad opportunity set. Credit markets have enjoyed a strong run and now appear fairly valued, although

2013 Performance and Outlook (continued)

yields are higher due to the rise in rates. For those investors who can lock up capital, exposure to private markets can improve overall return expectations. To this end, opportunities in European debt and real estate appear particularly compelling. Expectations for both short-term inflation and returns on liquid inflation-hedging assets are muted, although selected strategies employing private real assets have a better outlook.

On the back of such a positive year, it is now time to re-focus on long-term objectives. We remind investors that a risk-balanced portfolio of asset class exposures is the most prudent starting point for meeting long-term return targets. This will not only help to weather the volatility of divergent economic and market forces, but also provide a vantage point to seize opportunities as they arise.

Oversight

Of note, the Investment Committee and the Board of Managers of Pensions meets on a monthly basis to review, recommend and direct the assets of the Portfolios. The Committee continues to perform their due diligence on existing investments as well as research and consider “new opportunities” for investments while also reviewing performance of the current investment managers. In addition, there are on-going seminars concerning general market and investment education provided by NEPC, our investment consultant.

In order to remain diligent, the Investment Committee has made administrative enhancements to ensure the continued success of the Pension Plans and to fulfill the highest degree of fiduciary responsibility. As the Plans grow exponentially, there have been additions to our Administrative Support Staff to support this growth. In addition, the MTA is in the process of hiring a Chief Investment Officer (CIO). The CIO usually oversees a team of professionals that have responsibilities such as managing and monitoring investment activity, managing pensions and working with external investment consultants. Working with our consultants, they will also continue to develop short-term and long-term investment policies and make recommendations to the Investment Committees. NEPC is one of the industry’s largest independent, full-service investment consulting firms, serving 320 retainer clients with total assets over \$809 billion. Headquartered in Boston, Massachusetts and with offices throughout the United States, the team assigned to the MTA/MaBSTOA devotes approximately 60% of their time to managing our Portfolios.

MTA Sponsored Defined Benefit Pension Plans

MTA Master Trust

Defined Benefit Pension Plan and LIRR Plan for Additional Pensions

Pension Board of Managers

Total Assets as of 12/31/2013 \$ 3,325,231,932

<u>POSITION</u>	<u>DESIGNEE</u>	<u>MTA TITLE</u>
Chairman of the MTA	Vacant	
MTA Chief Financial Officer	Douglas Johnson	Director, MTAHQ Budget
	Margaret Connor	
MTA Director of Labor Relations	Chair of Pension Board of Managers	Sr. Dir of Human Resources and Retirement Programs
	Kim Porcelain	VP, Finance Adm & Info Tech
Metro North	Michael Reilly	Controller, LIRR
Long Island Railroad	Kevin McKenna	MTA HQ
SIRTOA	Roy Grey-Stewart	Director of Finance, MTA Bus
MTA Bus	Vinay Dayal	Director, MTAHQ Treasury
Long Island Bus	John Day	
TWU Representative		

MaBSTOA Pension Plan

Investment Committee

Total Assets as of 12/31/2013 \$ 2,065,334,159

<u>POSITION</u>	<u>DESIGNEE</u>	<u>MTA TITLE</u>
Chairman of Employer's (MaBSTOA) Board	Margaret Connor	Sr. Dir of Human Resources and Retirement Programs
MTA Chief Financial Officer	Kevin McKenna	MTA HQ
President of Transit Authority	William Vazoulas	Controller, NYCT
TWU Local 100 (2 representatives)	James Whalen	
	John Jimison	

Pension Consultant
Actuary

NEPC, LLC
Milliman, USA

	<u>MTA & MaBSTOA Target Allocation</u>	<u>MTA Actual (12/31/13)*</u>	<u>MaBSTOA Actual (12/31/13)*</u>
Domestic Equity	15.5%	17.2%	16.8%
<i>Large Cap</i>	10.0%	10.8%	10.3%
<i>Small Cap</i>	5.5%	6.4%	6.5%
International Equity	13.5%	14.1%	14.2%
<i>Developed Markets</i>	10.0%	10.1%	9.6%
<i>Emerging Markets</i>	3.5%	4.0%	4.6%
Fixed Income	15.0%	13.8%	14.2%
Global Balanced**	20.0%	23.8%	22.5%
Absolute Return	15.0%	14.2%	16.3%
Real Assets	5.0%	3.7%	3.8%
Real Estate	3.0%	2.9%	1.9%
Opportunistic	6.0%	8.3%	8.4%
Private Equity	7.0%	2.0%	1.9%
Cash	0.0%	0.0%	0.0%

* Excludes Cash

** Global Balanced Managers may invest across various liquid asset classes including stocks , bonds and commodities

(1)While cash is not specifically part of the target asset allocation, from a policy standpoint, the fund keeps enough cash available to meet liquidity needs. Generally, the cash amount is around 2% of total assets.

MTA Defined Benefit Plan Master Trust

Investment Managers

<u>Firm</u>	<u>Asset Class</u>	<u>Firm</u>	<u>Asset Class</u>
Equity Managers:		Real Estate:	
Wells Capital Fundamental	Large Cap Equity	Siguler Guff	Distressed Real Estate
Robeco Boston Partners	Large Cap Value	JP Morgan	Core Real Estate
RhumbLine (MWBE)	S&P 500 Index Fund	UBS	Core Real Estate
Atlanta Capital	Small Cap Growth	Absolute Return:	
Earnest Partners (MWBE)	Small Cap Value	Bridgewater Pure Alpha	Hedge Fund
Johnston	International Equity	Fir Tree	Hedge Fund
Sanderson	International Equity	Canyon	Hedge Fund
Mellon Capital	International Equity Index Fund	JP Morgan Multi-Strategy	Hedge Fund of Funds
Eaton Vance	Emerging Markets Intl Equity	Allianz	Hedge Fund
		Passport	Hedge Fund
Fixed Income Managers:		Opportunistic Investments:	
PIMCo	Core Bonds	PIMCo DISCO II	Distressed Credit Opportunities
GW Capital (MWBE)	Corporate Bonds	Fort Hill	Debtor – in – Possession Loans
Advent Capital (MWBE)	Convertible Bonds	Aladdin	Bank & Debtor-in-Possession
Wellington	Emerging Market Bonds	Loans	
		Perella Weinberg	Asset Based Value Opportunities
Global Balanced Managers:		Entrust	Special Opportunities Fund
Bridgewater	Multi Asset Class	Crescent	High Income
Mellon Capital	Multi Asset Class	MC Seamax	Shipping
PIMCo	Multi Asset Class	Orchard Landmark	Direct Lending
Wellington (two products)	Multi Asset Class	Private Equity:	
		Goldman Sachs	Distressed Debt
Real Assets:		TCW/Crescent	Mezzanine Loans
Wellington	Diversified Inflation Hedges	Pantheon	Secondaries
EIG	Energy	Lexington VII	Secondaries
NGP	Natural Resources	J.F. L.	Growth Equity
		Apollo Fund II	European Principal Finance
Cash:		Apollo Fund VIII	Multi Strategy
JP Morgan Chase	Cash Portfolio	LightYear Capital	Growth Equity
Williams Capital (MWBE)	Cash Portfolio	AEA	Growth Equity
The Clifton Group	Index Overlay	Lexington VIII	Secondaries
		Newbury III	Secondaries

Manhattan and Bronx Surface Transit Operating Authority (MaBSTOA)

Investment Managers

V-18

Firm

Equity Managers:

RhumbLine (MWBE)
Times Square
Pzena
Keel (MWBE)
Johston
Sanderson
Eaton Vance

Fixed Income:

PIMCo
GW Capital (MWBE)
Taplin, Canida & Habacht
Bonds
Advent Capital (MWBE)
Wellington

Global Balanced Managers:

PIMCo
Bridgewater
Wellington (two products)

Real Assets:

Wellington
EIG
NGP

Cash:

JP Morgan Chase
Williams Capital (MWBE)
Clifton Group

Asset Class

S&P 500 Index Fund
Small Cap Growth
Small Cap Value
Mid Cap
International Equity
International Equity
Emerging Markets Intl Equity

Core Bonds
Corporate Bonds
Investment Grade Corporate

Convertible Bonds
Emerging Market Bonds

Multi Asset Class
Multi Asset Class
Multi Asset Class

Diversified Inflation Hedges
Energy
Natural Resources

Cash Portfolio
Cash Portfolio
Index Overlay

Firm

Real Estate:

Siguler Guff
JP Morgan
UBS

Absolute Return:

Bridgewater Pure Alpha
Fir Tree
Canyon
JP Morgan Multi-Strategy
Allianz
Passport

Opportunistic Investments:

PIMCo DISCO II
Fort Hill
Aladdin
Loans
Perella Weinberg
Entrust
Crescent
MC Seamax
Orchard Landmark

Private Equity:

Goldman Sachs
TCW/Crescent
Pantheon
Lexington VII
J.F. L.
Apollo Fund II
Apollo Fund VIII
LightYear Capital
AEA
Lexington VIII
Newbury III

Asset Class

Distressed Real Estate
Core Real Estate
Core Real Estate

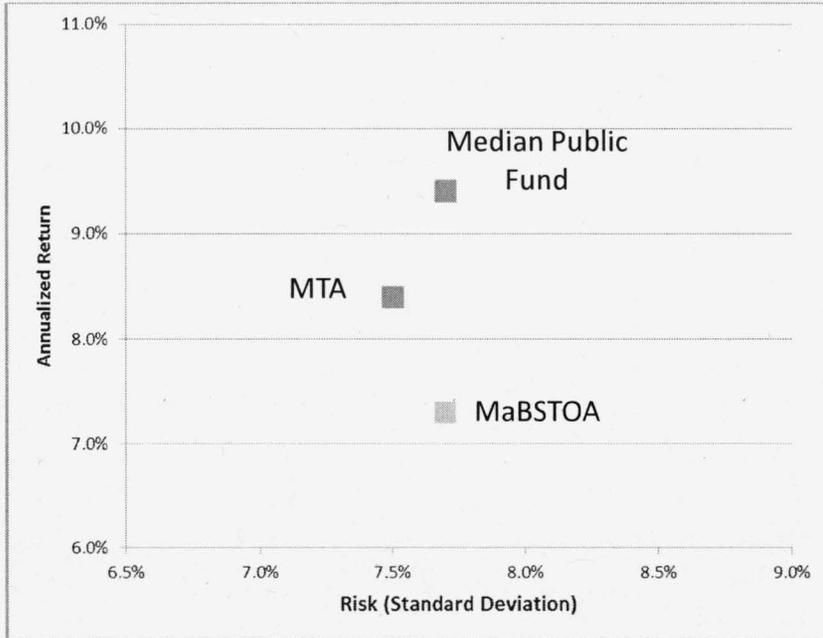
Hedge Fund
Hedge Fund
Hedge Fund
Hedge Fund of Funds
Hedge Fund
Hedge Fund

Distressed Credit Opportunities
Debtor – in – Possession Loans
Bank & Debtor-in-Possession

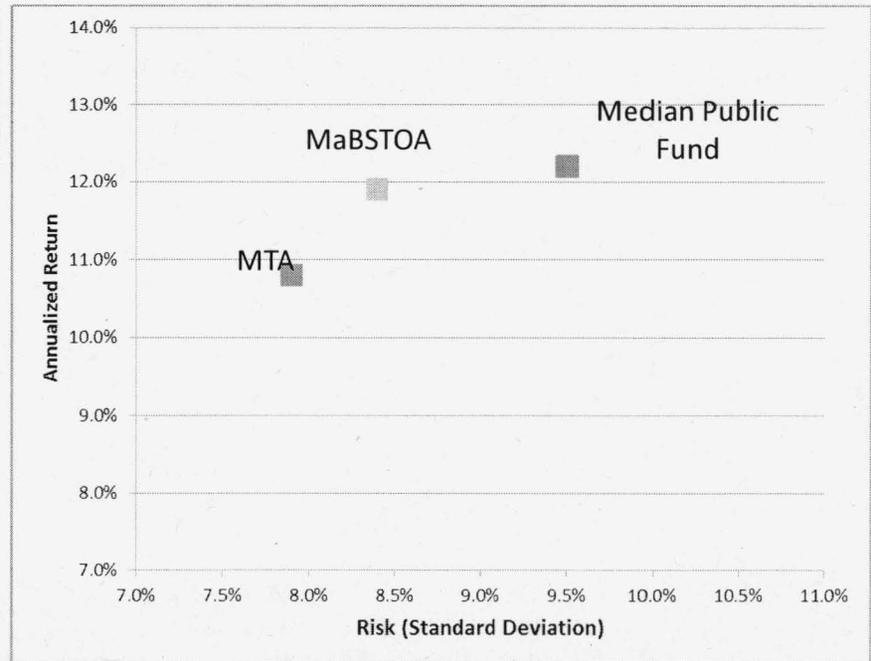
Asset Based Value Opportunities
Special Opportunities Fund
High Income
Shipping
Direct Lending

Distressed Debt
Mezzanine Loans
Secondaries
Secondaries
Growth Equity
European Principal Finance
Multi Strategy
Growth Equity
Growth Equity
Secondaries
Secondaries

3 Year Risk Return Chart (MTA vs. Public Fund Median)



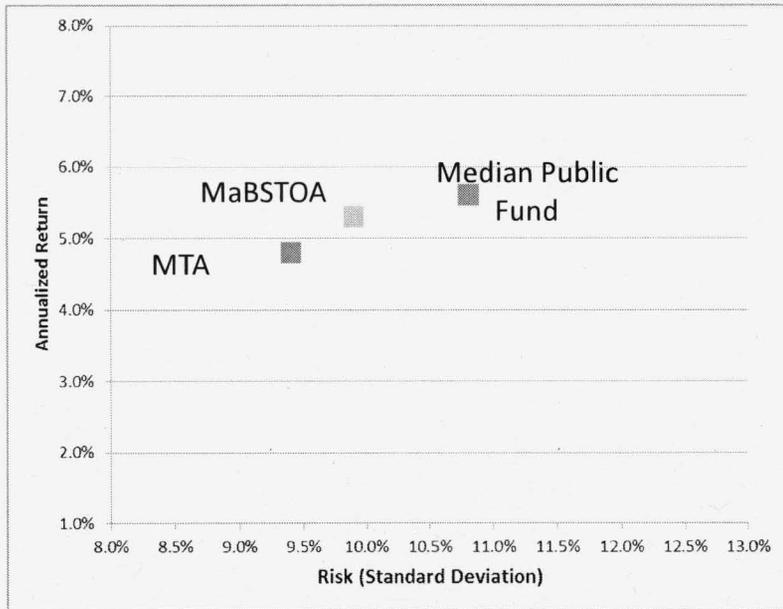
5 Year Risk Return Chart (MTA vs. Public Fund Median)



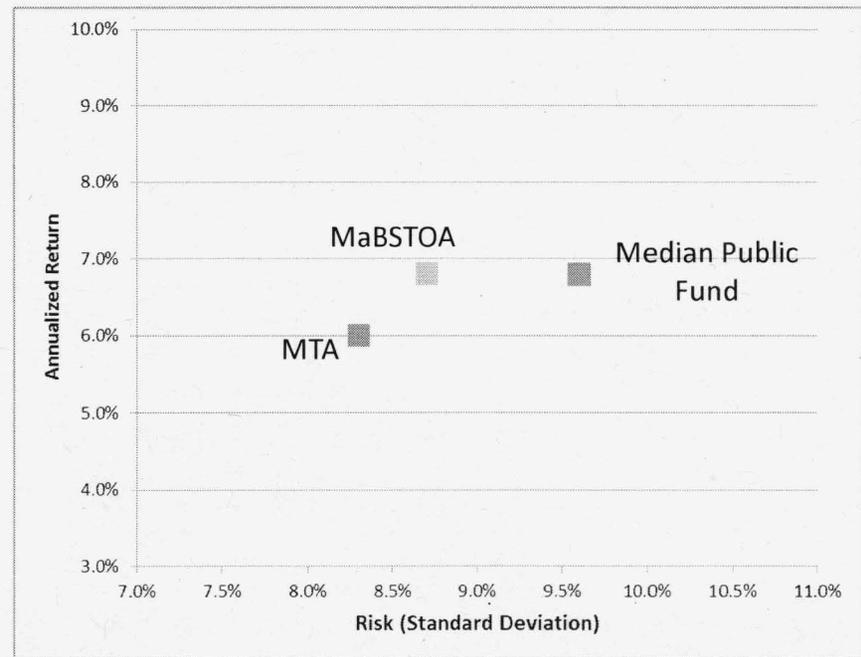
V - 19



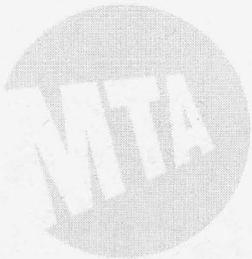
7 Year Risk Return Chart (MTA vs. Public Fund Median)



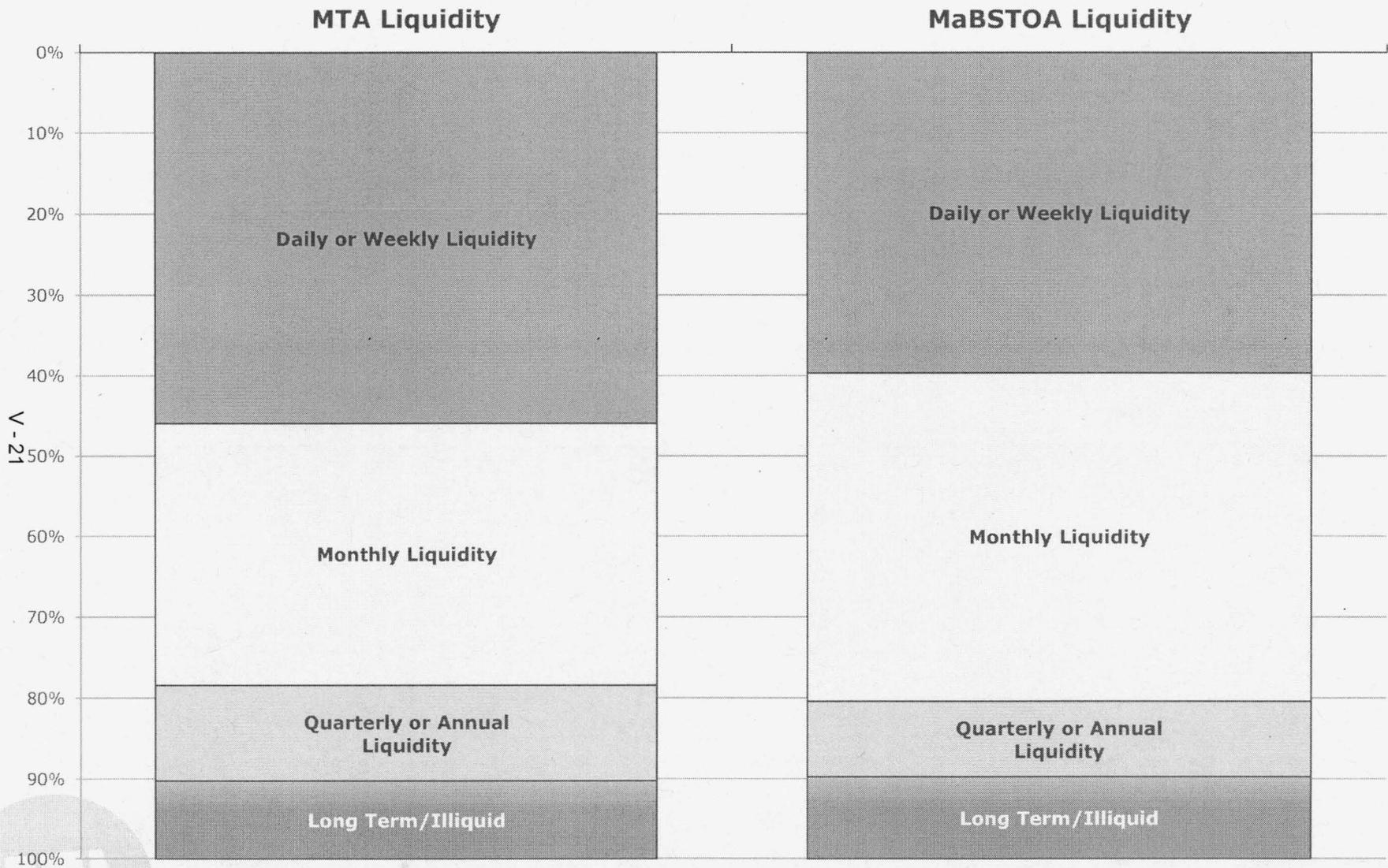
10 Year Risk Return Chart (MTA vs. Public Fund Median)



V - 20

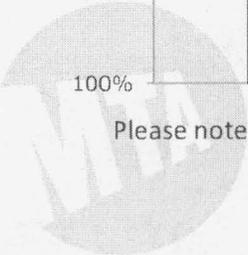


MTA and MaBSTOA Liquidity Analysis (12/31/13)



Please note this does not take into account the extra liquidity from cash held in the MTA / MaBSTOA cash accounts

December 31, 2013



MTA Sponsored Defined Benefit Pension Plans

\$ in millions

		Normal Contribution	Amortization of the Unfunded Accrued Liability	Total Contribution	% of Covered Payroll
LIRR-Additional Plan					
	1/1/2013	\$4.1	\$119.3	\$119.3	361.1%
	1/1/2012	\$5.4	\$114.8	\$116.0	289.8%
	1/1/2011	\$5.8	\$107.5	\$109.0	213.0%
	1/1/2010	\$7.3	\$104.1	\$107.2	164.5%
	1/1/2009	\$7.8	\$105.1	\$108.7	149.5%
	1/1/2008	\$8.5	\$91.8	\$100.3	124.0%
	1/1/2007	\$9.2	\$91.7	\$100.9	107.3%
	1/1/2006	\$10.8	\$97.7	\$108.5	92.5%
MaBSTOA					
	1/1/2013	\$103.9	\$139.1	\$242.9	41.7%
	1/1/2012	\$109.6	\$127.5	\$237.1	41.1%
	1/1/2011	\$100.2	\$93.8	\$194.0	33.4%
	1/1/2010	\$97.0	\$109.0	\$206.7	35.0%
	1/1/2009	\$97.9	\$113.3	\$211.3	37.1%
	1/1/2008	\$78.6	\$135.1	\$213.7	38.0%
	1/1/2007	\$69.8	\$115.5	\$185.3	35.7%
	1/1/2006	\$61.3	\$107.7	\$169.0	33.9%
MTA DB Plan					
	1/1/2013	\$158.7	\$92.7	\$243.0	N/A *
	1/1/2012	\$154.4	\$65.9	\$212.4	N/A *
	1/1/2011	\$136.9	\$35.8	\$166.2	N/A *
	1/1/2010	\$131.2	\$30.2	\$155.3	N/A *
	1/1/2009	\$130.1	\$21.8	\$146.1	N/A *
	1/1/2008	\$90.2	\$17.6	\$107.8	N/A *
	1/1/2007	\$71.0	\$10.7	\$81.7	N/A *
	1/1/2006	\$55.9	\$16.7	\$72.6	N/A *

* Not applicable because the benefits of most MTA Bus employees are not salary related.

Notes:

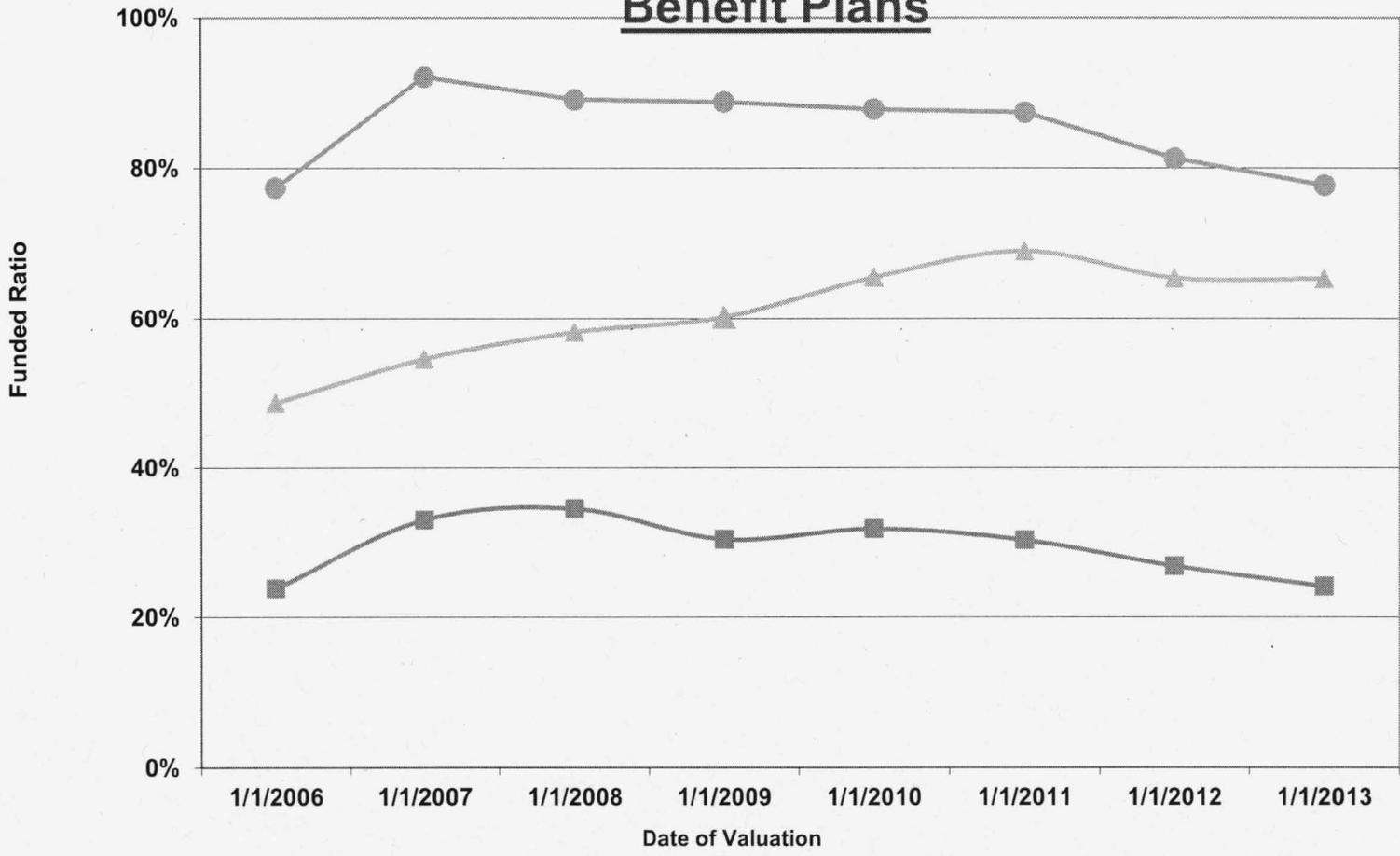
For MaBSTOA, the increase in the 2008 contribution is due to the refund of additional 55/25 member contributions, which was amortized over a 1-year period.

The increase in the total contribution in 2009 (for all plans) is primarily the result of the market performance during 2008. The impact is being phased in over a 5-year period.

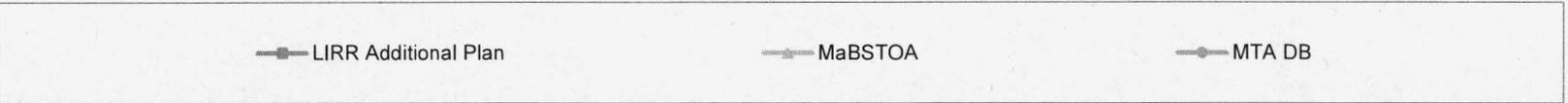
The 2013 increase in the Amortization of the Unfunded Accrued Liability and Total Contributions is the result of the change in the investment rate assumption from 7.5% to 7.0%



Metropolitan Transportation Authority Funding Progress of MTA Sponsored Defined Benefit Plans



V - 23



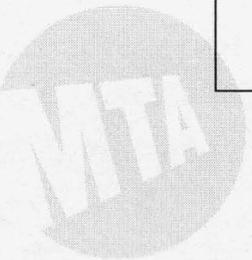
Defined Benefit Pension Plans sponsored by the MTA

Impact of Asset Smoothing
Asset Values as of January 1, 2013
(in \$ millions)

System	Market Value	Actuarial Value	Difference from Market Value
LIRR - Additional Plan	\$412.0	\$400.8	\$11.2
MaBSTOA	\$1,839.8	\$1,764.4	\$75.4
MTA DB Plan	\$2,431.3	\$2,371.9	\$59.4

V - 24

Source: Milliman USA



MTA Sponsored Defined Benefit Pension Plans

Actuarial Rate Return Assumptions

vs

Annual Required Contribution

System	2011*	2012*	2013**	2014 ***
LIRR - Additional Plan	8.00%	7.50%	7.0%	7.0%
	\$ 108,980,069	\$ 116,010,607	\$ 119,325,133	\$ 112,000,000
MaBSTOA	8.00%	7.50%	7.0%	7.0%
	\$ 186,454,177	\$ 228,917,974	\$ 234,474,305	\$ 224,010,580
MTA DB Plan	8.00%	7.50%	7.0%	7.0%
	\$ 166,188,049	\$ 212,396,901	\$ 242,980,550	\$ 238,000,000

* Investment Rate of 8% and 7.5% represents a gross rate of return, before estimated investment expenses.

** Investment Rate of 7% represents a "net" rate of return, which reflects estimated investment expenses.

*** Estimated Annual Required Contribution

Metropolitan Transportation Authority

Accrued Pension Costs by Plan

(in \$ millions)

<u>Pension Plan</u>	<u># of Active Members</u>	<u>2013 Final Estimate</u>	<u>2014 Adopted Budget</u>	<u>2015 Plan</u>
NYCERS	37,740	\$ 747	\$ 787	\$ 803
MTA DB Plan	16,336	242	241	247
MaBSTOA	7,676	228	214	208
NYSLRS	935	\$ 17	\$ 18	\$ 18
MNR 401(k)	813	3	3	3
LIRR Additional Plan	386	121	113	112
TCU/HQ 401(k)	66	1	1	1
RRB (employer tax only)		211	223	232
Totals	63,952	\$ 1,570	\$ 1,600	\$ 1,624

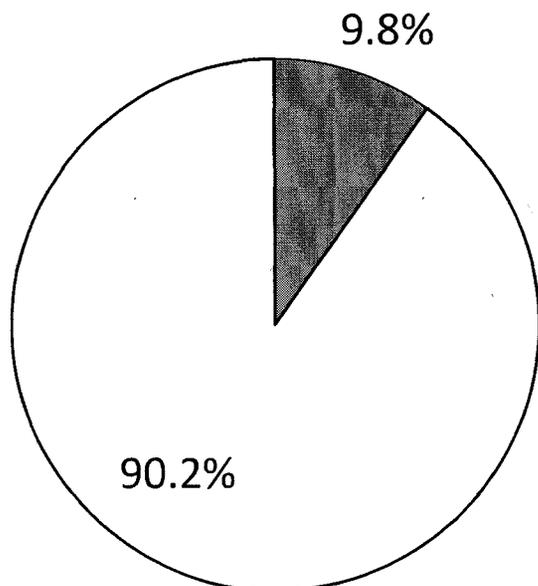
V - 26

- Notes: 1) Pension Costs other than the RRB employer tax are per the 2014 February Financial Plan (February Financial Plan 2014-2017).
 2) Financial Plan estimates may differ from the Actuarial Certification since Agencies may anticipate hires, terminations and transfers. These changes could occur after the date used by the Actuary to determine the valuation results.
 3) Number of active members are based on the latest actuarial valuations.

MWBE Investment Managers

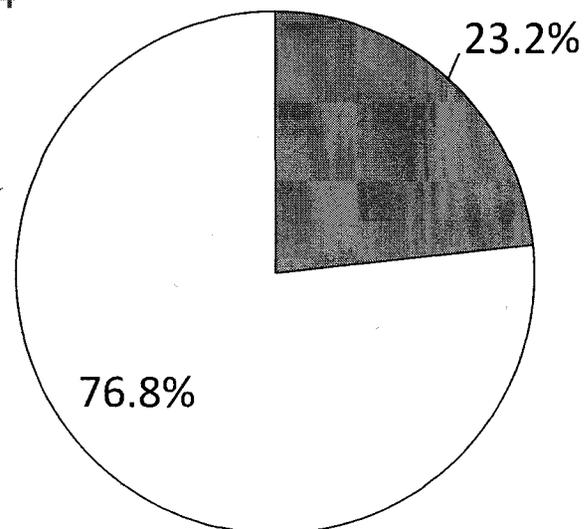
MTA Master Trust
Defined Benefit Pension Plan and LIRR Plan for Additional Pensions
As of 03/31/2014

V-27



Total Assets = \$3,340,964,265

■ MWBE Assets



Traditional Assets = \$1,415,126,455

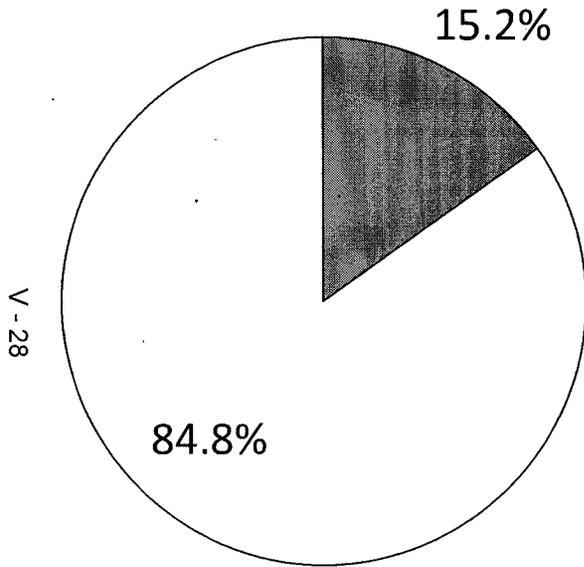
Actual MWBE Participation = \$ 328,809,722

MWBE GOAL - 20%

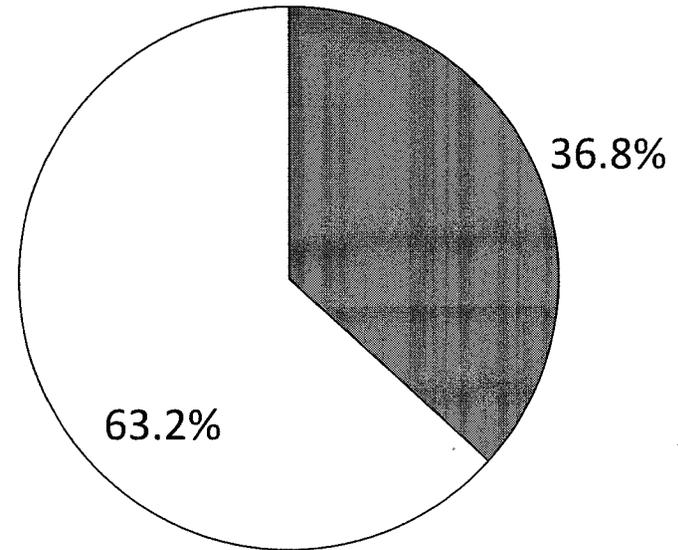
MWBE Investment Managers

MaBSTOA Pension Plan

As of 03/31/2014



■ MWBE Assets



Total Assets = \$2,100,591,664

Traditional Assets = \$866,502,688

Actual MWBE Participation = \$ 318,593,523

MWBE GOAL - 20%

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, MAY 2014
COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

E. Miscellaneous Procurement Contracts

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

- | | | | |
|----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|-------------------------------|
| 1. | Upgrade to Chemical Detection Systems in Grand Central Terminal and Penn Station
Contract No. 14185-0100 & 14185-0200
a. COTS Solutions
b. Bruker Detection | \$2,223,400
(not-to-exceed) | <u>Staff Summary Attached</u> |
|----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|-------------------------------|

To recommend that the Board approve the award of a Department of Homeland Security (DHS) grant for the upgrade, including installation, maintenance and training, of the chemical detection system in Grand Central Terminal and Penn Station to two firms: (i) COTS Solutions and (ii) Bruker Detection. The system detects chemical warfare agents and toxic industrial chemicals. The current (PROTECT) chemical detection system was installed in Penn and Grand Central in 2004 and is now outdated. In conjunction with the DHS and Argonne National Laboratory (ANL), pilot installations of several systems were done by MTA Office of Security in Grand Central Terminal to test the ion mobility spectrometry (IMS) and Fourier Transform Infrared Spectroscopy (FTIR) Instruments. During the testing, the systems performed very well in the crowded and complex environments of Grand Central Terminal and Penn Station. These systems contain larger libraries that specifically identify more chemicals at lower concentrations and perform much faster than the current systems.

F. Personal Service Contracts

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

- | | | | |
|----|-----------------------------------------------------------------------------------------------------------|------------------------|-------------------------------|
| 2. | Newmark & Company Real Estate, Inc.
Grand Central Terminal Leasing Services
Contract No. 13112-0200 | \$3,141,216
(Total) | <u>Staff Summary Attached</u> |
|----|-----------------------------------------------------------------------------------------------------------|------------------------|-------------------------------|

Competitively negotiated – 8 proposals – 120 months

To recommend that the Board approve the award of a competitively negotiated, personal services contract to Newmark & Company Real Estate Inc. to provide retail leasing and merchandising services for Grand Central Terminal, for a five year period from June 1, 2014 through May 31, 2019 with a three year and two year option, at MTA's sole discretion, for a total cost not to exceed \$3,141,216.

METROPOLITAN TRANSPORTATION AUTHORITY
COMPETITIVE PROCUREMENTS

3. **Jones Lang LaSalle Americas, Inc.** **\$9,106,343 (Yr.1)** Staff Summary Attached
Grand Central Terminal Retail Manager (Subsequent funding will be approved by the Board)
Contract No. 13112-01000

Competitively negotiated – 8 proposals – 120 months

To recommend that the Board approve the award of a competitively negotiated, personal services contract to Jones Lang LaSalle Americas, Inc. to provide retail property management services for Grand Central Terminal, for a five year period from June 1, 2014 through May 31, 2019 with a three year and two year option, at MTA's sole discretion for a total cost not to exceed \$9,106,343 which consists of \$3,048,361 for JLL's management fees and direct costs and \$6,057,982 for subcontracting and other pass-through costs for the first year. Funding for the subsequent years will be based on Board-approved operating budgets for Grand Central Terminal for those years.

4. **PRGX USA Inc.** **\$500,000**
Audit of All-Agency Vendor Records (not-to-exceed)
Contract No. 13157-0100

Competitively Negotiated – 3 proposals – 12 months

In December 2013, the Board approved the award of a competitively negotiated, personal services agreement to PRGX USA Inc. to review, correct and updates the All-Agency PeopleSoft vendor database. The All-Agency PeopleSoft vendor database was created in 2010, at which time vendor records were extracted from various MTA legacy databases for nine MTA Agencies, and loaded into the MTA Business Service Center ("BSC") PeopleSoft system. Currently there are approximately 50,000 vendors in this database who conduct business or have conducted business with MTA and its agencies. PRGX is currently updating vendor profile information which will aid in the cleaning and management of the vendor master files, including duplicate vendor identification. As an integral part of this evaluation and process, PRGX will provide accounts payable recovery services which will include a review of approximately 1.6M transactions totaling \$24B spend for incorrect charges such as freight, taxes, payment errors, and unrecovered credits for fiscal years 2011 through 2013. Compensation to PRGX will be 20% of funds recouped. Compensation will not be made should there be no funds recouped. This percentage compares favorably with other recovery audit services which range between 13% - 27%.

Staff Summary

Schedule E: Miscellaneous Procurement Contracts

Item Number:

Vendor Name (& Location): 1- COTS Solutions, 2- Bruker Detection
Description: Upgrade to Chemical Detection Systems in Penn Station & GCT
Contract Term (Including Options, if any): 3 years
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type: <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:

Contract Number: 14185-0100 & 14185-0200	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount:	\$ 2,223,400 (Total)
Funding Source: <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: MTA HQ, Office of Security/Raymond Diaz	
Contract Manager: A. Bruno	

DISCUSSION:

To recommend that the Board approve the award of a Department of Homeland Security (DHS) grant for the upgrade, including installation, maintenance and training, of the chemical detection system in Grand Central Terminal and Penn Station to two firms: (i) COTS Solutions and (ii) Bruker Detection in the total amount of \$2,223,400.

The current (PROTECT) chemical detection system was installed in Penn and Grand Central in 2004. The system detects chemical warfare agents and toxic industrial chemicals. This system is now outdated and is no longer considered reliable enough to make the critical decision to shut and secure Grand Central Terminal and Penn Station in the event of a chemical release or attack. The system requires a state-of-the-art technology upgrade to function at a more reliable and higher operational level.

The Department of Homeland Security has awarded MTA a grant to perform this upgrade. The Department of Homeland Security conducted a competitive process and short-listed fifteen (15) technically qualified firms that provide this technology and training. In conjunction with the DHS and Argonne National Laboratory (ANL), pilot installations of several systems were done by MTA Office of Security in Grand Central Terminal to test the ion mobility spectrometry (IMS) and Fourier Transform Infrared Spectroscopy (FTIR) instruments. During the testing, the systems performed very well in the crowded and complex environments of Grand Central Terminal and Penn Station. These systems contain larger libraries that specifically identify more chemicals at lower concentrations and perform much faster than the current systems.

Based on the results of the MTA's Office of Security's testing and the recommendations of both the DHS and ANL, it is recommended that the Board approve using these firms to perform the upgrades.

The MTA Department of Diversity did not identify any certified DBE firms capable of providing the chemical detection service required for this solicitation. Therefore, 0% DBE goals were established for this contract.

Staff Summary

Schedule F: Personal Service Contracts



Item Number:						SUMMARY INFORMATION	
Dept & Dept Head Name: Executive, Bob Foran						Vendor Name: Jones Lang LaSalle Americas, Inc.	Contract Number: 13112-0100
Division & Division Head Name: MTA Real Estate, Jeff Rosen						Description: Grand Central Terminal Retail Manager	
Board Reviews						Total Amount: \$9,106,343 (Yr. 1) (Subsequent funding will be approved by the Board)	
Order	To	Date	Approval	Info	Other	Contract Term (including Options, if any) June 1, 2014 through May 31, 2024	
1	MNR Committee	5/19/2014		X		Option(s) Included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
2	Finance	5/19/2014	X			Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
3	Board	5/21/2014	X			Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Internal Approvals						Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Order	Approval	Order	Approval	Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:			
1	Procurement <i>CCJ</i>	4	Diversity and Civil Rights <i>W</i>				
2	Real Estate <i>RF</i>	5	Legal <i>RF</i>				
3	CFO <i>RF</i>						

Narrative

I. PURPOSE/RECOMMENDATION

To recommend that the Board approve the award of a competitively negotiated, personal services contract to Jones Lang LaSalle Americas, Inc. to provide retail property management services for Grand Central Terminal, for a five year period from June 1, 2014 through May 31, 2019 with a three year and two year option, at MTA's sole discretion for a total first year cost not to exceed \$9,106,343 which consists of \$3,048,361 for JLL's management fees and salaries and \$6,057,982 for subcontracting and pass-through and other operating costs. Funding for the subsequent years will be based on Board-approved operating budgets for Grand Central Terminal for those years.

II. DISCUSSION:

The current contract for retail property management services at Grand Central Terminal (GCT) was competitively awarded to Jones Lang LaSalle Americas, Inc. (JLL) in 2007 for a period of five years and subsequently amended to December 2013. The current and future services consist of all aspects of retail property management, including: (i) lease administration and enforcement, (ii) financial management, reporting and budgeting, (iii) engineering and building services, (iv) marketing and promotions, and (v) construction project management.

In order to provide these essential services a competitive Request for Proposal (RFP) was issued. The RFP was publicly advertised and letters advising potential proposers of the RFP's availability were sent to fifty-one (51) firms including five (5) M/WBE Firms. Eight (8) proposals were received. The Selection Committee, consisting of representatives from MTAHQ and Metro North Rail Road, evaluated the proposals based on the criteria set forth in the RFP and recommended that two of the eight firms be invited to make oral presentations. Upon conclusion of the oral presentations, the Selection Committee determined that Jones Lang LaSalle was the most technically qualified and best suited firm to provide the services identified in the RFP. MTA has conducted a responsibility review and other due diligence on Jones Lang LaSalle Americas, Inc. and has deemed them to be responsible for award.

Staff Summary



Contract No. 13112-0100

The negotiated cost for the first year of JLL's services is not-to-exceed \$3,048,361 which consists of management fees of \$643,662 (based on projected revenues) and salaries of \$2,404,699. This cost is \$182,273 or 5.6% lower than the current contract cost. Jones Lang LaSalle proposed a management fee of 2.25% of the gross revenues collected. This is the same percentage fee originally negotiated under the previous contract. The salaries negotiated are fixed for the first year of the contract. For the remaining contract period (including option years, if exercised), the salaries are subject to escalation, if any, to a maximum of 2% per year or CPI, whichever is lower. Based on the above, the negotiated costs are considered fair and reasonable.

III. D/M/WBE INFORMATION

The MTA's Department of Diversity and Civil Rights established 10% MBE and 10% WBE goals for this contract. The goals apply to subcontracts for which Jones Lang LaSalle is acting as Principal.

The \$6,057,982 for subcontracting and pass-through costs consist of \$1,019,194 for subcontracting services which may include, but are not limited to; financial management, reporting and budgeting, engineering and building services, marketing and promotions, and construction project management for which M/WBE goals will apply. The remaining \$5,038,988 for other operating costs include, but are not limited to; utility charges, leasing consultant fee, and payments for force account work. The M/WBE goals will apply to the entire duration of the contract including option years, if exercised.

IV. IMPACT ON FUNDING:

Funding for the first year of this contract is available in the Operating Budget for Grand Central Terminal, Dept. Code 72000, Account No. 186023. Funding for the subsequent years will be based on Board-approved operating budgets for GCT for those years.

V. ALTERNATIVES

1. Perform the Services In-house. This is not a feasible alternative. MTA does not possess the internal resources to provide these services.
2. Do not Approve Award of the Contract. This is not practical because retail property management is required for the day-to-day operation of GCT.

Staff Summary

Schedule F: Personal Service Contracts

Item Number:					
Dept & Dept Head Name: Executive, Bob Foran					
Division & Division Head Name: MTA Real Estate, Jeff Rosen					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	MNR Committee	5/19/2014		X	
2	Finance	5/19/2014	X		
3	Board	5/21/2014	X		
Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement <i>CAF</i>	4	Diversity and Civil Rights <i>TM</i>		
2	Real Estate <i>RF</i>	5	Legal <i>RF</i>		
3	CFO <i>RF</i>				

SUMMARY INFORMATION	
Vendor Name: Newmark & Company Real Estate Inc.	Contract Number: 13112-0200
Description: Grand Central Terminal Retail Leasing Services	
Total Amount: \$3,141,216	
Contract Term (including Options, if any) June 1, 2014 through May 31, 2024	
Option(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:	

Narrative

I. PURPOSE/RECOMMENDATION

To recommend that the Board approve the award of a competitively negotiated, personal services contract to Newmark & Company Real Estate Inc. to provide retail leasing and merchandising services for Grand Central Terminal, for a five year period from June 1, 2014 through May 31, 2019 with a three year and two year option, at MTA's sole discretion, for a total cost not to exceed \$3,141,216.

II. DISCUSSION:

Grand Central Terminal is a significant retail destination and the continued services of a retail leasing and merchandising consultant are required. Over the next five years, approximately fifty percent (50%) of the leases at GCT are scheduled to expire and those spaces will need to be re-leased. The Consultant will be responsible for advising the MTA on the appropriate tenant makeup for Grand Central Terminal and to perform services as a landlord's leasing agent in order to obtain tenants for expiring or otherwise terminated leasehold spaces. Focus will be placed on maintaining the existing quality level of retailers at the Terminal, as well as respecting and capitalizing on the aesthetic beauty and historical significance of this revitalized landmark. The Consultant will coordinate its activities with Jones Lang LaSalle who manages Grand Central's retail operations for the MTA.

In order to provide these essential services a competitive Request for Proposal (RFP) was issued. The RFP was publicly advertised and letters advising potential proposers of the RFP's availability were sent to fifty-one (51) firms including five (5) M/WBE Firms. Eight (8) proposals were received. The Selection Committee, consisting of representatives from MTAHQ, and Metro North Rail Road evaluated the proposals based on the criteria set forth in the RFP and recommended that four of the eight firms be invited to make oral presentations. Upon conclusion of the oral presentations, the Selection Committee determined that two firms, Cushman & Wakefield and Newmark & Company Real Estate Inc. were the most technically qualified and best suited firms to provide the retail leasing and merchandising services identified in the RFP. Negotiations were conducted with these two firms and after review of the best and final offers, Newmark & Company Real Estate Inc. was found to be the most technically qualified with the lowest cost.

MTA has conducted a responsibility review and other due diligence on Newmark & Company Real Estate Inc. and has deemed them to be responsible for award.

Staff Summary

Contract No. 13112-0200

Page 2 of 2

Newmark's original proposed cost consisted of: i) a monthly retainer fee and ii) a standard lease commission, based on the anticipated number of leases that are due to expire over the next five years, ranged from \$2.5 million to \$4.5million. As a result of negotiations, the commission was eliminated resulting in a fee of \$300k per year (\$25k a month). This fee will remain unchanged for the five year contract period. The negotiated fee of \$300k per year or \$1.5 million for five years is \$1million lower than the best and final offer proposed by the second qualified firm, over the same period. The three year and two year options, (if exercised), is subject to annual 3% escalations or CPI, whichever is lower. This cost is 0.2% higher than the current contract cost. Based on the above, the total amount of \$3,141,216 is fair and reasonable.

III. D/M/WBE INFORMATION

The MTA's Department of Diversity and Civil Rights established 0% MBE and 0% WBE goals under this contract. There are no subcontracting opportunities on this contract.

IV. IMPACT ON FUNDING:

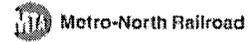
Funding for this project will be available under MTA's operating budgets for GCT.

V. ALTERNATIVES

1. Perform the Services In-house. This is not a feasible alternative. MTA does not possess the internal resources to provide these services.
2. Do not Approve Award of the Contract. This is not practical because leasing and merchandising services are required for the day-to-day operation of GCT.

[THIS PAGE INTENTIONALLY LEFT BLANK]

Schedule J: Modifications to Miscellaneous Procurement Contracts



Item Number: J

Vendor Name (& Location)
 Bombardier Mass Transit Corporation

Description
 System Upgrades of MNR and LIRR M-7 Fleet(s)

Contract Term (including Options, if any)
 N/A

Option(s) Included in Total Amount? Yes No

Procurement Type Competitive Non-competitive

Solicitation Type RFP Bid Other: Sole Source

Funding Source
 Operating Capital Federal Other

Requesting Dept/Div & Dept/Div Head Name:
 Procurement & Material Management, Anthony J. Bombace, Jr.

Contract Number	AWC/Modification #
	1
Original Amount:	\$ 81,510,000
Prior Modifications:	\$ 0.00
Prior Budgetary Increases:	\$ 0.00
Current Amount:	\$ 81,510,000
This Request:	\$ 43,889,631
% of This Request to Current Amount:	% 53.845
% of Modifications (Including This Request) to Original Amount:	% 53.845

Request:

Metro-North Railroad, on behalf of itself and Long Island Rail Road, requests approval for additional funding to award a contract change under the current purchase authorization with Bombardier Mass Transit Corporation (Bombardier).

The purpose of this contract change is to provide for the system replacement and upgrades to specific operations & safety-critical components on the M-7 railcars operated by both Railroads. These system replacements and upgrades are specifically for the Central Diagnostics System (CDS), the Train Operator Display (TOID) and the Multi-Function Unit (MFU). Additionally, the contract change will allow the Railroads to utilize Bombardier's expertise and knowledge of the overall car systems, to provide engineering and software upgrades to those components on an as-needed basis at the request of, and approval by, the Railroads.

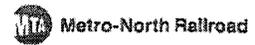
Discussion:

Due to the advancement of technology, many of the software based components on the M-7 railcar are faced with obsolescence and are either no longer supportable or commercially available. The required upgrades in the railcar's key systems are necessary to preserve the M-7 fleet's current high reliability levels. As software industry drivers like Microsoft or Oracle develop new operating systems, the Railroads must adapt to these new systems in order to maintain system functionality. The original M-7 MFU software operating systems were written on a Windows NT platform that relied on integrated network components that could not readily be upgraded without encountering system design issues. The revised operating systems on the M-7 will be based on a more stable Linux platform. Using a Linux based operating system provides the Railroads with a more cost effective, secure and flexible solution that requires modularization on some of the supporting components which would make future upgrades easier and less costly. Bombardier, as the Original Equipment Manufacturer (OEM) and system integrator of the M-7 railcar, has detailed knowledge of each system on the car and the impacts on any software changes may have on the cars' overall operation. Bombardier, as the original system integrator, is uniquely qualified to complete these requirements in the most efficient manner with the least risk to the Railroads.

The specific areas that will be addressed under this contract change are as follows:

CDS/TOID: Design changes are needed to replace the obsolete Touch Screens and Personal Computer Memory Card International Association (PCMCIA) Flash Memory Technology used by the M-7 CDS with SD Memory and Ethernet technology. This will provide improved functionality and utilize a more flexible design.

Schedule J: Modifications to Miscellaneous Procurement Contracts



MFU: Design changes are needed to replace the obsolete PCMCIA card and 1xRTT technology used by the M-7 MFU and provide improved functionality and a more flexible design with the use of new technology. This replacement MFU will be electrically and mechanically compatible with the existing car interfaces, while maintaining the existing enclosure space.

Software Support: Continued engineering support will be required to maintain the M-7 railcar's remaining useful life by keeping its monitoring and diagnostics, troubleshooting tools and test equipment through the constant changes in technology. The Engineering support shall include updating software to all diagnostics applications, production servers and database servers. Support shall also be provided to grant the Railroads more flexibility for updating our electronic manuals with less vendor involvement. As part of these engineering and software services, Bombardier, under the direction and approval of both Railroads, shall develop technology based solutions as necessary. The Railroads shall explore opportunities for the software to be designed, to the greatest extent possible, in an open architecture or with nonproprietary software, so as to allow further modification directly by the Railroads or other contractors. Accordingly, alternate suppliers will be evaluated to foster future competition.

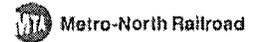
Budget Impact:

Bombardier's detailed proposal for the hardware elements and all associated system integration efforts equates to \$34,070 per married M-7 pair. By comparison, the average unit price for replacement of the original parts, which are now becoming increasingly difficult to acquire and in some instances, subassemblies can no longer be repaired, is \$49,690 per married M-7 pair. Bombardier's proposal is approximately 30% less than the estimated cost of replacing the original parts and will yield a cost avoidance of \$15,620 per married pair. All of the engineering services under this contract change shall be as directed and approved by the Railroads and are subject to audit; there is no minimum guarantee of work to Bombardier.

The total for this procurement change is not-to-exceed \$43,889,631 (\$12,727,992= MNR and \$31,161,639= LIRR), and it is to be funded by each Agency's Operating Budget.

Schedule G: Miscellaneous Service Contracts

Staff Summary



Item Number <u>G</u>					
Dept & Dept. Head Name: Procurement & Material Management, Anthony J. Bombace, Jr.					
Division & Division Head Name:					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm.Mtg.	05-19-14	x		
2	MTA Board Mtg.	05-21-14	x		
Internal Approvals					
Order	Approval	Order	Approval		
x	President <i>[Signature]</i>	x	V.P. General Counsel <i>[Signature]</i>		
x	Sr. V.P. Operations <i>[Signature]</i>		V.P. Planning		
x	V.P. Finance & IT <i>[Signature]</i>	x	V.P. Engineering <i>[Signature]</i>		
	Capital Programs				

SUMMARY INFORMATION	
Vendor Name Zetron, Inc.	Contract Number 37086
Description Maintenance & Support of Communications System for the Operations Control Center and Emergency Control Center	
Total Amount \$341,195 (not-to-exceed)	
Contract Term (including Options, if any) Five years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other	

Narrative

I. PURPOSE/RECOMMENDATION:

Approval is requested to award a non-competitive, five year miscellaneous service contract to Zetron, Inc. for maintenance and support of the Acom Communication System for the Operations Control Center (OCC) and the Emergency Control Center (ECC).

II. BACKGROUND & DISCUSSION:

Zetron recently furnished, installed, tested and commissioned the Acom Communication System at the ECC and now that the OCC and ECC systems are both operational, MNR requires a maintenance and support contract. The Acom system provides a computer-based console for each rail dispatcher position to interface with all wayside radios, telephone and intercom services in order to communicate with trains and coordinate operations personnel in accordance with FRA guidelines throughout MNR's territory.

Zetron is the Original Equipment Manufacturer (OEM) for MNR's Acom communication system and the proprietary vendor of the Acom system hardware, database, servers and communications software. Additionally, all consoles, ancillary equipment, microprocessor devices, and software are all proprietary to Zetron, and upgrade services are obtainable only through Zetron. This contract will provide continuous preventive maintenance, technical support, troubleshooting, repairs and replacement, and testing and inspection services.

In requesting this Board authorization, MNR has complied with PAL § 1265-a (3) regarding the posting of advertisements in order to identify potential alternate suppliers and with MTA All-Agency Procurement Guidelines for the purchase of sole source material. Advertisements were placed in the New York State Contract Reporter, The New York Post, El Diario and posted on the Metro-North website, which did not yield interest from other sources.

Staff Summary

III. BUDGET IMPACT AND FUNDING:

This maintenance and support for both the OCC and the ECC system over the next five years was negotiated from the original proposal of \$75,821/yr. to \$68,239/yr., providing a 10% discount over the five year term, and it is deemed fair and reasonable for the level of services provided. The total not-to-exceed cost of the agreement is \$341,195 for the five year term. All work shall be completed no later than May 31, 2019. This procurement is to be funded by the MNR Operating Budget.

IV. ALTERNATIVES:

MNR does not have the available in-house staff with both the expertise and capability to perform the required maintenance and support of the communication system on the OCC & ECC Systems.

Staff Summary



Item Number: 1

Vendor Name (& Location) Harsco Rail, a division of Harsco Corporation (Ludington, MI)
Description Various Replacement Parts For Harsco Equipment
Contract Term (including Options, If any) 10 Years
Option(s) Included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-Competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source

Contact Number IT02598	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: Not-to-Exceed	LIRR - \$ 850,000 SIRTOA - \$ 150,000 MNR - \$ 3,500,000 TOTAL - \$ 4,500,000 (NTE)
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: Maintenance of Way – John Collins, Chief Engineer	
Contract Manager: Richard Barone	

Discussion:

LIRR, on behalf of itself, SIRTOA and MNR (collectively "the Agencies") requests MTA Board approval to award separate sole source estimated quantity contracts to Harsco Rail ("Harsco") for a ten-year period in a total not-to-exceed amount of \$4,500,000 (LIRR - \$850,000 SIRTOA - \$150,000 and MNR - \$3,500,000) to provide replacement parts and technical assistance to support and maintain railroad owned Fairmont Railway Motors (Fairmont), Pandrol Jackson and Harsco equipment that is used to support infrastructure maintenance. Harsco, which acquired Fairmont in 1979 and Pandrol Jackson in 1999, manufactures over 130 types and models of railway track construction and maintenance machines. Harsco equipment owned by MNR includes eleven tampers, one ballast regulator, one undercutter, three spindle tie drills, one spike puller, three tie shears, one tie borer, one rail scrubber and two motor cars. LIRR owns one tie crane, two tie removers, three tie shears, one undercutter, four spike pullers, three tampers and one tie remover/insertor. SIRTOA owns one Harsco tamper. Harsco is the Original Equipment Manufacturer and the sole responsible source to supply the replacement parts, and to provide technical assistance. LIRR advertised its intent to award a sole source procurement to Harsco in the NYS Contract Reporter, in the NY Post and on the MTA Website. No other manufacturer expressed an interest in competing for this contract.

The prices submitted by Harsco were reviewed and compared to the Producer Price Index (PPI) for material associated with construction machinery/equipment. Based on this review, prices are within the acceptable industry increase reported by the indices. Prices for parts ordered via this contract will be based on Harsco's published parts price list in effect at time of each order. Price list is subject to annual increase which will be reviewed based on the change in the PPI for construction machinery/equipment. Any item exceeding the change in PPI will be negotiated to a fair and reasonable price before any orders are place. Harsco has certified that all prices offered to the Agencies are equal to or not greater than prices charged to their most favored transit customer or any other commuter railroad or transit agency. Based on the above, parts and labor prices are considered to be fair and reasonable. Each Agency's operating budget will fund these contracts.

Schedule I: Modifications to Purchase and Public Work Contracts

Item Number 3

Vendor Name (& Location)	Contract Number	AWO/Modification #
Tutor Perini Corporation (Peekskill, New York)	CH053	106
Description	Original Amount:	\$ 139,280,000
Construct Harold Structures Part I for the East Side Access Project	Prior Modifications:	\$ 97,596,958
Contract Term (including Options, if any)	Prior Budgetary Increases:	\$ 0
42 Months	Current Amount:	\$ 236,876,958
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A	This Request	\$ 55,200,000
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	% of This Request to Current Amount:	23.3%
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	% of Modifications (including This Request) to Original Amount:	109.7%
Funding Source		
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:		
Requesting Dept/Div&Dept/Div Head Name:		
East Side Access William Goodrich, P.E.		

Discussion:

This contract is for the construction of various civil infrastructure elements in Harold Interlocking and to expand the existing LIRR/Amtrak right-of-way to enable mainline track diversions and facilitate the future construction of tunnels for the East Side Access ("ESA") Project. Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC seeks Board approval to modify the Contract to account for compensable delays and associated impact costs as well as costs due for additional railroad safety briefings and outage cancellations.

As previously reported to the Board, the ESA work in the Harold Interlocking has experienced significant design changes. For example, the ESA project installs over 200 catenary structures that either replace existing structures in new locations to create room for new tracks or add new structures to support new routes. The majority of these structures are installed under the CH053 contract and a significant number of those had to be redesigned during the course of the contract. The re-design resulted from a change in design standard or because of conflicts with other aspects of the work. MTACC considers the majority of these changes to be attributable to the designer and are part of a currently pending errors and omissions (E & O) dispute.

Another aspect of the reconstruction of Harold is the addition of dozens of new track switches. The original design assumed that there was adequate capacity in the existing Signal Power system. That assumption turned out to be incorrect resulting in a redesign of the system to separate the signal power system between Amtrak and LIRR switches. This change, which is also a part of the pending E & O dispute, added a complete new element of work to the CH053 contract.

Another major issue within the Harold Interlocking resulted from changes to the traction power design. The existing 12 kV power system was to be updated and relocated as a result of the new routes built as part of ESA. However, the initial design lacked a third power feeder as required by Amtrak, did not provide adequate spacing of manholes, contained undersized sections of micro-tunnels without sufficient spare conduits and contained other errors and omissions which are also a subject of the E&O dispute.

Each of the design changes noted above caused extensive compensable delays to the CH053 and CH054 contractors (modifications for the Direct costs associated with the majority of the design changes mentioned above were previously brought to the Board for approval with a notation that impact costs for compensable delays would be addressed subsequently). The delays were compounded by the time to complete the new designs, obtain Amtrak approvals, negotiate the changes, fabricate material and perform the work with the limited railroad (Amtrak and LIRR) resources available. Pursuant to the CH053 Contract, the Contractor is entitled to Impact Costs for Compensable Delays. This modification recognizes 1,582 calendar days of Excusable Delay from September 13, 2010 until February 18, 2015, of which MTACC has determined that 1,408 calendar days qualify as Compensable Delay.

Two other factors attributed to the longer duration and cost. The first is the loss of track outages to perform the work. Recognizing that train operations take precedent over the new work, the contract was written with a provision which essentially baselined the number of times track outages would be cancelled at 20 per year. This was done to provide the contractor with a basis to bid the contract without having to assume an unlimited amount of risk in his price. For each 12 month period where the number of emergency cancellations exceeded the 20, the contractor is being compensated as part of this change for that cost.

Schedule I: Modifications to Purchase and Public Work Contracts



Item Number 2

Vendor Name (& Location) Tutor Perini Corporation (Peekskill, New York)	Contract Number CH054A	AWO/Modification # 42
Description Construct Harold Structures Part IIA for the East Side Access Project	Original Amount:	\$ 21,777,000
Contract Term (Including Options, If any) 42 Months	Prior Modifications:	\$ 22,993,328
Option(s) included in Total <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A	Prior Budgetary Increases:	\$ 0
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount:	\$ 44,770,328
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	This Request	\$ 8,800,000
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	% of This Request to Current Amount:	19.7%
Requesting Dept/Div&Dept/Div Head Name: East Side Access/William Goodrich, P.E.	% of Modifications (Including This Request) to Original Amount:	146%

Discussion

The work under this Contract involves civil construction work consisting of demolition, clearing, grubbing and grading, construction of retaining walls, storm sewers and utility relocation in the Harold Interlocking area for the East Side Access Project. Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC seeks Board approval to modify the Contract to account for compensable delays and associated impact costs as well as costs due for additional railroad safety briefings and outage cancellations.

As previously reported to the Board, the ESA work in the Harold Interlocking has experienced significant design changes. The change that has caused the most significant impact to the CH054A contract is the change to 12 kV traction power. The existing 12 kV power system was to be updated and relocated as a result of the new routes built as part of ESA. However, the initial design lacked a third power feeder as required by Amtrak, did not provide adequate spacing of manholes, contained undersized sections of micro-tunnels without sufficient spare conduits and contained other errors and omissions. Each of these items required extensive re-design and MTACC considers the majority of items attributable to the designer and they are part of a currently pending errors and omissions (E & O) dispute.

Each of the design changes noted above, and other factors too, caused extensive compensable delays to the CH053 and CH054A contractors (modifications for the Direct costs associated with the majority of the design changes mentioned above were previously brought to the Board for approval with a notation that impact costs for compensable delays would be addressed subsequently). The delays were compounded by the time to complete the new designs, obtain Amtrak approvals, negotiate the changes, fabricate material and perform the work with the limited railroad (Amtrak and LIRR) resources available. Pursuant to the CH054A Contract, the Contractor is entitled to Impact Costs for Compensable Delays. This modification recognizes 1,436 calendar days of Excusable Delay until November 28, 2014, of which MTACC has determined that 1,362 calendar days qualify as Compensable Delay.

Two other factors attributed to the longer duration and cost. The first is the loss of track outages to perform the work. Recognizing that train operations take precedent over the new work, the contract was written with a provision which essentially baselined the number of times track outages would be cancelled at 20 per year. This was done to provide the contractor with a basis to bid the contract without having to assume an unlimited amount of risk in his price. For each 12 month period where the number of emergency cancellations exceeded the 20, the contractor is being compensated as part of this change for that cost.

The last major aspect of this modification is compensation to the contractor for additional railroad safety briefings by the two railroads. The contract was written assuming that there would be a joint LIRR/Amtrak safety briefing provided at the beginning of each shift of work. Because of internal rules within each railroad, a combined briefing was not possible and a second briefing was necessary when the contractor worked in an area where both railroads were impacted. This change resulted in a loss of productivity of one hour per day and resulted in increased time and cost which is captured in this Modification.

The Contractor submitted an Impact Analysis cost proposal of \$14,222,718. MTACC's Impact Analysis cost estimate was \$8,579,370. The contract provides specific categories of costs for which the contractor can be compensated as a result of impact costs. Negotiations were held and as part of the negotiations, each of these areas was reviewed and negotiated. In addition, the contractor provided back-up material justifying each cost item. Where appropriate, MTACC developed its own estimates for comparison purposes and for major categories the contractor's costs were audited. The negotiations resulted in the agreed to amount \$8,800,000 which is considered fair and reasonable. The budget for this Modification will come from project contingency. A significant portion of this Modification is the subject of a pending errors and omissions claim against the designer.

[THIS PAGE INTENTIONALLY LEFT BLANK]

Staff Summary

Subject	Toll Collection at Henry Hudson Bridge
Department	Law
Department Head Name	M. Margaret Terry
Department Head Signature	<i>M. Margaret Terry</i>
Project Manager Name	

Date	May 12, 2014
Vendor Name	N/A
Contract Number	N/A
Contract Manager Name	N/A
Table of Contents Ref. #	N/A

Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	5/19/14			
2	Board	5/21/14			

Internal Approvals			
Order	Approval	Order	Approval
3	President <i>[Signature]</i>		VP Procurement
	General Counsel		VP Operations
2	Executive VP <i>MMT JNJF</i>		VP Labor Relations
	VP Operations Support		VP & Chief Engineer

Internal Approval (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	Chief Financial Officer <i>[Signature]</i>		Chief Security Officer		Chief Maintenance Officer		Other
	Chief Information Officer		Chief Health & Safety Officer		Affirmative Action		Other

PURPOSE: To obtain the Board's approval and adoption of a Resolution changing the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling (AET) followed by Open Road Tolling (ORT).

DISCUSSION:

In January 2011 MTA Bridges and Tunnels (the Authority) initiated a pilot project at the Henry Hudson Bridge to assess the feasibility of adopting AET at that facility. Based on the results of the pilot program, B&T proposes to continue the all-electronic collection of tolls at the Henry Hudson Bridge following the completion of the pilot at the end of 2014. Initially, tolls will be collected through the AET system being used for the AET pilot, with vehicles traveling in gateless, channelized lanes and tolling equipment mounted on the existing infrastructure. In the fall of 2016 or early 2017, a gantry-based ORT system will be put into revenue service and the existing toll plazas including the booths will be demolished. Under both AET and ORT, tolls will be collected using E-ZPass tags and readers and, for vehicles without E-ZPass tags, by matching license plate images with Department of Motor Vehicle (DMV) data to send toll invoices to the registered owner.

The Board has separately adopted a Resolution finding that the proposed change in the method of toll collection at the Henry Hudson Bridge to AET followed by ORT will have no significant adverse effects on the environment within the meaning of the State Environmental Quality Review Act (SEQRA).

Finally, the Board is asked to delegate to the President of the Authority or his designee authority to take such steps as may be necessary or desirable to implement the change in the method of toll collection at the Henry Hudson Bridge.

IMPACT ON FUNDING. None.

RECOMMENDATION: It is recommended that the Board approve and adopt the attached Resolution changing the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling followed by Open Road Tolling and to delegate to the President of the Authority or his designee authority to take the necessary and desirable steps to implement the change in the method of toll collection at the Henry Hudson Bridge.

The legal name of MTA Bridges and Tunnels is Triborough Bridge and Tunnel Authority

RESOLUTION

WHEREAS, MTA Bridges and Tunnels (the Authority) initiated a pilot project at the Henry Hudson Bridge in January 2011 to assess the feasibility of adopting All-Electronic Tolling (AET) at that facility. Based on the results of the pilot program, the Authority proposes to continue the all-electronic collection of tolls at the Henry Hudson Bridge following the completion of the pilot at the end of 2014.

WHEREAS, the Authority proposes to change the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling (AET), with vehicles traveling in gateless, channelized lanes and tolling equipment mounted on the existing infrastructure, and ultimately to gantry-based Open Road Tolling, with the subsequent demolition of the existing toll plazas including the booths. Beginning January 1, 2015, tolls will be collected using the AET system used for the pilot program. ORT is projected to be placed into revenue service in the fall of 2016 or early 2017. Under both AET and ORT, tolls will be collected using E-ZPass tags and readers and, for vehicles without E-ZPass tags, by matching license plate images with Department of Motor Vehicle (DMV) data to send toll invoices to the registered owner; and

WHEREAS, the results of the AET pilot program show that E-ZPass market share at the Henry Hudson Bridge has increased from 83.5% in 2010 to 93.4% in 2013, due in large measure to the Authority's efforts to make it easier for our cash customers to take advantage of the lower toll available to customers of the New York E-ZPass Customer Service Center; and

WHEREAS, the results of the AET pilot program at the Henry Hudson Bridge demonstrate that the AET equipment performs at satisfactory level of reliability, with no unscheduled lane closures and a 98.9% level of readable images; and

WHEREAS, implementation of AET during the pilot program at the Henry Hudson Bridge has increased both customer satisfaction and travel speeds on the bridge. In 2013, customers responding to the survey gave travel experience at the Henry Hudson Bridge since the implementation of AET a 95% satisfaction rating (better than the bridge's 89% overall satisfaction rating). As a result of AET, drivers are traveling across the Henry Hudson Bridge without having to stop or change lanes. It is expected that travel experience on the bridge would continue to improve with the later implementation of gantry-based ORT and the demolition of the toll plazas including the booths.

WHEREAS, the Board, by resolution adopted May 21, 2014, found that the proposed change in the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling followed by Open Road Tolling will not have a significant adverse effects on the environment under the meaning of the State Environmental Quality Review Act, adopted and approved a Negative Declaration and authorized and directed the President of the Authority or his designee to execute said Negative Declaration; and

WHEREAS, the Board has considered all of the above.

NOW, THEREFORE, upon motion duly made and seconded, the following resolution is adopted by the Board:

RESOLVED, that provided the Negative Declaration has been duly executed by the President of the Authority, or his designee, the method of toll collection at the Henry Hudson Bridge is hereby changed to All-Electronic Tolling followed by Open Road Tolling and the President of the Authority or his designee is hereby fully authorized and directed to take such steps as may be necessary

or desirable to implement this change in the method of toll collection at the Henry Hudson Bridge.

New York, New York
May 21, 2014

Staff Summary

Subject	Toll Collection at Henry Hudson Bridge (Environmental Determination)
Department	Law
Department Head Name	M. Margaret Terry
Department Head Signature	<i>M. Margaret Terry</i>
Project Manager Name	

Date	May 12, 2014
Vendor Name	N/A
Contract Number	N/A
Contract Manager Name	N/A
Table of Contents Ref. #	N/A

Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	5/19/14			
2	Board	5/21/14			

Internal Approvals			
Order	Approval	Order	Approval
3	President	<i>[Signature]</i>	VP Procurement
	General Counsel		VP Operations
2	Executive VP	<i>[Signature]</i>	VP Labor Relations
	VP Operations Support		VP & Chief Engineer

Internal Approval (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	Chief Financial Officer		Chief Security Officer		Chief Maintenance Officer		Other
	Chief Information Officer		Chief Health & Safety Officer		Affirmative Action		Other

PURPOSE: To obtain the Board's approval and adoption of a Resolution which will (i) find and determine that the proposed change in the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling (AET) followed by Open Road Tolling (ORT) will have no significant adverse effect on the environment within the meaning of the State Environmental Quality Review Act ("SEQRA"), and (ii) adopt and approve the "Negative Declaration" in accordance with SEQRA and authorize and direct the President of the Authority or his designee to execute it.

DISCUSSION:

In January 2011 MTA Bridges and Tunnels (the Authority) initiated a pilot project at the Henry Hudson Bridge to assess the feasibility of adopting AET at that facility. Based on the results of the pilot program, the Authority proposes to continue the all-electronic collection of tolls at the Henry Hudson Bridge. Initially, tolls will be collected through the AET system being used for the AET pilot, with vehicles traveling in gateless, channelized lanes and tolling equipment mounted on the existing infrastructure. In the fall of 2016 or early 2017, a gantry-based ORT system will be put into revenue service and the existing toll plazas including the booths will be demolished. Under both AET and ORT, tolls will be collected using E-ZPass tags and readers and, for vehicles without E-ZPass tags, by matching license plate images with Department of Motor Vehicle (DMV) data to send toll invoices to the registered owner.

Under SEQRA, prior to the Board's adoption of a Resolution adopting the change in the method of toll collection at the Henry Hudson Bridge and approval of the award of the contract for the ORT system, the Board is required to determine whether there may be a significant adverse impact resulting from the change in the method of toll collection to AET followed by ORT at the Henry Hudson Bridge. If there is none, the Board can

then approve a Negative Declaration that the proposed change in the method of toll collection at the Henry Hudson Bridge to AET followed by ORT will have no significant adverse environmental impacts on the environment. If there may be a significant adverse environmental impact, an environmental impact statement must be prepared and considered by the Board prior to a decision on whether to implement the proposed changes.

An environmental assessment (EA) was performed to analyze the potential environmental impacts of the proposed change in the method of toll collection, particularly on traffic and safety at the Henry Hudson Bridge toll plazas and traffic along the toll-free diversion routes. The EA analyzed in detail the potential environmental impacts of the "worst case" AET scenario and concluded that no significant adverse impacts to the environment would arise at the Henry Hudson Bridge toll plazas or along toll-free diversion routes from the implementation of AET followed by ORT.

The EA supports the adoption of a Negative Declaration as it applies to changing the method of toll collection at the Henry Hudson Bridge to AET followed by ORT. The results are described in the EA and the Negative Declaration separately provided to the Board. As a result, preparation of an environment impact statement is not required in connection with the Board action.

The Resolution also authorizes the President of the Authority or his designee to execute the Negative Declaration.

IMPACT ON FUNDING: None.

RECOMMENDATION: It is recommended that the Board approve and adopt the attached Resolution finding that the proposed change in the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling followed by Open Road Tolling will have no adverse environmental effects, adopting the Negative Declaration, and authorizing the President or his designee to execute the Negative Declaration.

The legal name of MTA Bridges and Tunnels is Triborough Bridge and Tunnel Authority

RESOLUTION

WHEREAS, MTA Bridges and Tunnels (the Authority) proposes to change the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling (AET), with vehicles traveling in gateless, channelized lanes and tolling equipment mounted on the existing infrastructure, followed by gantry-based Open Road Tolling, with the subsequent demolition of the existing toll plazas including the booths. ORT is projected to be put into revenue service in the fall of 2016 or early 2017. Under both AET and ORT, tolls will be collected using E-ZPass tags and readers and, for vehicles without E-ZPass tags, by matching license plate images with Department of Motor Vehicle (DMV) data to send toll invoices to the registered owner; and

WHEREAS, there has been distributed to the Board an Environmental Assessment (EA) regarding the effects of proposed change in the method of toll collection at the Henry Hudson Bridge; and

WHEREAS, the EA analyzed in detail the potential environmental impacts of the "worst case" AET scenario and concluded that no significant adverse impacts to the environment would arise at the Henry Hudson Bridge toll plazas or along the toll-free diversion routes from the change in the method of toll collection at the Henry Hudson Bridge to AET followed by ORT; and

WHEREAS, the EA thus provides a basis for approving and adopting the Negative Declaration as it applies to the change in the method of toll collection at the Henry Hudson Bridge to AET followed by ORT; and

WHEREAS, there has been distributed to the Board a proposed Negative Declaration regarding the change in the method of toll collection at the Henry Hudson Bridge to AET followed by ORT, prepared in accordance with the State Environmental Quality Review Act; and

WHEREAS, the Board has considered all of the above.

NOW, THEREFORE, upon motion duly made and seconded, the following resolution is adopted by the Board:

RESOLVED, that the Authority hereby determines, for the reasons set forth in the Environmental Assessment and the Negative Declaration, that the change in the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling followed by Open Road Tolling will not have a significant adverse impact on the environment and, accordingly, that no Environmental Impact Statement is required to be prepared in connection with such actions. A Negative Declaration as it applies to the change in the method of toll collection at the Henry Hudson Bridge is hereby approved and adopted and the President of the Authority or his designee is hereby authorized and directed to execute, file and publish such Negative Declaration, as may be required by law.

New York, New York
May 21, 2014

Schedule J: Modifications to Miscellaneous Procurement Contracts

Item Number: **2** (Final)

<p>Vendor Name (& Location) Kronos, Inc., Chelmsford, MA</p> <p>Description Provide, Deliver, Install and Maintain Kronos Timekeeper System Hardware and Software with Incidental Training and Consultancy as Required</p> <p>Contract Term (including Options, if any) April 18, 2007 - January 31, 2016</p> <p>Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive</p> <p>Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:</p> <p>Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:</p> <p>Requesting Dept/Div & Dept/Div Head Name: Technology/Tariq Habib</p>	<table border="1"> <tr> <td>Contract Number 06-TD-2768</td> <td>AWO/Modification #</td> </tr> <tr> <td colspan="2">Original Amount:</td> </tr> <tr> <td>B&T</td> <td>\$ 655,000.00</td> </tr> <tr> <td>LIRR</td> <td>\$1,245,775.00</td> </tr> <tr> <td>NYCT</td> <td>\$3,790,253.00</td> </tr> <tr> <td>MN</td> <td>\$2,418,000.00</td> </tr> <tr> <td>MTA Bus</td> <td>\$ 513,725 45</td> </tr> <tr> <td colspan="2">Prior Modifications:</td> </tr> <tr> <td>B&T</td> <td>\$2,581,317.77</td> </tr> <tr> <td>LIRR</td> <td>\$8,900,000.00</td> </tr> <tr> <td>NYCT</td> <td>\$ 0.00</td> </tr> <tr> <td>MN</td> <td>\$2,615,415.98</td> </tr> <tr> <td>MTA Bus</td> <td>\$ 167,688.09</td> </tr> <tr> <td colspan="2">Prior Budgetary Increases:</td> </tr> <tr> <td></td> <td>\$0.00</td> </tr> <tr> <td colspan="2">Current Amount:</td> </tr> <tr> <td>B&T</td> <td>\$ 3,236,317.77</td> </tr> <tr> <td>LIRR</td> <td>\$10,145,775.00</td> </tr> <tr> <td>NYCT</td> <td>\$ 3,790,253.00</td> </tr> <tr> <td>MN</td> <td>\$ 5,033,415.98</td> </tr> <tr> <td>MTA Bus</td> <td>\$ 681,413.54</td> </tr> <tr> <td colspan="2">This Request:</td> </tr> <tr> <td>NYCT</td> <td>\$ 3,000,000.00</td> </tr> <tr> <td>MTA Bus</td> <td>\$ 63,000.00</td> </tr> <tr> <td colspan="2">% of This Request to Current Amount:</td> </tr> <tr> <td>NYCT</td> <td>79.2%</td> </tr> <tr> <td>MTA Bus</td> <td>9.3%</td> </tr> <tr> <td colspan="2">% of Modifications (Including This Request) to Original Amount:</td> </tr> <tr> <td>NYCT</td> <td>79.2%</td> </tr> <tr> <td>MTA Bus</td> <td>44.9%</td> </tr> </table>	Contract Number 06-TD-2768	AWO/Modification #	Original Amount:		B&T	\$ 655,000.00	LIRR	\$1,245,775.00	NYCT	\$3,790,253.00	MN	\$2,418,000.00	MTA Bus	\$ 513,725 45	Prior Modifications:		B&T	\$2,581,317.77	LIRR	\$8,900,000.00	NYCT	\$ 0.00	MN	\$2,615,415.98	MTA Bus	\$ 167,688.09	Prior Budgetary Increases:			\$0.00	Current Amount:		B&T	\$ 3,236,317.77	LIRR	\$10,145,775.00	NYCT	\$ 3,790,253.00	MN	\$ 5,033,415.98	MTA Bus	\$ 681,413.54	This Request:		NYCT	\$ 3,000,000.00	MTA Bus	\$ 63,000.00	% of This Request to Current Amount:		NYCT	79.2%	MTA Bus	9.3%	% of Modifications (Including This Request) to Original Amount:		NYCT	79.2%	MTA Bus	44.9%
Contract Number 06-TD-2768	AWO/Modification #																																																												
Original Amount:																																																													
B&T	\$ 655,000.00																																																												
LIRR	\$1,245,775.00																																																												
NYCT	\$3,790,253.00																																																												
MN	\$2,418,000.00																																																												
MTA Bus	\$ 513,725 45																																																												
Prior Modifications:																																																													
B&T	\$2,581,317.77																																																												
LIRR	\$8,900,000.00																																																												
NYCT	\$ 0.00																																																												
MN	\$2,615,415.98																																																												
MTA Bus	\$ 167,688.09																																																												
Prior Budgetary Increases:																																																													
	\$0.00																																																												
Current Amount:																																																													
B&T	\$ 3,236,317.77																																																												
LIRR	\$10,145,775.00																																																												
NYCT	\$ 3,790,253.00																																																												
MN	\$ 5,033,415.98																																																												
MTA Bus	\$ 681,413.54																																																												
This Request:																																																													
NYCT	\$ 3,000,000.00																																																												
MTA Bus	\$ 63,000.00																																																												
% of This Request to Current Amount:																																																													
NYCT	79.2%																																																												
MTA Bus	9.3%																																																												
% of Modifications (Including This Request) to Original Amount:																																																													
NYCT	79.2%																																																												
MTA Bus	44.9%																																																												

Discussion:

B&T is seeking Board approval under the All-Agency Procurement Guidelines to modify this multi-agency non-competitive contract with Kronos Inc. for additional funding for NYCT and MTA Bus in the amounts of \$3,000,000 and \$63,000, respectively.

In February 2007 the Board approved the award of the subject all-agency contract to Kronos Inc. for a three year period. Kronos is required to maintain its timekeeper equipment and software based on each agency's requirements. Kronos also provides incidental training, implementation services, consulting and support services. The entire catalogue of Kronos' products and services are available to the agencies under the Contract. The Contract has subsequently been amended to support a variety of the agencies' needs including maintenance of Kronos' timekeeper equipment and software and currently extends through January 31, 2016.

The MTA Information Technology Departments at NYCT and MTA Bus have requested that additional funding in the aggregate amount of \$3,063,000 be added for training, the purchase of additional clocks, software licenses and upgrades to Kronos' system. The services required will be obtained through the issuance of task orders negotiated by each agency. Since the Contractor will be reimbursed in accordance with the current rates and terms of the contract, the value of each amendment for NYCT and MTA Bus is considered fair and reasonable. Funding is available in each agency's Operating Budget.

Schedule H: Modifications to Personal Service Contracts and Miscellaneous Service Contracts

 Item Number: **1** (Final)

Vendor Name (& Location) City of New York, New York, NY	Contract Number MOU-08-33	AWO/Modification #
Description Agreement with the City of New York to Provide Traffic Enforcement Agents for Traffic Control for all Authority Facilities on an As-Needed Basis	Original Amount:	\$1,000,000
Contract Term (Including Options, if any) May 22, 2009 – May 21, 2019, Ten (10) years	Prior Modifications:	\$2,000,000
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Prior Budgetary Increases:	N/A
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	Current Amount:	\$3,000,000
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Memorandum of Understanding	This Request:	\$2,500,000
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	% of This Request to Current Amount:	83.3%
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.	% of Modifications (including This Request) to Original Amount:	450%

Discussion:

B&T is seeking Board approval under the All Agency Guidelines for Procurement of Services to increase funding under this non-competitive personal service contract with the City of New York (City) acting by and through the New York City Police Department (NYPD), which was awarded in accordance with Public Authorities Law Section 2879(3)(b)(i), to provide Traffic Enforcement Agents (TEAs) to control traffic on City streets adjacent to construction projects for B&T facilities on an as-needed basis in the not to exceed amount of \$2,500,000.

B&T requires the services of TEAs to properly maintain the flow of traffic on adjacent City streets on an as-needed basis during construction activities at its facilities. TEAs control traffic and assist motorists to negotiate temporary detours. Through April 2014, TEA service commitments have been made totaling in excess of \$2.9M for construction projects at the Throgs Neck, Bronx-Whitestone, Verrazano-Narrows and Robert F. Kennedy Bridges and the Queens Midtown Tunnel. The \$2.5M requested will provide funding during the extended duration of the Agreement for ongoing and future capital construction project requirements primarily at the Robert F. Kennedy and Verrazano-Narrows Bridges and for other major maintenance related work. Consistent with the Procurement Guidelines, this amendment constitutes a substantial change.

Reimbursement to the City shall be based on actual costs incurred and the additional \$2,500,000 under the prospective amendment is considered fair and reasonable. Funding is available in the Capital Programs 2010 – 2014 under Project RK-23 (\$1,500,000) and Project VN-80B (\$1,000,000).

Staff Summary

Item Number 5 (Final)					
Dept & Dept Head Name: Chief Financial Officer, Donald Spero					
Division & Division Head Name: New Toll Initiatives, Robert Redding					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	5/5/14			
2	MTA B&T Committee	5/19/14			
3	MTA Board	5/21/14			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer 	4	Executive Vice President 		
2	SVP & General Counsel 	5	President 		
3	Chief Procurement Officer				

SUMMARY INFORMATION	
Vendor Name Transcore, LP	Contract Number PSC-13-2949
Description All-Electronic Open Road Tolling (ORT) at the Henry Hudson Bridge	
Total Amount \$7,968,282.00	
Contract Term (Including Options, if any) Eight years	
Option(s) Included In Total Amount? <input type="checkbox"/> Yes <input checked="" 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 checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All Agency Guidelines for Procurement of Services to award a personal services contract, Contract PSC-13-2949, for All-Electronic Open Road Tolling (ORT) at the Henry Hudson Bridge to Transcore, LP in the negotiated amount of \$7,968,282 over a period of eight years.

II. DISCUSSION

In January 2011 B&T initiated a pilot project at the Henry Hudson Bridge to assess the feasibility of adopting All-Electronic Tolling (AET) at that facility. Based on the results of the pilot program, B&T intends to implement a complete AET/ORT system at the Henry Hudson Bridge. This tolling system will enable B&T to debit the toll accounts of the owners of registered vehicles or to send bills to our customers for fare expenses incurred. Patrons are identified by the use of an on-board transponder (E-ZPass tag) or by capturing an image of the vehicle's license plate via the presence of on-site camera equipment. Under this new system cash will not be collected at the facility and the flow of traffic will be in an open highway environment.

The service requirements were publicly advertised; six firms requested copies of the Request for Proposal (RFP). Three firms submitted proposals Transcore, LP, Schneider Electric and Kapsch TrafficCom IVHS Inc. The proposals were evaluated against established criteria set forth in the RFP including the proposer's understanding of the project, the firm's record of performance, qualifications of the firm, proposed personnel, proposed schedule and cost. After the initial

(rev. 4/07/10)

Staff Summary

Page 2 of 2

evaluation, the selection committee recommended that two firms determined to be in the competitive range, Transcore and Schneider Electric, conduct oral presentations.

Following completion of the evaluation, the committee unanimously selected Transcore on the basis that its proposal included: (i) a system that has been independently tested and validated as one of the most accurate and dependable systems deployed; (ii) a high level of experience in design, installation and management of multi-lane, high volume ORT systems; (iii) a proven track record of delivering its projects on time and on budget; and (iv) an in-depth understanding of the technical requirements. Schneider Electric's proposal was considered by the committee to be more than satisfactory; its overall proposed cost was 5.6% lower compared with Transcore's cost. Transcore's system, however, was superior with regard to its: transaction auditing processes; provision of a solutions-oriented diagnostic system that detects and resolves hardware or software related problems; and remote operating and reporting capabilities.

Transcore proposed an amount of \$7,816,953. The user's estimate is \$8,227,000. Negotiations were conducted and the parties agreed to an amount of \$7,568,282 which is 8% lower than the estimate. The total amount of the contract is \$7,968,282 which includes an allocation of \$400,000 (excluded from the estimate) for spare parts during the five-year maintenance phase. In comparison with the estimate the negotiated amount is considered fair and reasonable. Transcore, LP is deemed to be a responsible consultant.

III. D/M/WBE INFORMATION

The MTA DDCR has established goals of 10% MBE and 10% WBE for the referenced contract. This contract will not be awarded without approval of MTA DDCR. Transcore has achieved its previous M/WBE goals on its prior MTA contracts.

IV. IMPACT ON FUNDING

Funding is available in the 2010- 2014 Capital Budget (\$4,103,127) and in the Operating Budget (\$3,865,155) under GL #171014.

V. ALTERNATIVES

There are no recommended alternatives. B&T does not possess the resources required to perform these services.

[THIS PAGE INTENTIONALLY LEFT BLANK]

Staff Summary



Subject FMTAC Annual Meeting
Department Chief Financial Officer/Risk and Insurance Management
Department Head Name Robert Foran
Department Head Signature
Project Manager Name Laureen Coyne, Director, Risk and Insurance Management

Date May 12, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	5/19/14		X	
2	Board	5/21/14		X	

Internal Approvals			
Order	Approval	Order	Approval
2	Chief of Staff	1	Legal
	Chief Financial Officer		IST&P
	Procurement		Office of Civil Rights

Narrative

Purpose:

To provide information concerning the First Mutual Transportation Assurance Company's (FMTAC's) 2013 activities and operations to board members in connection with the May 21, 2014 annual FMTAC Board meeting.

Discussion:

The monthly MTA board meeting of May 21, 2014 will also be the fifteenth annual board meeting of MTA's captive insurer, the First Mutual Transportation Assurance Company. For informational purposes, the FMTAC Board Book is being distributed to board members in advance of the meeting.

The FMTAC Board Book contains the Annual Meeting Newsletter (at Section 1), which provides a summary update on the activities of FMTAC for the year ended December 31, 2013; historical comparative balance sheet and income statement summaries (Section 2); the FMTAC Audited Financial Statements for the years ended December 31, 2013 and 2012 (Section 3); and the Statement of Actuarial Opinion prepared by Milliman, Inc, setting forth the independent actuary's determination that the reserves recorded by FMTAC for the year ended December 31, 2013 meet the requirements of the captive insurance laws of the State of New York and make reasonable provision for unpaid loss and loss adjustment expense obligations of FMTAC (Section 3).

Also included in the FMTAC Board Book is the regulatory compliance checklist for 2014 (Section 4), a Report on Investments (Section 5), and materials describing the captive manager advisers (Marsh Captive Solutions) and FMTAC's investment managers (Dwight Asset Management Company) and actuaries (Milliman, Inc.) (Section 6). An informational presentation concerning FMTAC's 2013 operations and activities will be on the agenda of the Finance Committee meeting of May 19, 2014.

[THIS PAGE INTENTIONALLY LEFT BLANK]

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2014 ADOPTED BUDGET
Consolidated Accrual Statement of Operations by Category
March 2014
(\$ in millions)

	Nonreimbursable				Reimbursable				Total			
	Adopted Budget	Actual	Favorable (Unfavorable) Variance	Percent	Adopted Budget	Actual	Favorable (Unfavorable) Variance	Percent	Adopted Budget	Actual	Favorable (Unfavorable) Variance	Percent
Revenue												
Farebox Revenue	\$475.7	\$489.4	\$13.7	2.9	\$0.0	\$0.0	\$0.0	-	\$475.7	\$489.4	\$13.7	2.9
Vehicle Toll Revenue	137.2	136.9	(0.4)	(0.3)	0.0	0.0	0.0	-	137.2	136.9	(0.4)	(0.3)
Other Operating Revenue	52.9	60.1	7.2	13.5	0.0	0.0	0.0	-	52.9	60.1	7.2	13.5
Capital & Other Reimbursements	(0.0)	0.0	0.0	*	127.2	126.0	(1.3)	(1.0)	127.2	126.0	(1.3)	(1.0)
Total Revenue	\$665.9	\$686.4	\$20.5	3.1	\$127.2	\$126.0	(\$1.3)	(1.0)	\$793.1	\$812.3	\$19.3	2.4
Expenses												
Labor:												
Payroll	\$352.7	\$354.4	(\$1.7)	(0.5)	\$47.8	\$41.3	\$6.5	13.5	\$400.5	\$395.7	\$4.8	1.2
Overtime	44.6	54.3	(9.7)	(21.6)	8.9	14.9	(6.0)	(67.6)	53.5	69.1	(15.7)	(29.3)
Health and Welfare	84.1	62.8	21.3	25.4	5.3	5.1	0.1	2.4	89.3	67.9	21.4	24.0
OPEB Current Payment	42.7	38.6	4.1	9.7	0.0	0.0	(0.0)	-	42.7	38.6	4.1	9.7
Pensions	53.4	53.8	(0.4)	(0.8)	3.4	4.2	(0.8)	(24.1)	56.7	58.0	(1.2)	(2.1)
Other Fringe Benefits	48.5	47.5	1.0	2.1	14.4	13.6	0.8	5.3	62.9	61.1	1.8	2.8
Reimbursable Overhead	(27.1)	(23.6)	(3.5)	(12.8)	27.0	23.4	3.7	13.6	(0.1)	(0.3)	0.2	*
Total Labor Expenses	\$598.8	\$587.6	\$11.3	1.9	\$106.7	\$102.5	\$4.2	4.0	\$705.6	\$690.1	\$15.5	2.2
Non-Labor:												
Electric Power	\$44.6	\$42.5	\$2.2	4.9	\$0.0	\$0.1	(\$0.1)	*	\$44.7	\$42.5	\$2.1	4.7
Fuel	24.3	27.7	(3.3)	(13.8)	0.0	0.0	0.0	-	24.3	27.7	(3.3)	(13.8)
Insurance	3.9	4.7	(0.8)	(20.7)	0.7	0.6	0.1	18.2	4.6	5.3	(0.7)	(14.5)
Claims	16.9	16.6	0.3	2.0	0.0	0.0	0.0	-	16.9	16.6	0.3	2.0
Paratransit Service Contracts	33.1	31.2	1.9	5.8	0.0	0.0	0.0	-	33.1	31.2	1.9	5.8
Maintenance and Other Operating Contracts	47.6	40.3	7.2	15.2	5.0	4.8	0.2	4.2	52.6	45.1	7.5	14.2
Professional Service Contracts	28.6	24.1	4.6	15.9	3.7	5.7	(2.0)	(52.7)	32.4	29.8	2.6	8.0
Materials & Supplies	44.8	45.5	(0.7)	(1.6)	12.2	10.4	1.8	15.1	57.0	55.9	1.1	2.0
Other Business Expenses	14.9	10.9	4.0	26.9	(1.2)	1.9	(3.1)	*	13.7	12.8	0.9	6.6
Total Non-Labor Expenses	\$258.8	\$243.4	\$15.4	5.9	\$20.5	\$23.4	(\$2.9)	(14.3)	\$279.3	\$266.8	\$12.4	4.5
Other Expense Adjustments:												
Other	3.6	3.3	0.4	10.2	0.0	0.0	0.0	-	3.6	3.3	0.4	10.2
General Reserve	0.0	0.0	0.0	-	0.0	0.0	0.0	-	0.0	0.0	0.0	-
Total Other Expense Adjustments	\$3.6	\$3.3	\$0.4	10.2	\$0.0	\$0.0	\$0.0	-	\$3.6	\$3.3	\$0.4	10.2
Total Expenses before Non-Cash Liability Adjs.	\$861.3	\$834.3	\$27.0	3.1	\$127.2	\$125.9	\$1.3	1.0	\$888.5	\$860.2	\$28.3	2.9
Depreciation	178.0	186.0	(8.0)	(4.5)	0.0	0.0	0.0	-	178.0	186.0	(8.0)	(4.5)
OPEB Obligation	408.8	418.0	(9.1)	(2.2)	0.0	0.0	0.0	-	408.8	418.0	(9.1)	(2.2)
Environmental Remediation	1.1	3.4	(2.3)	*	0.0	0.0	0.0	-	1.1	3.4	(2.3)	*
Total Expenses	\$1,449.2	\$1,441.6	\$7.6	0.5	\$127.2	\$125.9	\$1.3	1.0	\$1,576.4	\$1,567.6	\$8.9	0.6
Net Surplus/(Deficit) excluding Subsidies and Debt Service	(\$783.3)	(\$755.2)	\$28.1	3.6	\$0.0	\$0.0	\$0.0	*	(\$783.3)	(\$755.2)	\$28.1	3.6
Subsidies	342.0	419.0	77.0	22.5	0.0	0.0	0.0	-	342.0	419.0	77.0	22.5
Debt Service	211.4	214.9	(3.6)	(1.7)	0.0	0.0	0.0	-	211.4	214.9	(3.6)	(1.7)

- Results are preliminary and subject to audit review

- Differences are due to rounding.

* Variance exceeds 100%.

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2014 ADOPTED BUDGET
Consolidated Accrual Statement of Operations by Category
March Year-to-Date
(\$ in millions)

	Nonreimbursable				Reimbursable				Total			
	Adopted Budget	Actual	Favorable (Unfavorable)		Adopted Budget	Actual	Favorable (Unfavorable)		Adopted Budget	Actual	Favorable (Unfavorable)	
			Variance	Percent			Variance	Percent			Variance	Percent
Revenue												
Farebox Revenue	\$1,348.6	\$1,339.4	(\$9.2)	(0.7)	\$0.0	\$0.0	\$0.0	-	\$1,348.6	\$1,339.4	(\$9.2)	(0.7)
Vehicle Toll Revenue	376.6	368.2	(8.4)	(2.2)	0.0	0.0	0.0	-	376.6	368.2	(8.4)	(2.2)
Other Operating Revenue	155.2	168.1	12.9	8.3	0.0	0.0	0.0	-	155.2	168.1	12.9	8.3
Capital & Other Reimbursements	(0.0)	0.0	0.0	*	357.1	310.7	(46.4)	(13.0)	357.1	310.7	(46.4)	(13.0)
Total Revenue	\$1,880.4	\$1,875.7	(\$4.7)	(0.2)	\$357.1	\$310.7	(\$46.4)	(13.0)	\$2,237.5	\$2,186.4	(\$51.1)	(2.3)
Expenses												
Labor:												
Payroll	\$1,068.3	\$1,061.4	\$6.9	0.6	\$135.0	\$107.2	\$27.8	20.6	\$1,203.3	\$1,168.6	\$34.7	2.9
Overtime	140.2	188.3	(48.1)	(34.3)	24.9	31.3	(6.4)	(25.7)	165.1	219.6	(54.5)	(33.0)
Health and Welfare	253.5	223.5	30.1	11.9	15.1	12.6	2.4	16.3	268.6	236.1	32.5	12.1
OPEB Current Payment	121.7	110.3	11.4	9.4	0.0	0.0	(0.0)	-	121.7	110.3	11.4	9.4
Pensions	147.6	147.9	(0.3)	(0.2)	9.2	9.1	0.2	1.7	156.8	157.0	(0.2)	(0.1)
Other Fringe Benefits	147.9	151.8	(3.9)	(2.7)	40.9	34.1	6.8	16.6	188.7	185.9	2.8	1.5
Reimbursable Overhead	(75.7)	(60.9)	(14.8)	(19.5)	75.5	60.6	14.9	19.7	(0.2)	(0.3)	0.1	36.8
Total Labor Expenses	\$1,803.4	\$1,822.2	(\$18.8)	(1.0)	\$300.6	\$255.0	\$45.7	15.2	\$2,104.0	\$2,077.2	\$26.9	1.3
Non-Labor:												
Electric Power	\$134.6	\$130.4	\$4.1	3.1	\$0.1	\$0.2	(\$0.1)	*	\$134.7	\$130.6	\$4.1	3.0
Fuel	71.5	75.0	(3.5)	(4.8)	0.0	0.0	0.0	18.7	71.5	75.0	(3.5)	(4.8)
Insurance	12.2	13.5	(1.3)	(10.6)	1.8	1.2	0.6	31.7	14.0	14.7	(0.7)	(5.2)
Claims	50.2	49.7	0.5	0.9	0.0	0.0	0.0	-	50.2	49.7	0.5	0.9
Paratransit Service Contracts	96.9	87.7	9.2	9.5	0.0	0.0	0.0	-	96.9	87.7	9.2	9.5
Maintenance and Other Operating Contracts	125.5	112.7	12.8	10.2	12.2	12.2	0.1	0.4	137.8	124.9	12.9	9.4
Professional Service Contracts	74.7	73.7	1.0	1.4	10.8	14.2	(3.4)	(31.1)	85.6	87.9	(2.3)	(2.7)
Materials & Supplies	129.0	126.5	2.5	1.9	31.2	24.7	6.6	21.1	160.2	151.1	9.1	5.7
Other Business Expenses	43.5	36.9	6.6	15.2	0.3	3.3	(3.0)	*	43.8	40.2	3.6	8.2
Total Non-Labor Expenses	\$738.1	\$706.1	\$32.0	4.3	\$56.5	\$55.7	\$0.7	1.3	\$794.6	\$761.8	\$32.7	4.1
Other Expense Adjustments:												
Other	10.9	7.9	3.1	28.0	0.0	0.0	0.0	-	10.9	7.9	3.1	28.0
General Reserve	0.0	0.0	0.0	-	0.0	0.0	0.0	-	0.0	0.0	0.0	-
Total Other Expense Adjustments	\$10.9	\$7.9	\$3.1	28.0	\$0.0	\$0.0	\$0.0	-	\$10.9	\$7.9	\$3.1	28.0
Total Expenses before Non-Cash Liability Adjs.	\$2,552.4	\$2,536.2	\$16.3	0.6	\$357.1	\$310.7	\$46.4	13.0	\$2,909.5	\$2,846.8	\$62.7	2.2
Depreciation	533.3	549.3	(16.0)	(3.0)	0.0	0.0	0.0	-	533.3	549.3	(16.0)	(3.0)
OPEB Obligation	473.4	472.6	0.7	0.2	0.0	0.0	0.0	-	473.4	472.6	0.7	0.2
Environmental Remediation	1.5	3.7	(2.3)	*	0.0	0.0	0.0	-	1.5	3.7	(2.3)	*
Total Expenses	\$3,560.5	\$3,561.9	(\$1.3)	(0.0)	\$357.1	\$310.7	\$46.4	13.0	\$3,917.5	\$3,872.6	\$45.1	1.2
Net Surplus/(Deficit) excluding Subsidies and Debt Service	(\$1,680.1)	(\$1,686.1)	(\$6.0)	(0.4)	(\$0.0)	\$0.0	\$0.0	*	(\$1,680.1)	(\$1,686.1)	(\$6.0)	(0.4)
Subsidies	1,007.9	1,050.1	42.2	4.2	0.0	0.0	0.0	-	1,007.9	1,050.1	42.2	4.2
Debt Service	599.1	563.7	35.4	5.9	0.0	0.0	0.0	-	599.1	563.7	35.4	5.9

- Results are preliminary and subject to audit review.

- Differences are due to rounding

* Variance exceeds 100%.

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2014 ADOPTED BUDGET
EXPLANATION OF VARIANCES BETWEEN ADOPTED BUDGET AND ACTUAL ACCRUAL BASIS
March 2014
(\$ in millions)

Generic Revenue or Expense Category	Nonreimb or Reimb	Favorable (Unfavorable)		Reason for Variance	Favorable (Unfavorable)		Reason for Variance
		\$	%		\$	%	
Farebox Revenue	NR	13.7	2.9	NYCT, MTA Bus, and the LIRR were favorable by \$15.3M, \$0.6M, and \$0.3M, respectively. For NYCT, March results reflect higher revenue from the quarterly "true-up" of MetroCard revenue between NYCT and other entities. These results were partially offset by an unfavorable variance of (\$2.5M) at MNR due to lower ridership caused by the service interruption resulting from the East Harlem explosion, and colder-than-normal temperatures.	(9.2)	(0.7)	Overall unfavorable result was due to lower ridership attributable to inclement winter weather (higher-than-average snowfall): \$5.3M at MNR due to weather and residual effects of previous service interruptions; \$4.7M and \$1.0M at NYCT and MTA Bus, respectively, due to weather. These results were partially offset by a favorable variance of \$1.9M at the LIRR due to higher yields and ridership.
Vehicle Toll Revenue	NR	(0.4)	(0.3)	Toll revenues were unfavorable due to slightly lower average toll.	(8.4)	(2.2)	Toll revenues were unfavorable mainly due to lower traffic resulting from inclement weather in January and February.
Other Operating Revenue	NR	7.2	13.5	The overall favorable outcome reflects the impacts of higher advertising revenue, Transit Adjudication Bureau (TAB) fees, and paratransit Urban Tax revenues – \$6.9M at NYCT, higher wireless communication equipment rental fees at the Hugh L. Carey Tunnel (HCT) and the Queens Midtown Tunnel (QMT) – \$0.5M at B&T, and higher net GCT retail revenue – \$0.3M at MNR. These results were partially offset by unfavorable variances resulting from a negative shift in the market value of the invested asset portfolio – (\$0.4M) at FMTAC and the timing of Sandy recoveries – (\$0.4M) at MTA Bus.	12.9	8.3	The favorable YTD outcome reflects the impacts of higher advertising revenue, Transit Adjudication Bureau (TAB) fees, and paratransit Urban Tax revenues – \$6.0M at NYCT; a positive shift in the market value of the invested asset portfolio – \$5.6M at FMTAC; higher E-2Pass administrative fees and wireless communication equipment rental fees at the Hugh L. Carey Tunnel (HCT) and the Queens Midtown Tunnel (QMT) – \$1.9M at B&T; higher miscellaneous, rental and freight revenue – \$0.7M at the LIRR; and higher net GCT retail revenues – \$0.4M at MNR. These results were partially offset by an unfavorable variance resulting from the timing of Sandy recoveries – (\$1.8M) at MTA Bus.
Payroll	NR	(1.7)	(0.5)	MTAHQ had an unfavorable variance of (\$4.8M) mostly due to the timing of vacation accruals. MTA Bus was (\$1.4M) unfavorable due to greater-than-budgeted miscellaneous base payments (e.g. sick, maternity leave, vacation, etc.) and inter-agency charges. NYCT was (\$0.9M) unfavorable due mainly to reimbursable underruns and higher earned employee separation payments. These results were partially offset by favorable variances of \$3.1M at MNR, \$1.4M at B&T, and \$1.0M at the LIRR, mostly attributable to vacancies.	6.9	0.6	The favorable outcome reflects lower expenses against the YTD budget due to accrual adjustments and vacancies – \$3.6M B&T, and lower expenses due to vacancies – \$3.3M at MNR, \$3.2M at NYCT, \$1.6M at the LIRR, and \$0.9M at SIR. These results were partially offset by unfavorable variances of (\$3.2M) at MTAHQ mostly due to the timing of vacation accruals, and (\$2.5M) at MTA Bus due to greater-than-budgeted miscellaneous base payments (e.g. sick, maternity leave, vacation, etc.), inter-agency charges and a reallocation of reimbursable payroll charges to operating payroll, due to delayed Capital funding.
Overtime	NR	(9.7)	(21.6)	The overall unfavorable outcome reflects the impacts of unscheduled service and vacancy/absentee coverage, in addition to signals/track and bus maintenance requirements at NYCT (\$7.4M), vacancy/absence coverage and bus fleet maintenance at MTA Bus (\$1.2M), higher maintenance and unscheduled service at the LIRR (\$0.7M), adjustments for the 28-day OT payroll lag at B&T (\$0.3M), and higher overtime requirements for service coverage, car fleet maintenance and the implementation of mandated signal system modifications at MNR (\$0.3M). These outcomes were partly offset by the favorable timing of MTA Police coverage at MTA HQ \$0.3M. (See Overtime Decomposition Report for more details)	(48.1)	(34.3)	Approximately \$24.6M or 51% of the unfavorable YTD variance is attributable to weather emergencies, specifically, NYCT (\$16.4M), the LIRR (\$4.9M), MNR (\$2.5M), MTA Bus (\$0.6M), and B&T (\$0.3M). The remaining overage \$23.5M mostly reflects the impact of vacancy/absentee coverage, unscheduled service requirements, and programmatic/routine maintenance, NYCT (\$17.2M), MNR (\$2.7M), MTA Bus (\$2.7M), and the LIRR (\$0.8M). (See Overtime Decomposition Report for more details)

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2014 ADOPTED BUDGET
EXPLANATION OF VARIANCES BETWEEN ADOPTED BUDGET AND ACTUAL ACCRUAL BASIS
March 2014
(\$ in millions)

Generic Revenue or Expense Category	Nonreimb or Reimb	Favorable (Unfavorable)		March		Favorable (Unfavorable)		YEAR-TO-DATE	
		\$	%	Reason for Variance	\$	%	Reason for Variance		
Health and Welfare	NR	21.3	25.4	Timing and a prior year Medicare refund were responsible for a favorable variance of \$18.2M at NYCT. MNR and the LIRR were favorable by \$1.1M and \$0.9M, respectively, primarily due to lower rates. Timing was responsible for the favorable variance of \$0.5M at MTA Bus. Timing and higher vacancies were responsible for favorable variances of \$0.4M at both B&T and MTA HQ.	30.1	11.9	Timing, a prior year Medicare refund, and a lower cost drug program were responsible for a favorable variance of \$23.0M at NYCT. The LIRR and MNR were favorable by \$2.1M and \$1.5M, respectively, primarily due to higher vacancies and lower rates. Timing and higher vacancies were responsible for favorable variances of \$1.2M, \$1.2M and \$1.0M at MTA Bus, B&T and MTA HQ, respectively.		
OPEB - Current Payment	NR	4.1	9.7	NYCT was favorable by \$2.4M mainly due to accrual adjustments and a prior year Medicare refund. Lower rates and fewer retirees were primarily responsible for favorable variances of \$1.1M at MTAHQ and \$0.7M at the LIRR.	11.4	9.4	NYCT was favorable by \$7.7M primarily due to credits from a prior year claims settlement, a lower cost drug program, as well as a prior year Medicare refund. Lower rates and fewer retirees were primarily responsible for favorable variances of \$2.3M at the LIRR and \$1.1M at MTAHQ. MTA Bus was favorable by \$0.5M primarily due to timing.		
Pensions	NR	(0.4)	(0.8)	Timing was responsible for the (\$1.2M) unfavorable variance at MTAHQ and the \$0.6M favorable variance at the LIRR. MNR had a \$0.4M variance primarily due to lower payroll costs attributable to higher vacancies.	(0.3)	(0.2)	Timing was mostly responsible for an unfavorable variance of (\$0.7M) at NYCT and a favorable variance of \$0.7M at the LIRR.		
Other Fringe Benefits	NR	1.0	2.1	The LIRR was \$2.1M favorable primarily due to FELA indemnity reserve adjustments and lower Rail Road Retirement Taxes. Timing was responsible for the favorable variance of \$0.5M at MTA Bus. These results were partially offset by an unfavorable variance of (\$1.5M) at NYCT primarily due to higher FICA payments and lower direct overhead credits resulting from reimbursable payroll underruns.	(3.9)	(2.7)	NYCT was (\$6.8M) unfavorable primarily due to lower direct overhead credits resulting from reimbursable payroll underruns. MNR was (\$0.6M) unfavorable mainly due to the timing of employee allowance payments. These results were partially offset by favorable variances at the LIRR of \$1.7M primarily due to FELA indemnity reserve adjustments and lower Railroad Retirement Taxes, \$1.5M at MTA Bus due to timing, and \$0.6M at B&T primarily due to higher vacancies.		
Reimbursable Overhead	NR	(3.5)	(12.8)	The timing of project activity resulted in an unfavorable variance of (\$5.0M) at MTA HQ and favorable variances of \$0.8M at NYCT, \$0.5M at B&T, and \$0.3M at MNR.	(14.8)	(19.5)	The overall unfavorable YTD result mainly reflects lower project activity levels, due to adverse weather in January and February: (\$6.9M) at MTA HQ, (\$6.6M) at NYCT, (\$0.9M) at the LIRR, and (\$0.6M) at MNR. These results were partially offset by a \$0.5M favorable variance at B&T which is mostly due to a budget understatement that will be corrected in the July Plan.		
Electric Power	NR	2.2	4.9	The favorable variance was largely a result of lower rates and consumption, as well as timing -- \$1.9M at NYCT and \$1.2M at MNR. These results were partially offset by an unfavorable variance of (\$1.1M) at the LIRR, reflecting the impact of higher facility electricity rates, traction power consumption, and timing.	4.1	3.1	The favorable YTD variance reflects the impact of timing and lower rates of \$6.0M at NYCT and \$0.3M at B&T. These results were partially offset by unfavorable outcomes of (\$1.2M) at the LIRR due to higher traction power consumption, facility electricity rates, and timing, and (\$0.8M) at MTA HQ due to the timing of billings for 2 Broadway.		
Fuel	NR	(3.3)	(13.8)	Higher rates and consumption accounted for most of the unfavorable variances of (\$1.8M) at NYCT, (\$0.8M) at the LIRR and (\$0.6M) at MNR.	(3.5)	(4.8)	Higher rates and consumption accounted for most of the unfavorable variances of (\$2.3M) at NYCT, (\$0.9M) at MNR and (\$0.7M) at the LIRR. Partially offsetting these results was a favorable variance of \$0.8M at MTA Bus primarily due to lower consumption. Other agency variances were minor.		

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2014 ADOPTED BUDGET
EXPLANATION OF VARIANCES BETWEEN ADOPTED BUDGET AND ACTUAL ACCRUAL BASIS
March 2014
(\$ in millions)

Generic Revenue or Expense Category	Nonreimb or Reimb	Favorable (Unfavorable)		March	Favorable (Unfavorable)		YEAR-TO-DATE
		\$	%	Reason for Variance	\$	%	Reason for Variance
Insurance	NR	(0.8)	(20.7)	Timing was responsible for the unfavorable variance at FMTAC of (\$0.9M). Other variances were minor.	(1.3)	(10.6)	Timing was responsible for unfavorable variances at FMTAC and MTA HQ of (\$2.6M) and (\$0.7M), respectively, and favorable variances at NYCT and B&T of \$1.4M and \$0.4M, respectively.
Claims	NR	0.3	2.0	Timing was responsible for a favorable variance of \$0.5M at MTA Bus. FMTAC was favorable by \$0.3M due to lower-than-budgeted expenses. These results were partially offset by unfavorable variances of (\$0.3M) at the LIRR due to an increase in non-employee reserves and (\$0.3M) at MNR primarily for payments related to the Spuyten Duyvil derailment.	0.5	0.9	Timing was responsible for favorable variances at MTA Bus and the LIRR of \$1.4M and \$0.5M, respectively. FMTAC was (\$0.8M) unfavorable based on an actuarial re-estimate. MNR was (\$0.7M) unfavorable due to higher payouts for Bridgeport and Spuyten Duyvil derailment claims.
Paratransit Service Contracts	NR	1.9	5.8	Lower expenses due to fewer trips.	9.2	9.5	Lower expenses due to fewer trips caused in part by adverse weather.
Maintenance and Other Operating Contracts	NR	7.2	15.2	The overall favorable result was mainly attributable to timing: \$2.5M at MNR primarily due to the timing of maintenance contracts and Genesis locomotive overhauls; \$2.1M at MTA HQ primarily due to the timing of rental expenses and janitorial services at Two Broadway; \$1.9M at B&T primarily due to major maintenance and painting, Sandy-related repairs and security costs; and \$1.0M at the LIRR primarily for elevator & escalator maintenance, waste maintenance and security. Partially offsetting these results was an unfavorable variance of (\$0.3M) at MTA Bus mostly due to higher tire and tube expenses.	12.8	10.2	The overall favorable result was mainly attributable to timing: \$5.5M at B&T primarily due to major maintenance and painting, Sandy-related repairs, E-ZPass tag costs, security and facility maintenance; \$3.9M at MNR due to the timing of maintenance contract costs, telephone services and Genesis locomotive overhauls; \$3.6M at the LIRR primarily for elevator & escalator maintenance, waste maintenance and security; \$1.3M at MTA HQ primarily due to the timing of maintenance and repairs at the Madison Avenue and Two Broadway facilities; and \$1.0M at MTA Bus due in part to facility maintenance. Partially offsetting these results was an unfavorable variance of (\$2.4M) at NYCT, largely due to the timing of maintenance services.
Professional Service Contracts	NR	4.6	15.9	The overall favorable result was primarily attributable to timing: \$2.9M at MTA HQ primarily for hardware and software purchases; \$0.9M at NYCT, reflecting the timing of bond services and IT expenses; and \$0.9M at MNR for IT expenses, training and engineering services.	1.0	1.4	The overall unfavorable result was primarily attributable to timing: \$10.3M at MTA HQ due to hardware and software purchases, engineering services, consulting and legal services; \$3.2M at the LIRR for IT software purchases and consulting services; and \$1.6M at MNR for IT expenses, legal services, advertising and engineering services. Partially offsetting these results were unfavorable timing variances of (\$12.2M) at NYCT, reflecting the timing of IT-related expenses, professional services and office-related expenses; (\$1.4M) at B&T primarily for bond issuance costs; and (\$0.5M) at MTA Bus due to prior period accrual adjustments.
Materials & Supplies	NR	(0.7)	(1.6)	The unfavorable result largely reflects the timing of maintenance material requirements - (\$1.9M) at NYCT, timing & obsolete inventory adjustments - (\$1.4M) at MNR, and higher-than-budgeted expenses due to inclement weather and timing - (\$0.7M) at MTA BC. These results were partly offset by a favorable outcome of \$3.3M at the LIRR, due to lower material usage for fleet modifications and running repair on the Multiple Unit (MU) and Diesel fleets, and the delay of M7 Propulsion startup.	2.5	1.9	The favorable result largely reflects the impacts of lower material usage for fleet modifications and running repair on the Multiple Unit (MU) and Diesel fleets, and the delay of M7 Propulsion startup - \$5.5M at the LIRR, and lower rolling stock mechanical material usage and purchases - \$1.3M at MNR. These results were partially offset by unfavorable inventory adjustments - (\$3.0M) at NYCT, higher-than-budgeted expenses due to inclement weather and timing - (\$1.0M) at MTA BC, and higher expenses primarily for De-Icing Materials and Automotive Parts & Supplies - (\$0.3M) at B&T.

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2014 ADOPTED BUDGET
EXPLANATION OF VARIANCES BETWEEN ADOPTED BUDGET AND ACTUAL ACCRUAL BASIS
March 2014
(\$ in millions)

Generic Revenue or Expense Category	Nonreimb or Reimb	Favorable (Unfavorable)		Reason for Variance	Favorable (Unfavorable)		Reason for Variance
		\$	%		\$	%	
Other Business Expenses	NR	4.0	26.9	NYCT was \$3.1M favorable due to timing and lower MVM debit/credit card fees. B&T was \$0.5M favorable mainly due to lower credit card fees. and FMTAC was \$0.4M favorable due to lower general and administrative, commissions and safety loss expenses.	6.6	15.2	NYCT was \$3.3M favorable due to timing, lower MVM debit/credit card fees and lower stationery expenses. The LIRR was \$1.5M favorable primarily due to property restitution for damages caused by a third party at a Southampton bridge and the timing of expenses. B&T was \$1.1M favorable mainly due to lower credit card fees. MTAHQ was \$0.7M favorable primarily due to the timing of expenses for office supplies, printing supplies, and inventory purchases at Transit Museum. FMTAC reported a \$0.5M favorable variance due to lower general and administrative, commissions and safety loss expenses. These results were partially offset by a (\$0.4M) unfavorable variance at MTABus due to mobility tax payments budgeted in Other Fringe Benefits.
Other Expense Adjustments	NR	0.4	10.2	Variance due to timing differences in project completions.	3.1	28.0	Variance due to timing differences in project completions.
Depreciation	NR	(8.0)	(4.5)	Timing differences in project completions and assets reaching beneficial use resulted in unfavorable variances of (\$6.9M) at the LIRR, (\$0.7M) at MTAHQ, (\$0.5M) at MTA Bus, and (\$0.3M) at NYCT	(16.0)	(3.0)	Timing differences in project completions and assets reaching beneficial use resulted in unfavorable variances of (\$9.4M) at the LIRR, (\$4.7M) at NYCT, (\$1.5M) at MTA Bus, and (\$0.3M) at MTAHQ.
Other Post-Employment Benefits	NR	(9.1)	(2.2)	The GASB adjustment reflects the value associated with the unfunded accrued liability for post employment health benefits.	0.7	0.2	The GASB adjustment reflects the value associated with the unfunded accrued liability for post employment health benefits.
Environmental Remediation	NR	(2.3)	*	The unfavorable variance reflects higher remediation efforts of (\$1.6M) at the LIRR and (\$0.7M) at MNR.	(2.3)	*	The unfavorable variance reflects higher remediation efforts of (\$1.6M) at the LIRR and (\$0.7M) at MNR.
Capital & Other Reimbursements	R	(1.3)	(1.0)	The timing of project activity was responsible for unfavorable variances of (\$2.5M) at MTA HQ, (\$1.5M) at the LIRR and (\$0.6M) at MTACC, and favorable variances of \$2.8M at NYCT, \$0.7M at B&T and \$0.3M at MTABus.	(46.4)	(13.0)	Reduced project activity, mostly reflective of the impact of adverse weather conditions, resulted in unfavorable variances of (\$16.6M) at NYCT, (\$12.7M) at the LIRR, (\$8.7M) at MNR, (\$4.2M) at MTAHQ, (\$3.1M) at MTACC, (\$0.4M) at SIR, and (\$0.3M) at both B&T and MTA Bus.
Payroll	R	6.5	13.5	The overall favorable variance reflects the timing of project activity and vacancies -- \$4.9M at NYCT, \$1.0M at the LIRR, and \$0.5M at MNR.	27.8	20.6	The overall favorable YTD variance reflects the timing of project activity caused in part by adverse weather, and vacancies -- \$18.1M at NYCT, \$4.9M at the LIRR, \$2.4M at MNR, \$0.9M at MTA CC, \$0.5M at MTA Bus and \$0.4M at both B&T and MTAHQ.
Overtime	R	(6.0)	(67.6)	The unfavorable outcome largely reflects the impact of Subways requirements (principally in support of track work, service delivery, stations, signals and infrastructure) at NYCT (\$4.8M), higher project activity levels at the LIRR (\$0.6M), the timing of MTA Police coverage at MTA HQ (\$0.5M).	(6.4)	(25.7)	The unfavorable YTD result largely reflects the impact of Subways requirements (principally in support of track work, service delivery, car equipment, stations and signals) at NYCT (\$5.7M), the timing of MTA Police coverage at MTA HQ (\$0.6M) and higher project activity levels at the LIRR (\$0.4M).
Health and Welfare	R	0.1	2.4	Minor variance.	2.4	16.3	Lower project activity was responsible for favorable variances at NYCT, MNR and MTACC of \$0.8M, \$0.8M and \$0.3M, respectively. Other agency variances were minor.

9 - IX

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2014 ADOPTED BUDGET
EXPLANATION OF VARIANCES BETWEEN ADOPTED BUDGET AND ACTUAL ACCRUAL BASIS
March 2014
(\$ in millions)

Generic Revenue or Expense Category	Nonreimb or Reimb	Favorable (Unfavorable)		March		Favorable (Unfavorable)		YEAR-TO-DATE	
		\$	%	Reason for Variance	\$	%	Reason for Variance		
Pensions	R	(0.8)	(24.1)	The LIRR was (\$0.6M) unfavorable due to timing.	0.2	1.7	Timing was responsible for the favorable variance of \$0.4M at MTACC and the (\$0.7M) unfavorable variance at the LIRR. Other agency variances were minor.		
Other Fringe Benefits	R	0.8	5.3	Lower project activity was responsible for a favorable variance at NYCT of \$0.4M. Other agency variances were minor.	6.8	16.6	Lower project activity was responsible for favorable variances at NYCT, the LIRR and MNR of \$4.5M, \$1.1M and \$0.4M, respectively. MTACC was favorable by \$0.8M primarily due to lower overhead rates.		
Reimbursable Overhead	R	3.7	13.6	The timing of project activity resulted in a favorable variance of \$5.0M at MTA HQ and unfavorable variances of \$0.8M at NYCT and \$0.5M at B&T	14.9	19.7	The timing of project activity resulted in favorable variances of \$6.9M at MTA HQ, \$6.6M at NYCT, \$0.9M at the LIRR, and \$0.8M at MNR. These results were partially offset by a \$0.5M unfavorable variance at B&T which is mostly due to a budget understatement that will be corrected in the July Plan.		
Electric Power	R	(0.1)	*	Minor variance.	(0.1)	*	Minor variance.		
Insurance	R	0.1	18.2	Minor variance.	0.6	31.7	The LIRR was favorable by \$0.4M due to lower project activity. Other agency variances were minor.		
Maintenance and Other Operating Contracts	R	0.2	4.2	The timing of project activity was responsible for a favorable variance of \$1.0M at the LIRR. Partially offsetting this result was an unfavorable variance of (\$1.0M) at NYCT due to the timing of building maintenance and construction services expenses. Other agency variances were minor.	0.1	0.4	The timing of project activity was responsible for favorable variances of \$1.1M at the LIRR and \$0.9M at MNR. Partially offsetting these results was an unfavorable variance of (\$2.0M) at NYCT due to the timing of building maintenance and construction services expenses.		
Professional Service Contracts	R	(2.0)	(52.7)	MTA HQ was unfavorable by (\$2.2M) primarily due to the timing of West Side Yard projects. The timing of project activity was responsible for an unfavorable variance of (\$0.4M) at MNR and a favorable variance of \$0.4M at the LIRR.	(3.4)	(31.1)	MTA HQ was unfavorable by (\$2.7M) primarily due to the timing of West Side Yard projects. NYCT was unfavorable by (\$2.7M) primarily due to the timing of IT hardware expenses. Partially offsetting these results were favorable variances of \$1.4M at the LIRR and \$0.5M at MNR due to the timing of project activity.		
Materials & Supplies	R	1.8	15.1	Changes in project activity levels, maintenance material requirements, and the timing of payments contributed to favorable results of \$1.3M at MNR and \$0.4M at NYCT.	6.6	21.1	Changes in project activity levels, maintenance material requirements, and the timing of payments contributed to favorable results of \$3.7M at the LIRR, \$3.5M at MNR, and an unfavorable result of (\$0.5M) at NYCT.		
Other Business Expenses	R	(3.1)	*	NYCT was (\$2.0M) unfavorable mostly due to timing. MNR was (\$1.4M) unfavorable due to higher material expenses for the following projects: New Haven Independent Wheel True Shop, PBX Equipment Upgrade and the 525 North Broadway, White Plains Projects.	(3.0)	*	NYCT was (\$2.4M) unfavorable mostly due to timing. MNR was (\$1.4M) unfavorable due to higher material expenses for the following projects: New Haven Independent Wheel True Shop, PBX Equipment Upgrade and the 525 North Broadway, White Plains Projects. These results were partially offset by a favorable variance of \$0.7M at MTACC also due to timing.		

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - 2014 ADOPTED BUDGET
EXPLANATION OF VARIANCES BETWEEN ADOPTED BUDGET AND ACTUAL ACCRUAL BASIS
March 2014
(\$ in millions)

Generic Revenue or Expense Category	Nonreimb or Reimb	Favorable (Unfavorable)		Reason for Variance	Favorable (Unfavorable)		Reason for Variance
		\$	%		\$	%	
Subsidies	NR	77.0	22.5	The favorable variance for the month of \$77.0 million was mainly due to timing of booking accruals by MTA Accounting for PMT (\$59.5 million) and PBT (\$12.3 million), which will be reconciled with quarterly adjustments that will be reflected in the April results, higher Urban Tax revenues (\$9.9 million) due to stronger-than-expected real estate activity in New York City, and timing of MTA Bus transactions (\$7.3 million). This was offset by unfavorable MTA Aid revenues (\$7.1 million) due to timing, and MRT revenues (\$5.2 million) due to weaker-than-expected real estate activity.	42.2	4.2	The favorable YTD variance of \$42.2 million was mainly due to the timing of booking accruals for PMT (\$37.1 million), which will be reconciled with quarterly adjustments that will be reflected in the April results, higher Urban Tax revenues (\$26.3 million) due to stronger than expected real estate activity in New York City, and favorable MTA Bus transactions (\$8.8 million) and CDOT (\$3.6 million), due to timing. This was offset by lower MRT transactions (\$18.0 million) due to weaker-than-expected mortgage activity, unfavorable PBT revenues (\$10.3 million) and MTA Aid revenues (\$7.1 million), due to timing.
Debt Service	NR	(3.6)	(1.7)	Unfavorable variance of \$3.6 million is primarily due to the timing of debt service deposits for Transportation Revenue Bonds (\$7.5 million) offset by lower than budgeted rates for Dedicated Tax funds (\$2.2 million) and Commercial Paper (\$1.8 million).	35.4	5.9	Favorable Year-to-date variance of \$35.4 million is primarily due to the timing of Transportation Revenue Bond issues (\$12.5 million), timing of payments for Commercial Paper (\$5.4 million) and lower than budgeted rates.

METROPOLITAN TRANSPORTATION AUTHORITY
Overtime Decomposition Report
Adopted Budget vs. Actuals
March 2014

The attached table presents consolidated results of overtime on the basis of hours and costs, 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 March 2014 (year-to-date).

2014 OVERTIME REPORTING - PRELIMINARY MARCH RESULTS (NON-REIMBURSABLE)

Month

Total overtime was (\$9.7M), or (22%), unfavorable to the Adopted Budget.

Unscheduled Service was (\$4.3M) unfavorable, primarily due to traffic congestion, breakdowns, and related ramp delays experienced in the Department of Buses, as well as coverage required for train operators (hired in the latter months of 2013) undergoing induction training at NYCT.

Programmatic/Routine Maintenance was (\$3.8M) unfavorable, primarily due to the inspection, testing, and maintenance of signal systems, and remediation efforts on track defect backlogs at the Department of Subways, the accelerated completion of defects found on scheduled inspections at NYCT's Department of Buses and MTA Bus, and the repair of track defects, the testing of high security switches, and general maintenance needs at the LIRR.

Vacancy/Absentee Coverage was (\$2.6M) unfavorable, reflecting the impact of higher vacancies and levels of absenteeism among station agents and bus operators at NYCT, and bus operators at MTA Bus.

Other was \$1.0M favorable primarily due to the reversal of 2013 "banked overtime" that was paid in January but accrued for in 2013, partially offset by an unfavorable result at B&T due to timing lags.

Year-to-Date

Total overtime was (\$48.1M), or (34%), unfavorable to the Adopted Budget.

Weather Emergencies was (\$24.6M) unfavorable and accounted for 51% of the total overtime variance. Significant Agency variances were: NYCT (\$16.4M), the LIRR (\$4.9M), MNR (\$2.5M), and MTA Bus (\$0.6M). January and February experienced 48.7 inches of snowfall, 33 inches more than the long-term average year-to-date.

METROPOLITAN TRANSPORTATION AUTHORITY
Overtime Decomposition Report
Adopted Budget vs. Actuals
March 2014

Vacancy/Absentee Coverage was (\$8.4M) unfavorable, reflecting the impact of higher vacancies and levels of absenteeism at NYCT, MTA Bus and MNR, which was partially offset by greater employee availability and lower-than-budgeted vacancies at the LIRR.

Unscheduled Service was (\$7.6M) unfavorable, primarily due to traffic congestion, breakdowns, and related ramp delays experienced in the Department of Buses; coverage required for train operators (hired in the latter months of 2013) undergoing induction training in the Department of Subways; and higher weather-related incidents and coverage support required at the LIRR.

Programmatic/Routine Maintenance was (\$6.5M) unfavorable, primarily due to the inspection, testing, and maintenance of signal systems, as well as track defect backlogs at the Department of Subways, accelerated completion of defects found on scheduled inspections at NYCT's Department of Buses and MTA Bus, as well as track rail testing, replacement of defective rails, and general maintenance needs at both the LIRR and MNR.

Other was (\$1.6M) unfavorable, mostly due to adjustments related to timing lags at B&T, as well as the impacts of double-time and higher rates for certain crafts at the LIRR.

**Metropolitan Transportation Authority
2014 February Financial Plan
Non-Reimbursable/Reimbursable Overtime
(\$ in millions)**

	March			March Year-to-Date		
	Adopted Budget	Actuals	Var. - Fav./(Unfav)	Adopted Budget	Actuals	Var. - Fav./(Unfav)
NON-REIMBURSABLE OVERTIME						
<u>Scheduled Service</u>	\$14.9	\$14.8	\$0.1 .8%	\$47.6	\$47.7	(\$0.1) (0.2%)
<u>Unscheduled Service</u>	\$6.9	\$11.2	(\$4.3) (62.7%)	\$21.1	\$28.7	(\$7.6) (36.3%)
<u>Programmatic/Routine Maintenance</u>	\$11.9	\$15.7	(\$3.8) (31.9%)	\$37.6	\$44.1	(\$6.5) (17.2%)
<u>Unscheduled Maintenance</u>	\$0.2	\$0.1	\$0.0 24.6%	\$0.5	\$0.4	\$0.1 22.4%
<u>Vacancy/Absentee Coverage</u>	\$5.2	\$7.8	(\$2.6) -51.0%	\$15.6	\$24.1	(\$8.4) -54.0%
<u>Weather Emergencies</u>	\$3.5	\$3.9	(\$0.4) -12.0%	\$11.3	\$35.9	(\$24.6) *
<u>Safety/Security/Law Enforcement</u>	\$0.9	\$0.6	\$0.3 35.9%	\$2.9	\$2.2	\$0.6 21.6%
<u>Other</u>	\$1.1	\$0.1	\$1.0 91.1%	\$3.6	\$5.1	(\$1.6) (43.4%)
Subtotal	\$44.6	\$54.3	(\$9.7) (21.7%)	\$140.2	\$188.3	(\$48.1) (34.3%)
REIMBURSABLE OVERTIME	\$8.9	\$14.9	(\$6.0)	\$24.9	\$31.3	(\$6.4)
TOTAL OVERTIME	\$53.5	\$69.1	(\$15.7)	\$165.1	\$219.6	(\$54.5)

* 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
2014 Overtime Reporting
Overtime Legend

<u>Type</u>	<u>Definition</u>
<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
February Financial Plan - 2014 Adopted Budget
Consolidated Accrual Subsidy Data¹
March 2014
(\$ in millions)

Accrued Subsidies:	Current Month			Year-to-Date		
	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance
Dedicated Taxes						
Petroleum Business Tax	\$45.2	57.5	12.3	\$139.0	128.7	(10.3)
MRT 1 (Gross)	23.0	21.0	(2.0)	68.9	60.7	(8.2)
MRT 2 (Gross)	10.4	7.2	(3.2)	31.2	21.4	(9.8)
Urban Tax	44.1	53.9	9.9	132.2	158.5	26.3
Investment Income	0.3	0.3	-	0.3	0.3	-
	\$120.4	\$139.9	\$19.5	\$369.1	\$369.6	\$0.5
New State Taxes and Fees						
Payroll Mobility Taxes	94.1	153.6	59.5	410.4	447.5	37.1
Payroll Mobility Tax Replacement Funds	-	-	-	-	-	-
MTA Aid Taxes ¹	78.4	71.3	(7.1)	78.4	71.3	(7.1)
	\$172.5	\$224.9	\$52.4	\$488.8	\$518.8	\$30.0
State and Local Subsidies						
NYS Operating Assistance	-	-	-	-	-	-
NYC and Local 16b	-	-	-	-	-	-
New York City	-	-	-	-	-	-
Nassau County	-	-	-	-	-	-
Suffolk County	-	-	-	-	-	-
Westchester County	-	-	-	-	-	-
Putnam County	-	-	-	-	-	-
Dutchess County	-	-	-	-	-	-
Orange County	-	-	-	-	-	-
Rockland County	-	-	-	-	-	-
CDOT Subsidies	9.8	7.8	(1.9)	28.6	32.2	3.6
Station Maintenance	13.6	13.3	(0.2)	40.7	40.0	(0.6)
	\$23.3	\$21.2	(\$2.2)	\$69.3	\$72.2	\$2.9
Sub-total Dedicated Taxes & State and Local Subsidies	\$316.2	\$386.0	\$69.8	\$927.2	\$960.6	\$33.3
City Subsidy to MTA Bus	25.6	33.1	7.3	\$80.7	89.5	8.8
City Subsidy to SIRTOA	-	-	-	-	-	-
Total Dedicated Taxes & State and Local Subsidies	\$342.0	\$419.0	\$77.0	\$1,007.9	\$1,050.1	\$42.2
Inter-Agency Subsidy Transactions						
BAT Operating Surplus Transfer	45.9	85.1	39.3	114.3	124.2	9.9
	\$45.9	\$85.1	\$39.3	\$114.3	\$124.2	\$9.9
Total Accrued Subsidies	\$387.9	\$504.2	\$116.3	\$1,122.2	\$1,174.2	\$52.0

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

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2014 Adopted Budget
Consolidated Accrual Subsidy Detail
Explanation of Variances
(\$ in millions)

March 2014

Accrued Subsidies	Variance \$	Variance %	Explanations
Dedicated Taxes			
Petroleum Business Tax	12.3	27.3%	The favorable accrual variance was primarily due to the timing of booking accruals by MTA Accounting. YTD transactions were unfavorable.
MRT(b) 1 (Gross)	(2.0)	(8.6%)	MRT-1 transactions were below budget for the month and YTD due to lower than expected mortgage activity.
MRT(b) 2 (Gross)	(3.2)	(30.8%)	MRT-2 transactions were below budget for the month and YTD due to lower than expected mortgage activity.
Urban Tax	9.9	22.4%	Urban tax accruals were favorable for the month and YTD due to higher than expected real estate activity in New York City.
Payroll Mobility Taxes	59.5	63.2%	The favorable variance was primarily due to timing of booking accruals. The YTD transactions were much closer to the target.
MTA Aid Taxes	(7.1)	(9.1%)	The unfavorable variance is due to the timing of accruals by MTA Accounting.
CDOT Subsidies	(1.9)	(19.8%)	The favorable variance was due primarily to timing.
City Subsidy to MTA Bus	7.3	28.1%	Variance was mostly timing related. Drawdowns are related to the timing of cash obligations for MTA Bus.
B&T Operating Surplus Transfer	39.3	85.6%	Variance was due to timing of booking accruals.

Year-to-Date

Accrued Subsidies	Variance \$	Variance %	Explanations
Petroleum Business Tax	(10.3)	(7.4%)	The unfavorable year-to-date variance was mostly due to timing of booking accruals by MTA Accounting. Most of the unfavorable variance should be reversed with the quarterly reconciliation by MTA Accounting.
MRT(b) 1 (Gross)	(8.2)	(11.9%)	See explanation for the month.
MRT(b) 2 (Gross)	(9.8)	(31.5%)	See explanation for the month.
Urban Tax	26.3	19.9%	See explanation for the month.
Payroll Mobility Taxes	37.1	9.0%	The unfavorable YTD variance was mostly due to timing of booking accruals by MTA Accounting.
MTA Aid Taxes	(7.1)	(9.1%)	See explanation for the month.
CDOT Subsidies	3.6	12.4%	The favorable YTD variance was due primarily to timing.
City Subsidy to MTA Bus	8.8	10.9%	Variance was mostly timing related. Drawdowns are related to the timing of cash obligations for MTA Bus.
B&T Operating Surplus Transfer	9.9	8.7%	Variance was due to timing of booking accruals.

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - ADOPTED BUDGET
DEBT SERVICE
(\$ in millions)

March 2014

	2014 Adopted Budget	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					
NYC Transit	\$32.8	\$30.7	\$2.1		Timing of debt service deposits and lower than budgeted variable debt rates.
Commuter Railroads	6.7	6.6	0.1		
<i>Dedicated Tax Fund Subtotal</i>	\$39.5	\$37.3	\$2.2	5.5%	
MTA Transportation Revenue:					
NYC Transit	\$70.6	\$75.9	(\$5.3)		Timing of debt service deposits.
Commuter Railroads	45.5	47.1	(1.6)		
MTA Bus	1.9	2.4	(0.6)		
<i>MTA Transportation Subtotal</i>	\$118.0	\$125.4	(\$7.5)	-6.3%	
Commercial Paper:					
NYC Transit	\$1.1	\$0.0	\$1.1		Lower than budgeted rates, timing of interest payments.
Commuter Railroads	0.7	0.0	0.7		
MTA Bus	0.0	0.0	0.0		
<i>Commercial Paper Subtotal</i>	\$1.8	\$0.0	\$1.8	99.7%	
2 Broadway COPs:					
NYC Transit	\$1.5	\$1.5	\$0.0		
Bridges & Tunnels	0.2	0.2	0.0		
MTA HQ	0.2	0.2	0.0		
<i>2 Broadway COPs Subtotal</i>	\$1.9	\$1.9	\$0.0	1.0%	
TBTA General Resolution (2)					
NYC Transit	\$14.7	\$15.2	(\$0.4)		
Commuter Railroads	6.9	7.1	(0.2)		
Bridges & Tunnels	18.4	18.3	0.0		
<i>TBTA General Resolution Subtotal</i>	\$40.0	\$40.7	(\$0.6)	-1.5%	
TBTA Subordinate (2)					
NYC Transit	\$5.5	\$5.2	\$0.3		Timing of debt service deposits.
Commuter Railroads	2.4	2.3	0.1		
Bridges & Tunnels	2.2	2.1	0.1		
<i>TBTA Subordinate Subtotal</i>	\$10.1	\$9.6	\$0.5	4.8%	
Total Debt Service	\$211.4	\$214.9	(\$3.6)	-1.7%	
Debt Service by Agency:					
NYC Transit	\$126.3	\$128.5	(\$2.3)		
Commuter Railroads	62.2	63.1	(0.9)		
MTA Bus	1.9	2.4	(0.6)		
Bridges & Tunnels	20.8	20.6	0.1		
MTAHQ	0.2	0.2	0.0		
Total Debt Service	\$211.4	\$214.9	(\$3.6)	-1.7%	

Notes:

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

METROPOLITAN TRANSPORTATION AUTHORITY
FEBRUARY FINANCIAL PLAN - ADOPTED BUDGET
DEBT SERVICE
(\$ in millions)

March 2014 Year-to-Date

	Adopted Budget	Actual	Variance	% Variance	Explanation
Dedicated Tax Fund:					
NYC Transit	\$98.4	\$92.8	\$5.6		Timing of bond issuances and lower than budgeted variable debt rates.
Commuter Railroads	20.1	19.1	1.1		
<i>Dedicated Tax Fund Subtotal</i>	\$118.6	\$111.8	\$6.7	5.7%	
MTA Transportation Revenue:					
NYC Transit	\$190.7	\$184.6	\$6.1		Timing of bond issuances and lower than budgeted variable debt rates.
Commuter Railroads	123.2	114.7	8.4		
MTA Bus	5.0	7.1	(2.1)		
<i>MTA Transportation Subtotal</i>	\$318.9	\$306.4	\$12.5	3.9%	
Commercial Paper:					
NYC Transit	\$3.3	\$0.1	\$3.2		Lower than budgeted rates, timing of interest payments.
Commuter Railroads	2.1	0.0	2.1		
MTA Bus	0.0	0.0	0.0		
<i>Commercial Paper Subtotal</i>	\$5.5	\$0.1	\$5.4	98.0%	
2 Broadway COPs:					
NYC Transit	\$4.4	\$4.4	\$0.0		
Bridges & Tunnels	0.6	0.6	0.0		
MTA HQ	0.6	0.6	0.0		
<i>2 Broadway COPs Subtotal</i>	\$5.7	\$5.6	\$0.0	0.9%	
TBTA General Resolution (2)					
NYC Transit	\$44.2	\$41.9	\$2.3		Timing of bond issuances and lower than budgeted variable debt rates.
Commuter Railroads	20.8	19.7	1.1		
Bridges & Tunnels	55.1	50.6	4.5		
<i>TBTA General Resolution Subtotal</i>	\$120.1	\$112.2	\$7.9	6.6%	
TBTA Subordinate (2)					
NYC Transit	\$16.5	\$15.0	\$1.5		Lower than budgeted variable debt rates.
Commuter Railroads	7.3	6.6	0.7		
Bridges & Tunnels	6.5	5.9	0.6		
<i>TBTA Subordinate Subtotal</i>	\$30.3	\$27.5	\$2.8	9.4%	
Total Debt Service	\$599.1	\$563.7	\$35.4	5.9%	
Debt Service by Agency:					
NYC Transit	\$357.6	\$338.7	\$18.9		
Commuter Railroads	173.5	160.1	13.4		
MTA Bus	5.0	7.1	(2.0)		
Bridges & Tunnels	62.3	57.1	5.1		
MTA HQ	0.6	0.6	0.0		
Total Debt Service	\$599.1	\$563.7	\$35.4	5.9%	

Notes:

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

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2014 Adopted Budget
Cash Subsidy Detail by Agency
(\$ in millions)

March 2014

Cash Subsidies:	NYC Transit			Commuter Railroads			SIR			MTA Bus			MTAHO			TOTAL		
	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance
Dedicated Taxes																		
MMTOA ¹	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0
Petroleum Business Tax	36.5	46.9	12.4	6.4	8.6	2.2	-	-	-	-	-	-	-	-	-	42.9	57.5	14.6
MRT ⁽²⁾ 1 (Gross)	-	-	-	-	-	-	-	-	-	-	-	-	23.0	14.7	(8.3)	23.0	14.7	(8.3)
MRT ⁽²⁾ 2 (Gross)	-	-	-	-	-	-	-	-	-	-	-	-	10.4	6.4	(4.0)	10.4	6.4	(4.0)
Other MRT ⁽²⁾ Adjustments	-	-	-	-	-	-	-	-	-	-	-	-	(1.3)	-	1.3	(1.3)	0.0	1.3
Urban Tax	44.1	30.7	(13.4)	-	-	-	-	-	-	-	-	-	-	-	-	44.1	30.7	(13.4)
Investment Income	-	-	-	0.3	-	(0.3)	-	-	-	-	-	-	-	-	-	0.3	0.0	(0.3)
	\$40.6	\$79.6	(\$1.0)	\$6.7	\$8.6	\$1.9	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$32.1	\$21.1	(\$11.0)	\$119.4	\$109.3	(\$10.1)
New State Taxes and Fees																		
Payroll Mobility Tax	74.8	84.2	9.4	19.3	21.7	2.4	-	-	-	-	-	-	-	-	-	94.1	105.9	11.8
Payroll Mobility Tax Replacement Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
MTA Aid ⁽²⁾	62.3	56.7	(5.6)	16.1	14.6	(1.5)	-	-	-	-	-	-	-	-	-	78.4	71.3	(7.1)
	\$137.1	\$140.9	\$3.8	\$35.4	\$36.3	\$1.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$172.5	\$177.2	\$4.7
State and Local Subsidies																		
NYS Operating Assistance	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
NYC and Local 18b³																		
New York City	-	-	-	0.5	-	(0.5)	-	-	-	-	-	-	-	-	-	0.5	0.0	(0.5)
Nassau County	-	-	-	2.9	2.9	0.0	-	-	-	-	-	-	-	-	-	2.9	2.9	0.0
Suffolk County	-	-	-	1.9	-	(1.9)	-	-	-	-	-	-	-	-	-	1.9	0.0	(1.9)
Westchester County	-	-	-	1.8	-	(1.8)	-	-	-	-	-	-	-	-	-	1.8	0.0	(1.8)
Putnam County	-	-	-	0.1	-	(0.1)	-	-	-	-	-	-	-	-	-	0.1	0.0	(0.1)
Dutchess County	-	-	-	0.1	-	(0.1)	-	-	-	-	-	-	-	-	-	0.1	0.0	(0.1)
Orange County	-	-	-	0.0	-	(0.0)	-	-	-	-	-	-	-	-	-	0.0	0.0	(0.0)
Rockland County	-	-	-	0.0	-	(0.0)	-	-	-	-	-	-	-	-	-	0.0	0.0	(0.0)
CDOT Subsidies	-	-	-	9.8	1.1	(8.7)	-	-	-	-	-	-	-	-	-	9.8	1.1	(8.7)
Station Maintenance	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Inter-Agency Loan	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
NYCT Charge Back of MTA Bus Debt Service	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Pay-As-You Go Capital	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
	\$0.0	\$0.0	\$0.0	\$17.1	\$4.0	(\$13.1)	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$17.1	\$4.0	(\$13.1)
Sub-total Dedicated Taxes & State and Local Subsidies	\$217.7	\$220.4	\$2.8	\$59.1	\$48.9	(\$10.2)	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$32.1	\$21.1	(\$11.0)	\$309.6	\$290.4	(\$18.5)
City Subsidy to MTA Bus	-	-	-	-	-	-	-	-	-	\$46.3	\$16.5	(\$27.8)	-	-	-	46.3	16.5	(27.8)
Total Dedicated Taxes & State and Local Subsidies	\$217.7	\$220.4	\$2.8	\$59.1	\$48.9	(\$10.2)	\$0.0	\$0.0	\$0.0	\$46.3	\$16.5	(\$27.8)	\$32.1	\$21.1	(\$11.0)	\$355.2	\$306.9	(\$46.3)
Inter-Agency Subsidy Transactions																		
B&T Operating Surplus Transfer	9.9	24.4	14.5	17.9	41.1	23.2	-	-	-	-	-	-	-	-	-	27.8	65.6	37.8
	\$9.9	\$24.4	\$14.5	\$17.9	\$41.1	\$23.2	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$27.8	\$65.6	\$37.8
Total Cash Subsidies	\$227.6	\$244.8	\$17.3	\$77.1	\$90.1	\$13.0	\$0.0	\$0.0	\$0.0	\$46.3	\$16.5	(\$27.8)	\$32.1	\$21.1	(\$11.0)	\$383.0	\$374.5	(\$8.5)

¹ Metropolitan Mass Transportation Operating Assistance Fund

² License, Vehicle Registration, Tax and Auto Rental Fees

Note: Differences are due to rounding.

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2014 Adopted Budget
Cash Subsidy Detail by Agency
(\$ in millions)

Year-to-Date

Cash Subsidies:	NYC Transit			Commuter Railroads			SR			MTA Bus			MTAHC			TOTAL		
	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance	Adopted Budget	Actual	Variance
Dedicated Taxes																		
MMTOA ¹	\$0.0	0.0	0.0	\$0.0	0.0	0.0	\$0.0	0.0	0.0	\$0.0	\$0.0	0.0	\$0.0	0.0	0.0	\$0.0	\$0.0	0.0
Petroleum Business Tax	121.3	133.8	12.5	21.4	23.6	2.2	-	0.0	-	-	-	-	-	-	-	142.6	157.4	14.7
MRT ² 1 (Gross)	-	0.0	-	-	-	-	-	-	-	-	-	-	68.9	62.4	(6.5)	68.9	62.4	(6.5)
MRT ² 2 (Gross)	-	0.0	-	-	-	-	-	-	-	-	-	-	31.2	23.0	(8.2)	31.2	23.0	(8.2)
Other MRT ² Adjustments	-	0.0	-	-	-	-	-	-	-	-	-	-	(1.3)	0.0	1.3	(1.3)	-	1.3
Urban Tax	132.2	205.4	73.2	-	-	-	-	-	-	-	-	-	-	-	-	132.2	205.4	73.2
Investment Income	-	0.0	-	0.3	-	(0.3)	-	-	-	-	-	-	-	-	-	0.3	-	(0.3)
	\$253.5	\$339.2	\$85.7	\$21.7	\$23.6	\$1.9	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$98.9	\$85.4	(\$13.5)	\$374.0	\$448.2	74.2
New State Taxes and Fees																		
Payroll Mobility Tax	326.3	319.5	(6.8)	84.1	82.4	(1.7)	-	-	-	-	-	-	-	-	-	410.4	401.9	(8.5)
Payroll Mobility Tax Replacement Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0
MTA Aud ³	62.3	56.7	(5.6)	16.1	14.6	(1.5)	-	-	-	-	-	-	-	-	-	78.4	71.3	(7.1)
	\$388.6	\$376.2	(\$12.4)	\$100.2	\$97.0	(\$3.2)	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$488.8	\$473.2	(15.6)
State and Local Subsidies																		
NYS Operating Assistance	-	-	-	-	(0.9)	(0.9)	-	-	-	-	-	-	-	-	-	-	(0.9)	(0.9)
NYC and Local 18b:																		
New York City	-	-	-	0.5	0.9	0.5	-	-	-	-	-	-	-	-	-	0.5	0.9	0.5
Nassau County	-	-	-	2.9	2.9	0.0	-	-	-	-	-	-	-	-	-	2.9	2.9	0.0
Suffolk County	-	-	-	1.9	1.9	(0.0)	-	-	-	-	-	-	-	-	-	1.9	1.9	(0.0)
Westchester County	-	-	-	1.8	1.8	0.0	-	-	-	-	-	-	-	-	-	1.8	1.8	0.0
Putnam County	-	-	-	0.1	0.1	(0.0)	-	-	-	-	-	-	-	-	-	0.1	0.1	(0.0)
Dutchess County	-	-	-	0.1	-	(0.1)	-	-	-	-	-	-	-	-	-	0.1	-	(0.1)
Orange County	-	-	-	0.0	0.0	0.0	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
Rockland County	-	-	-	0.0	0.0	0.0	-	-	-	-	-	-	-	-	-	0.0	0.0	0.0
CDOT Subsidies	-	-	-	28.6	34.1	5.5	-	-	-	-	-	-	-	-	-	28.6	34.1	5.5
Station Maintenance	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.0
	\$0.0	\$0.0	\$0.0	\$35.9	\$40.9	\$5.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$35.9	\$40.9	5.0
Sub-total Dedicated Taxes & State and Local Subsidies	\$642.1	\$715.4	\$73.3	\$157.8	\$161.5	\$3.7	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$98.9	\$85.4	(\$13.5)	\$888.7	\$962.3	83.5
City Subsidy to MTA Bus	-	-	-	-	-	-	-	-	-	83.3	55.5	(27.79)	-	-	-	83.3	55.5	(27.8)
Total Dedicated Taxes & State and Local Subsidies	\$642.1	\$715.4	\$73.3	\$157.8	\$161.5	\$3.7	\$0.0	\$0.0	\$0.0	\$83.3	\$55.5	(\$27.8)	\$98.9	\$85.4	(\$13.5)	\$982.0	\$1,017.8	35.8
Inter-Agency Subsidy Transactions																		
B&T Operating Surplus Transfer	48.9	46.1	(0.8)	74.9	87.4	12.5	-	-	-	-	-	-	-	-	-	121.8	133.5	11.7
	\$48.9	\$46.1	(\$0.8)	\$74.9	\$87.4	\$12.5	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$121.8	\$133.5	11.7
Total Cash Subsidies	\$689.0	\$761.5	\$72.6	\$232.7	\$248.9	\$16.2	\$0.0	\$0.0	\$0.0	\$83.3	\$55.5	(\$27.8)	\$98.9	\$85.4	(\$13.5)	\$1,103.8	\$1,151.3	47.5

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

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2014 Adopted Budget
Consolidated Subsidy Cash
Explanation of Variances
(\$ in millions)

March 2014

Cash Subsidies	Variance \$	Variance %	Explanations
Dedicated Taxes			
Petroleum Business Tax	14.6	33.9%	The favorable variances for the month and YTD were partially due to timing-related "catch-up" from 2013, which ended with unfavorable receipts of \$6.7 million. Collections are being monitored closely to determine how much of the remaining favorable variance was real or represented earlier-than-anticipated receipt of 2014 collections.
MRT ^(b) 1 (Gross)	(8.3)	(36.0%)	MRT-1 cash receipts were below the budget for the month and year-to-date due to lower-than-expected mortgage activity.
MRT ^(b) 2 (Gross)	(4.0)	(38.5%)	MRT-2 cash receipts were below the budget for the month and year-to-date due to lower-than-expected mortgage activity.
Urban Tax	(13.4)	(30.3%)	The unfavorable cash variance for the month was due to weaker than expected real estate activity in New York City in March. Year-to-date results are favorable, reflecting strong overall real estate activity in New York City for the first quarter of the year.
Payroll Mobility Tax	11.8	12.6%	The favorable cash variance was due to higher than expected receipts for the month due to timing of payment. YTD receipts are slightly unfavorable.
MTA Aid ^(d)	(7.1)	(9.1%)	The unfavorable variance was due primarily to payment timing delays. Late first quarter payments will be included with the next quarterly payment.
New York City	(0.5)	(100.0%)	The unfavorable variance was primarily due to the timing of payment.
Suffolk County	(1.9)	(100.0%)	The unfavorable variance was primarily due to the timing of payment.
Dutchess County	(0.1)	(100.0%)	The unfavorable variance was primarily due to the timing of payment.
CDOT Subsidies	(8.7)	(89.1%)	The unfavorable variance for the month was primarily due to timing.
City Subsidy to MTA Bus	(27.8)	(60.0%)	The unfavorable variance was mostly timing related. Drawdowns are related to the timing of cash obligations for MTA Bus.
B&T Operating Surplus Transfer	37.8	> 100%	The favorable variance was due mostly timing of transfer. YTD receipts are closer to the budget.

Year-to-Date

Cash Subsidies	Variance \$	Variance %	Explanations
Petroleum Business Tax	14.7	10.3%	See explanation for the month.
MRT ^(b) 1 (Gross)	(8.5)	-9.5%	See explanation for the month.
MRT ^(b) 2 (Gross)	(8.2)	-26.3%	See explanation for the month.
Urban Tax	73.2	55.4%	See explanation for the month.
Payroll Mobility Tax	(8.5)	(2.1%)	See explanation for the month.
MTA Aid ^(d)	(7.1)	(9.1%)	See explanation for the month.
CDOT Subsidies	5.5	19.3%	See explanation for the month.
City Subsidy to MTA Bus	(27.8)	(33.4%)	See explanation for the month.
B&T Operating Surplus Transfer	11.7	9.6%	See explanation for the month.

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2014 Adopted Budget
Total Positions by Function and Agency
March 2014

Category	Adopted Budget	Actual	Favorable/ (Unfavorable)
Total Positions	67,951	66,279	1,672
NYC Transit	46,869	46,178	691
Long Island Rail Road	7,046	8,827	219
Metro-North Railroad	6,396	6,117	279
Bridges & Tunnels	1,746	1,536	210
Headquarters	1,765	1,638	127
Staten Island Railway	292	284	8
Capital Construction Company	133	121	12
Bus Company	3,704	3,578	127
Non-reimbursable	61,206	60,588	618
NYC Transit	42,037	42,020	17
Long Island Rail Road	6,044	6,037	7
Metro-North Railroad	5,855	5,713	143
Bridges & Tunnels	1,658	1,448	210
Headquarters	1,704	1,585	119
Staten Island Railway	268	263	5
Capital Construction Company	-	-	-
Bus Company	3,640	3,523	118
Reimbursable	6,745	5,691	1,054
NYC Transit	4,832	4,158	674
Long Island Rail Road	1,002	790	212
Metro-North Railroad	541	405	136
Bridges & Tunnels	88	88	-
Headquarters	61	53	8
Staten Island Railway	24	21	3
Capital Construction Company	133	121	12
Bus Company	64	55	9
Total Full Time	67,769	66,008	1,761
NYC Transit	46,703	45,925	778
Long Island Rail Road	7,046	8,827	219
Metro-North Railroad	6,395	6,116	279
Bridges & Tunnels	1,746	1,536	210
Headquarters	1,765	1,638	127
Staten Island Railway	292	284	8
Capital Construction Company	133	121	12
Bus Company	3,689	3,561	129
Total Full-Time Equivalents	182	271	(89)
NYC Transit	166	253	(87)
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
February Financial Plan - 2014 Adopted Budget
Total Positions by Function and Agency
March 2014

Function/Agency	Adopted Budget	Actual	Favorable/ (Unfavorable)
Administration	4,279	4,029	251
NYC Transit	1,788	1,787	1
Long Island Rail Road	658	629	29
Metro-North Railroad	599	507	93
Bridges & Tunnels	84	81	3
Headquarters	965	867	98
Staten Island Railway	25	25	-
Capital Construction Company	16	15	1
Bus Company	144	118	26
Operations	29,724	29,093	631
NYC Transit	22,288	21,930	358
Long Island Rail Road	2,359	2,292	67
Metro-North Railroad	1,788	1,773	16
Bridges & Tunnels	769	617	152
Headquarters	-	-	-
Staten Island Railway	91	92	(1)
Capital Construction Company	-	-	-
Bus Company	2,429	2,390	40
Maintenance	30,320	29,692	628
NYC Transit	20,893	20,598	295
Long Island Rail Road	3,894	3,785	99
Metro-North Railroad	3,899	3,744	155
Bridges & Tunnels	403	382	21
Headquarters	-	-	-
Staten Island Railway	155	149	6
Capital Construction Company	-	-	-
Bus Company	1,076	1,024	52
Engineering/Capital	1,915	1,836	80
NYC Transit	1,274	1,288	(14)
Long Island Rail Road	135	111	24
Metro-North Railroad	110	95	16
Bridges & Tunnels	221	188	33
Headquarters	-	-	-
Staten Island Railway	21	18	3
Capital Construction Company	117	106	11
Bus Company	37	30	7
Public Safety	1,713	1,630	83
NYC Transit	626	575	51
Long Island Rail Road	-	-	-
Metro-North Railroad	-	-	-
Bridges & Tunnels	269	268	1
Headquarters	800	771	29
Staten Island Railway	-	-	-
Capital Construction Company	-	-	-
Bus Company	18	16	2
Total Positions	67,951	66,279	1,672

METROPOLITAN TRANSPORTATION AUTHORITY
February Financial Plan - 2014 Adopted Budget
Total Positions by Function and Occupational Group
March 2014

FUNCTION/OCCUPATIONAL GROUP	Adopted Budget	Actual	Variance Favorable/ (Unfavorable)
Administration	4,279	4,029	251
Managers/Supervisors	1,728	1,503	226
Professional, Technical, Clerical	2,518	2,503	15
Operational Hourlies	32	23	9
Operations	29,724	29,093	631
Managers/Supervisors	3,414	3,288	126
Professional, Technical, Clerical	985	964	22
Operational Hourlies	25,326	24,842	484
Maintenance	30,320	29,692	628
Managers/Supervisors	5,367	5,128	238
Professional, Technical, Clerical	1,868	1,788	80
Operational Hourlies	23,086	22,775	310
Engineering/Capital	1,915	1,836	80
Managers/Supervisors	551	502	49
Professional, Technical, Clerical	1,347	1,319	28
Operational Hourlies	17	15	2
Public Safety	1,713	1,630	83
Managers/Supervisors	309	273	36
Professional, Technical, Clerical	147	127	20
Operational Hourlies	1,257	1,230	27
Total Positions	67,951	66,279	1,672
Managers/Supervisors	11,369	10,694	675
Professional, Technical, Clerical	6,865	6,701	165
Operational Hourlies	49,717	48,885	832

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

	Current Month Stabilization Fund			Year to Date Stabilization Fund		
	Commuter (General Fd)	Transit (TA Stab)	Total	Commuter (General Fd)	Transit (TA Stab)	Total
	From Date: To Date:	03/01/14 03/31/14	03/01/14 03/31/14	01/01/14 03/31/14	01/01/14 03/31/14	01/01/14 03/31/14
Opening Balance	\$36,753	\$89,790	\$126,543	\$190,129	\$179,796	\$369,925
RECEIPTS						
Interest Earnings	0.004	0.013	0.017	0.033	0.034	0.067
New York State						
State and regional mass transit taxes - MMTOA	3,920	-3,920	0.000	3,920	-3,920	0.000 *
MTTF	8,625	48,874	57,499	23,604	133,758	157,362
Total Dedicated Taxes Received	12,545	44,954	57,499	27,525	129,837	157,362
Less DTF Debt Service	6,629	30,713	37,341	19,065	92,778	111,843
Net Dedicated Taxes for Operations	5,917	14,241	20,158	8,459	37,059	45,519
Payroll Mobility Tax	37,818	174,855	212,673	37,818	251,823	289,641
MTA Aid Trust Taxes	0.000	0.000	0.000	0.000	0.000	0.000
Operating Assistance - 18b	0.000	0.000	0.000	0.000	0.000	0.000
NYS School Fares	0.000	0.000	0.000	0.000	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	\$43,734	\$189,096	\$232,831	\$46,277	\$295,195	\$341,472
Local						
Dutchess County						
Operating Assistance - 18b	\$0.000	n/a	\$0.000	\$0.000	n/a	\$0.000
Station Maintenance	0.000	n/a	0.000	0.000	n/a	0.000
Nassau County						
Operating Assistance - 18b	2,896	n/a	2,896	2,896	n/a	2,896
Station Maintenance	0.000	n/a	0.000	0.000	n/a	0.000
New York City						
Operating Assistance - 18b	0.000	0.000	0.000	0.000	0.000	0.000
Urban - Real Property & Mortgage Recording Tax	n/a	30,695	30,695	n/a	205,445	205,445
Additional Assistance New York City	n/a	0.000	0.000	n/a	0.000	0.000
Station Maintenance	0.000	n/a	0.000	0.000	n/a	0.000
Orange County						
Operating Assistance - 18b	0.000	n/a	0.000	0.037	n/a	0.037
Station Maintenance	0.000	n/a	0.000	0.000	n/a	0.000
Putnam County						
Operating Assistance - 18b	0.000	n/a	0.000	0.095	n/a	0.095
Station Maintenance	0.000	n/a	0.000	0.000	n/a	0.000
Rockland County						
Operating Assistance - 18b	0.000	n/a	0.000	0.015	n/a	0.015
Station Maintenance	0.000	n/a	0.000	0.000	n/a	0.000
Suffolk County						
Operating Assistance - 18b	0.000	n/a	0.000	1,879	n/a	1,879
Station Maintenance	0.000	n/a	0.000	0.000	n/a	0.000
Westchester County						
Operating Assistance - 18b	0.000	n/a	0.000	1,836	n/a	1,836
Station Maintenance	0.000	n/a	0.000	0.000	n/a	0.000
Total - Local	\$2,896	\$30,695	\$33,591	\$6,757	\$205,445	\$212,203

XI - 23

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:	03/01/14	03/01/14	03/01/14	01/01/14	01/01/14	01/01/14
To Date:	03/31/14	03/31/14	03/31/14	03/31/14	03/31/14	03/31/14
<u>MTA Bridges and Tunnels- Surplus Transfers</u>	41.145	24.445	65.590	87.394	46.132	133.526
Total Subsidy and Other Receipts	\$87.775	\$244.237	\$332.012	\$140.429	\$546.772	\$687.201
<u>MTA Sources for Interagency Loans</u>						
B&T Necessary Reconstruction Reserve	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000
MTA Capital Program - Non-Resolution Funds	0.000	0.000	0.000	0.000	0.000	0.000
MRT-2 Corporate Account	0.000	0.000	0.000	0.000	0.000	0.000
2012 OPEB Loan	0.000	0.000	0.000	0.000	0.000	0.000
Total Loans	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000
Total Receipts and Loans Received	\$87.779	\$244.250	\$332.029	\$140.462	\$546.806	\$687.268

Continued on Next Page

Continued on Next Page

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

	Current Month Stabilization Fund			Year to Date Stabilization Fund		
	Commuter (General Fd)	Transit (TA Stab)	Total	Commuter (General Fd)	Transit (TA Stab)	Total
	From Date: 03/01/14 To Date: 03/31/14	03/01/14 03/31/14	03/01/14 03/31/14	01/01/14 03/31/14	01/01/14 03/31/14	01/01/14 03/31/14
<u>Brought forward from prior page</u>						
Opening Balance	536,753	589,790	\$126,543	\$190,129	\$179,796	\$369,925
Total Receipts and Loans Received	87,779	244,250	332,029	140,462	546,806	687,268
Total Cash and Receipts Available	\$124,532	\$334,039	\$458,572	\$330,591	\$726,602	\$1,057,193
<u>DISBURSEMENTS</u>						
<u>Revenue Supported Debt Service</u>	47,125	77,494	124,619	116,559	192,189	308,748
<u>Agency Operations</u>						
MTA Long Island Railroad	60,650	0,000	60,650	162,050	0,000	162,050
MTA Metro-North Rail Road	25,138	0,000	25,138	60,363	0,000	60,363
MTA New York City Transit	0,000	152,575	152,575	0,000	429,543	429,543
MTA NYCT for SIRTOA	0,000	0,000	0,000	0,000	0,900	0,900
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	\$132,913	\$230,069	\$362,982	\$338,972	\$622,632	\$961,603
<u>Repayment of Interagency Loans</u>						
B&T Necessary Reconstruction Reserve	0,000	0,000	0,000	0,000	0,000	0,000
MTA Capital Program - Non-Resolution Funds	0,000	0,000	0,000	0,000	0,000	0,000
MRT-2 Corporate Account	0,000	0,000	0,000	0,000	0,000	0,000
2012 OPEB Loan	0,000	0,000	0,000	0,000	0,000	0,000
Total Loans Payback	\$0,000	\$0,000	\$0,000	\$0,000	\$0,000	\$0,000
Total Disbursements	\$132,913	\$230,069	\$362,982	\$338,972	\$622,632	\$961,603
<u>STABILIZATION FUND BALANCE</u>	<u>-\$8,381</u>	<u>\$103,970</u>	<u>\$95,589</u>	<u>-\$8,381</u>	<u>\$103,970</u>	<u>\$95,589</u>
<u>Ending Loan Balances</u>						
B&T Necessary Reconstruction Reserve	0,000	0,000	0,000	0,000	0,000	0,000
MTA Capital Program - Non-Resolution Funds	0,000	200,000	200,000	0,000	200,000	200,000
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
	\$0,000	\$200,000	\$200,000	\$0,000	\$200,000	\$200,000
<u>End of Month NYCT Operating Fund borrowing from MTA Invest Pool not included in Ending Loan Balances above</u>	n/a	\$558,454	\$558,454	n/a	\$558,454	\$558,454
Total Loan Balances (including negative Operating and Stabilization Fund Balances)				\$0,000	\$758,454	\$758,454

* Note. 2013 MMTOA was reallocated from Transit to Commuter to match actual appropriation.

**METROPOLITAN TRANSPORTATION AUTHORITY
FAREBOX RECOVERY AND FAREBOX OPERATING RATIOS
2014 ADOPTED BUDGET AND ACTUALS
MARCH 2014**

FAREBOX RECOVERY RATIOS		
	2014 <u>Adopted Budget</u>	2014 <u>YTD Actual</u>
New York City Transit	38.0%	39.9%
Staten Island Railway	12.2%	11.3%
Long Island Rail Road	31.5%	30.2%
Metro-North Railroad	42.5%	41.7%
Bus Company	<u>30.9%</u>	<u>29.1%</u>
MTA Agency Average	37.2%	38.1%

FAREBOX OPERATING RATIOS		
	2014 <u>Adopted Budget</u>	2014 <u>YTD Actual</u>
New York City Transit	59.3%	64.0%
Staten Island Railway	17.7%	16.3%
Long Island Rail Road	45.5%	45.3%
Metro-North Railroad	59.8%	56.2%
Bus Company	<u>37.1%</u>	<u>35.2%</u>
MTA Agency Average	56.0%	58.4%

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.

In the agenda materials for the Meeting of the Metro-North and Long Island Committees, the calculations of the farebox operating and recovery ratios for the LIRR and MNR use a revised methodology to put the railroads on a more comparable basis. Those statistics, which are included in the respective financial and ridership reports of both Agencies, differ from the statistics presented in this table.



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 March, 2014

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

Tuesday, April 29, 2014

Metropolitan Transportation Authority

March

Revenue Passengers	2012	2013	Percent Change	2014	Percent Change
MTA New York City Transit	208,660,641	199,523,012	-4.38%	207,559,109	4.03%
MTA New York City Subway	147,401,147	142,325,996	-3.44%	148,352,230	4.23%
MTA New York City Bus	61,259,494	57,197,015	-6.63%	59,206,879	3.51%
MTA Staten Island Railway	415,419	342,829	-17.47%	373,931	9.07%
MTA Long Island Rail Road	7,102,378	6,897,877	-2.88%	6,983,094	1.24%
MTA Metro-North Railroad	7,145,214	6,961,373	-2.57%	6,819,239	-2.04%
<i>East of Hudson</i>	6,994,606	6,827,778	-2.39%	6,684,169	-2.10%
Harlem Line	2,321,334	2,262,610	-2.53%	2,225,318	-1.65%
Hudson Line	1,343,474	1,316,583	-2.00%	1,288,797	-2.11%
New Haven Line	3,329,798	3,248,585	-2.44%	3,170,054	-2.42%
<i>West of Hudson</i>	150,608	133,595	-11.30%	135,070	1.10%
Port Jervis Line	93,911	82,466	-12.19%	81,892	-0.70%
Pascack Valley Line	56,697	51,129	-9.82%	53,178	4.01%
MTA Bus Company	11,049,329	10,509,736	-4.88%	10,799,880	2.76%
MTA Bridges & Tunnels	23,927,645	23,376,021	-2.31%	23,431,715	0.24%
Total All Agencies	234,372,981	224,234,827	-4.33%	232,535,253	3.70%
<i>(Excludes Bridges & Tunnels)</i>					
Weekdays:	22	22		21	
Holidays:	0	0		0	
Weekend Days:	9	9		10	
Days	31	31		31	

Tuesday, April 29, 2014

Metropolitan Transportation Authority

March

Revenue Passengers Year to Date	2012	2013	Percent Change	2014	Percent Change
MTA New York City Transit	581,993,953	572,952,893	-1.55%	573,794,898	0.15%
MTA New York City Subway	412,595,034	407,305,517	-1.28%	415,302,020	1.96%
MTA New York City Bus	169,398,919	165,647,376	-2.21%	158,492,878	-4.32%
MTA Staten Island Railway	1,168,217	1,024,638	-12.29%	1,046,726	2.16%
MTA Long Island Rail Road	19,907,064	19,546,824	-1.81%	19,656,207	0.56%
MTA Metro-North Railroad	20,078,679	19,634,513	-2.21%	19,309,473	-1.66%
<i>East of Hudson</i>	19,667,618	19,271,110	-2.02%	18,929,016	-1.78%
Harlem Line	6,524,273	6,424,842	-1.52%	6,319,751	-1.64%
Hudson Line	3,773,586	3,718,473	-1.46%	3,652,913	-1.76%
New Haven Line	9,369,759	9,127,795	-2.58%	8,956,352	-1.88%
<i>West of Hudson</i>	411,061	363,403	-11.59%	380,457	4.69%
Port Jervis Line	256,247	225,585	-11.97%	230,953	2.38%
Pascack Valley Line	154,814	137,818	-10.98%	149,504	8.48%
MTA Bus Company	30,475,916	30,465,910	-0.03%	29,227,649	-4.06%
MTA Bridges & Tunnels	66,984,337	65,498,214	-2.22%	62,892,959	-3.98%
Total All Agencies	653,623,829	643,624,778	-1.53%	643,034,952	-0.09%
<i>(Excludes Bridges & Tunnels)</i>					
Weekdays:	62	62		61	
Holidays:	3	3		3	
Weekend Days:	26	25		26	
Days	91	90		90	

Tuesday, April 29, 2014

Metropolitan Transportation Authority

March

12 Month Averages	2012	2013	Percent Change	2014	Percent Change
MTA New York City Transit	193,902,856	192,787,652	-0.58%	198,830,596	3.13%
MTA New York City Subway	137,904,177	137,441,062	-0.34%	142,962,685	4.02%
MTA New York City Bus	55,998,679	55,346,590	-1.16%	55,867,911	0.94%
MTA Staten Island Railway	386,130	358,466	-7.16%	353,554	-1.37%
MTA Long Island Rail Road	6,847,957	6,782,779	-0.95%	6,957,791	2.58%
MTA Metro-North Railroad	6,930,578	6,875,789	-0.79%	6,921,122	0.66%
<i>East of Hudson</i>	6,794,411	6,745,393	-0.72%	6,788,349	0.64%
Harlem Line	2,224,687	2,212,370	-0.55%	2,237,048	1.12%
Hudson Line	1,327,113	1,316,498	-0.80%	1,317,667	0.09%
New Haven Line	3,242,612	3,216,525	-0.80%	3,233,634	0.53%
<i>West of Hudson</i>	136,167	130,396	-4.24%	132,773	1.82%
Port Jervis Line	86,374	82,410	-4.59%	82,394	-0.02%
Pascack Valley Line	49,793	47,985	-3.63%	50,379	4.99%
MTA Bus Company	10,091,305	10,072,316	-0.19%	10,309,410	2.35%
MTA Bridges & Tunnels	23,831,401	23,427,099	-1.70%	23,493,521	0.28%
Total All Agencies	218,158,826	216,877,001	-0.59%	223,372,473	3.00%
<i>(Excludes Bridges & Tunnels)</i>					
Weekdays:	22	22		21	
Holidays:	0	0		0	
Weekend Days:	9	9		10	
Days	31	31		31	

Tuesday, April 29, 2014

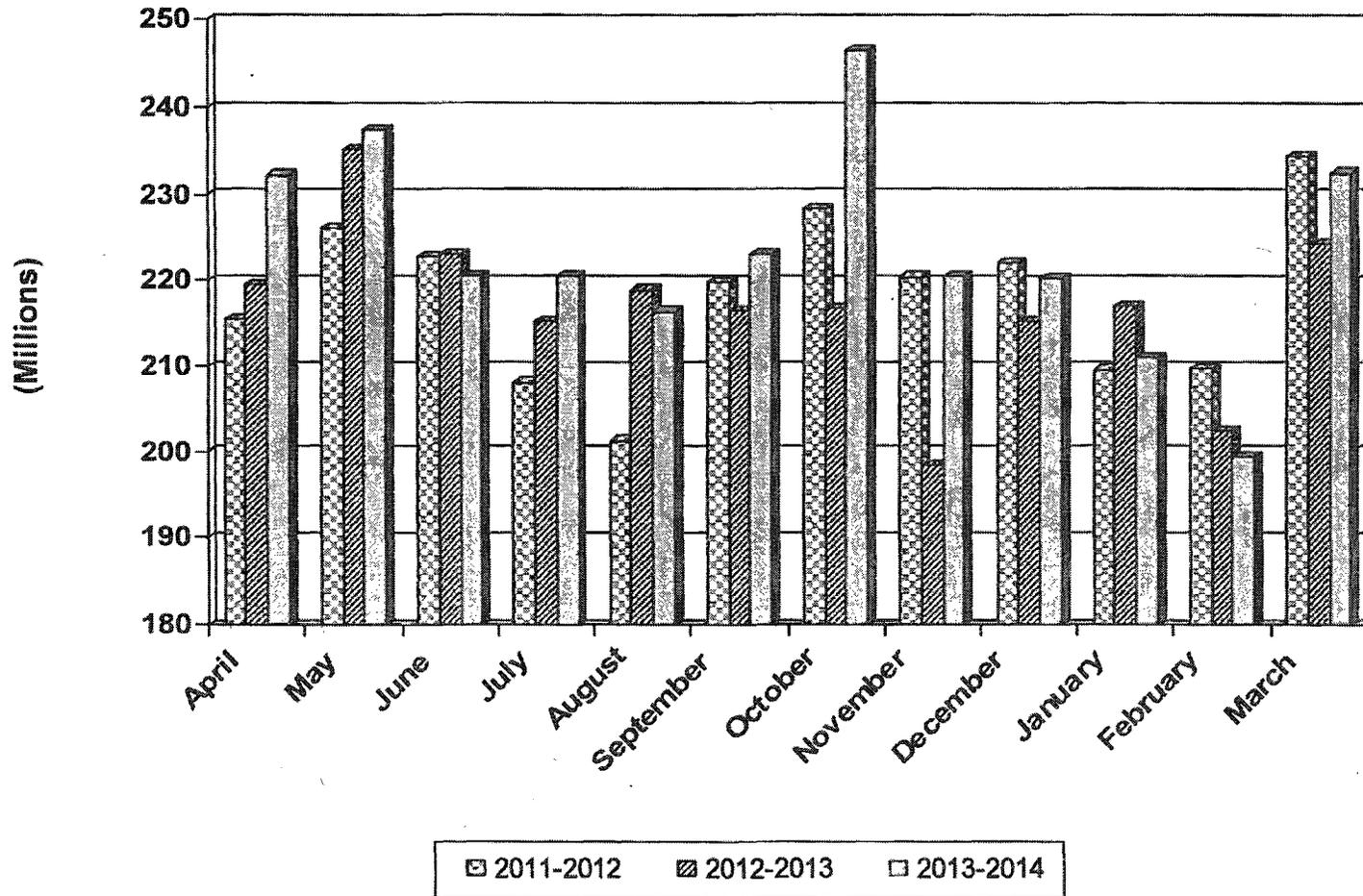
Metropolitan Transportation Authority

March

Average Weekday Passengers	2012	2013	Percent Change	2014	Percent Change
MTA New York City Transit	7,833,237	7,581,779	-3.21%	7,949,180	4.85%
MTA New York City Subway	5,530,836	5,415,926	-2.08%	5,689,511	5.05%
MTA New York City Bus	2,302,401	2,165,853	-5.93%	2,259,669	4.33%
MTA Staten Island Railway	16,934	14,523	-14.23%	16,052	10.52%
MTA Long Island Rail Road	286,263	287,601	0.47%	291,919	1.50%
MTA Metro-North Railroad	282,429	282,708	0.10%	279,112	-1.27%
<i>East of Hudson</i>	275,580	276,352	0.28%	272,688	-1.33%
Harlem Line	91,890	92,083	0.21%	91,373	-0.77%
Hudson Line	52,943	53,273	0.62%	52,564	-1.33%
New Haven Line	130,747	130,996	0.19%	128,751	-1.71%
<i>West of Hudson</i>	6,849	6,356	-7.20%	6,424	1.07%
Port Jervis Line	4,271	3,922	-8.16%	3,894	-0.73%
Pascack Valley Line	2,578	2,433	-5.61%	2,530	3.97%
MTA Bus Company	423,988	408,385	-3.68%	421,394	3.19%
MTA Bridges & Tunnels	797,238	776,880	-2.55%	780,622	0.48%
Total All Agencies	8,842,851	8,574,997	-3.03%	8,957,657	4.46%
<i>(Excludes Bridges & Tunnels)</i>					
Weekdays:	22	22		21	
Holidays:	0	0		0	
Weekend Days:	9	9		10	
Days	31	31		31	

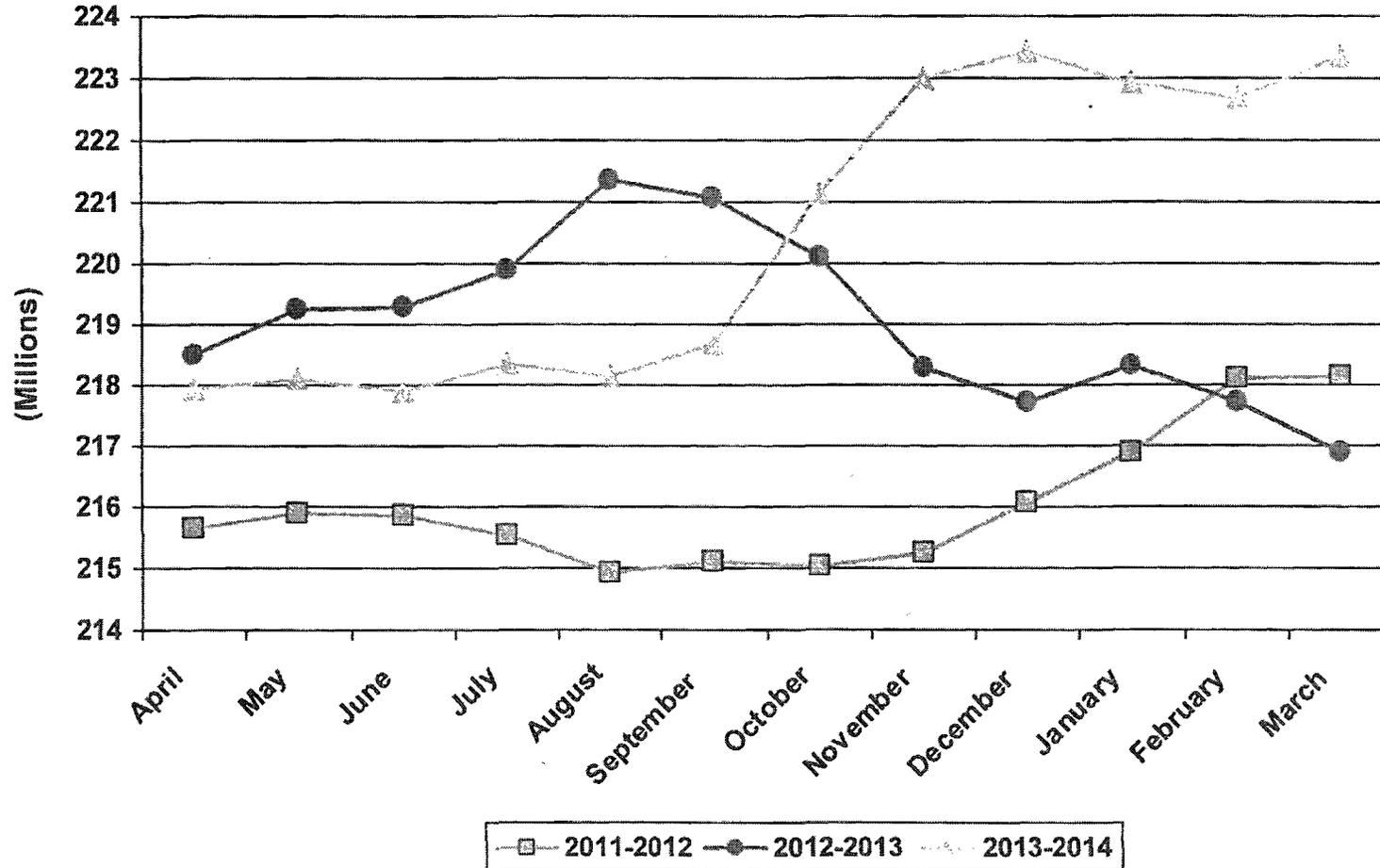
Tuesday, April 29, 2014

Metropolitan Transportation Authority Revenue Passengers



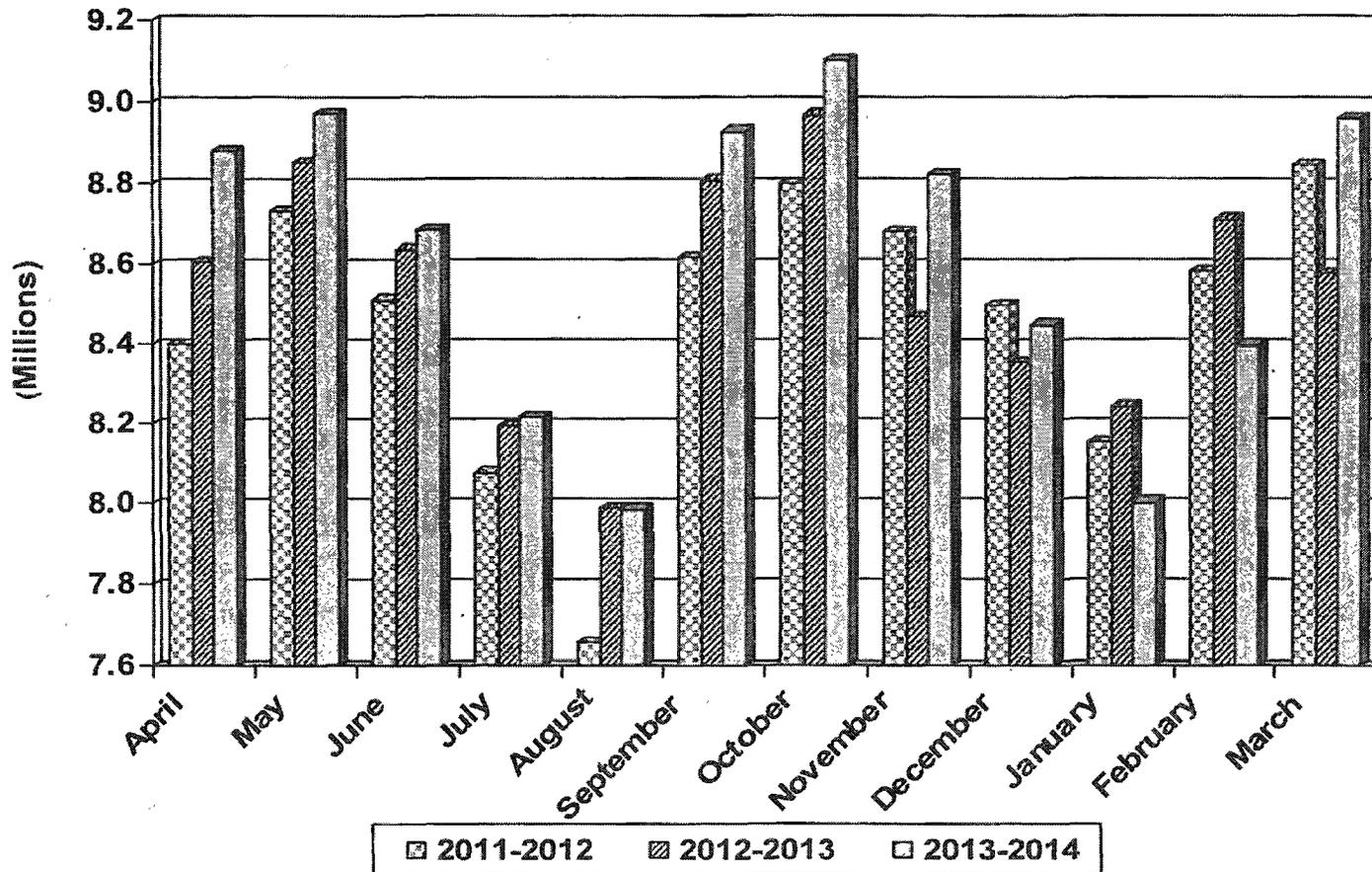
XI - 32

Metropolitan Transportation Authority 12 Month Averages



XI - 33

Metropolitan Transportation Authority Average Weekday Passengers



XI - 34

Metropolitan Transportation Authority

Revenue Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	215,451,398	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%	220,562,209	2.46%
August	201,253,463	218,936,858	8.79%	216,372,684	-1.17%
September	219,746,517	216,478,722	-1.49%	223,125,464	3.07%
October	228,305,740	216,776,585	-5.05%	246,469,549	13.70%
November	220,397,845	198,318,886	-10.02%	220,519,382	11.19%
December	222,101,017	215,239,725	-3.09%	220,249,751	2.33%
January	209,555,965	217,053,049	3.58%	211,059,539	-2.76%
February	209,694,883	202,336,902	-3.51%	199,440,160	-1.43%
March	234,372,981	224,234,827	-4.33%	232,535,253	3.70%
12 Month Ave	218,158,826	216,877,001	-0.59%	223,372,473	3.00%
Year-to-Date	653,623,829	643,624,778	-1.53%	643,034,952	-0.09%

12 Month Averages					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%	218,339,454	-0.70%
August	214,944,285	221,355,023	2.98%	218,125,773	-1.46%
September	215,101,331	221,082,706	2.78%	218,679,668	-1.09%
October	215,041,777	220,121,943	2.36%	221,154,082	0.47%
November	215,266,775	218,282,030	1.40%	223,004,123	2.16%
December	216,064,856	217,710,256	0.76%	223,421,626	2.62%
January	216,888,138	218,335,013	0.67%	222,922,166	2.10%
February	218,096,695	217,721,848	-0.17%	222,680,771	2.28%
March	218,158,826	216,877,001	-0.59%	223,372,473	3.00%

Average Weekday Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%	8,215,514	0.24%
August	7,658,394	7,988,999	4.32%	7,986,317	-0.03%
September	8,616,006	8,806,848	2.21%	8,926,977	1.36%
October	8,797,407	8,967,293	1.93%	9,100,947	1.49%
November	8,677,409	8,467,584	-2.42%	8,823,310	4.20%
December	8,498,027	8,354,545	-1.69%	8,448,996	1.13%
January	8,152,931	8,243,726	1.11%	8,003,882	-2.91%
February	8,584,526	8,711,277	1.48%	8,397,246	-3.60%
March	8,842,851	8,574,997	-3.03%	8,957,657	4.46%

MTA New York City Transit

Revenue Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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	190,765,785	3.54%	195,519,881	2.49%
August	178,166,924	193,724,876	8.73%	191,741,194	-1.02%
September	195,244,293	192,555,771	-1.38%	198,671,419	3.18%
October	203,261,681	192,892,768	-5.10%	219,617,281	13.85%
November	195,963,623	176,579,235	-9.89%	196,664,216	11.37%
December	197,113,772	191,153,756	-3.02%	195,693,862	2.38%
January	186,528,933	193,074,487	3.51%	188,180,224	-2.53%
February	186,804,379	180,355,395	-3.45%	178,055,564	-1.28%
March	208,660,641	199,523,012	-4.38%	207,559,109	4.03%
12 Month Ave	193,902,856	192,787,652	-0.58%	198,830,596	3.13%
Year-to-Date	581,993,953	572,952,893	-1.55%	573,794,898	0.15%

12 Month Averages					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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	191,685,888	195,444,731	1.96%	194,136,965	-0.67%
August	191,178,541	196,741,227	2.91%	193,971,658	-1.41%
September	191,317,048	196,517,184	2.72%	194,481,295	-1.04%
October	191,254,871	195,653,107	2.30%	196,708,338	0.54%
November	191,439,959	194,037,742	1.36%	198,382,087	2.24%
December	192,145,726	193,541,074	0.73%	198,760,429	2.70%
January	192,825,292	194,086,537	0.65%	198,352,574	2.20%
February	193,866,036	193,549,121	-0.16%	198,160,921	2.38%
March	193,902,856	192,787,652	-0.58%	198,830,596	3.13%

Average Weekday Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	7,440,152	7,618,738	2.40%	7,867,227	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%	7,246,503	0.36%
August	6,758,450	7,040,545	4.17%	7,040,270	0.00%
September	7,616,195	7,776,340	2.10%	7,900,537	1.60%
October	7,785,087	7,993,039	2.67%	8,074,957	1.02%
November	7,658,485	7,535,218	-1.61%	7,802,540	3.55%
December	7,497,041	7,364,350	-1.77%	7,464,105	1.35%
January	7,196,814	7,279,536	1.15%	7,081,898	-2.71%
February	7,604,864	7,720,408	1.52%	7,447,829	-3.53%
March	7,833,237	7,581,779	-3.21%	7,949,180	4.85%

MTA New York City Subway

Revenue Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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	141,986,322	1.00%	141,227,567	-0.53%
July	131,263,668	137,228,468	4.54%	140,822,610	2.62%
August	127,893,199	139,253,563	8.88%	138,560,862	-0.50%
September	138,489,313	136,901,247	-1.15%	141,523,393	3.38%
October	144,166,578	137,259,455	-4.79%	156,433,315	13.97%
November	139,668,952	124,309,325	-11.00%	141,447,579	13.79%
December	142,068,824	137,471,991	-3.24%	142,566,679	3.71%
January	132,812,778	137,079,095	3.21%	137,147,363	0.05%
February	132,381,109	127,900,426	-3.38%	129,802,427	1.49%
March	147,401,147	142,325,996	-3.44%	148,352,230	4.23%
12 Month Ave	137,904,177	137,441,062	-0.34%	142,962,685	4.02%
Year-to-Date	412,595,034	407,305,517	-1.28%	415,302,020	1.96%

12 Month Averages					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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	139,306,129	2.82%	138,518,289	-0.57%
August	135,360,646	140,252,826	3.61%	138,460,564	-1.28%
September	135,673,673	140,120,487	3.28%	138,845,743	-0.91%
October	135,851,291	139,544,894	2.72%	140,443,564	0.64%
November	136,183,500	138,264,925	1.53%	141,871,752	2.61%
December	136,702,889	137,881,855	0.86%	142,296,309	3.20%
January	137,134,183	138,237,382	0.80%	142,301,998	2.94%
February	137,828,015	137,863,992	0.03%	142,460,499	3.33%
March	137,904,177	137,441,062	-0.34%	142,962,685	4.02%

Average Weekday Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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	1.91%
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%	5,116,343	0.69%
September	5,415,945	5,527,044	2.05%	5,627,647	1.82%
October	5,519,975	5,679,106	2.88%	5,750,807	1.26%
November	5,456,286	5,323,238	-2.44%	5,608,862	5.37%
December	5,392,467	5,274,755	-2.18%	5,420,212	2.76%
January	5,113,166	5,160,819	0.93%	5,159,344	-0.03%
February	5,391,274	5,466,124	1.39%	5,442,073	-0.44%
March	5,530,836	5,415,926	-2.08%	5,689,511	5.05%

MTA New York City Bus

Revenue Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	55,602,301	56,263,990	1.19%	59,905,187	6.47%
May	59,441,914	60,863,426	2.39%	60,642,837	-0.36%
June	57,097,375	56,136,145	-1.68%	54,820,616	-2.34%
July	52,980,206	53,537,317	1.05%	54,697,271	2.17%
August	50,273,725	54,471,313	8.35%	53,180,332	-2.37%
September	56,754,980	55,654,524	-1.94%	57,148,026	2.68%
October	59,095,103	55,633,313	-5.86%	63,183,966	13.57%
November	56,294,571	52,269,910	-7.15%	55,216,637	5.64%
December	55,044,948	53,681,765	-2.48%	53,127,183	-1.03%
January	53,716,155	55,995,392	4.24%	51,032,861	-8.86%
February	54,423,270	52,454,969	-3.62%	48,253,137	-8.01%
March	61,259,494	57,197,016	-6.63%	59,206,879	3.51%
12 Month Ave	55,998,679	55,346,590	-1.16%	55,867,911	0.94%
Year-to-Date	169,398,919	165,647,376	-2.21%	158,492,878	-4.32%

12 Month Averages

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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	56,476,671	56,092,176	-0.68%	55,522,013	-1.02%
July	56,202,014	56,138,602	-0.11%	55,618,676	-0.93%
August	55,817,896	56,488,401	1.20%	55,511,094	-1.73%
September	55,643,375	56,396,696	1.35%	55,635,553	-1.35%
October	55,403,579	56,108,214	1.27%	56,264,774	0.28%
November	55,256,460	55,772,817	0.93%	56,510,334	1.32%
December	55,442,837	55,659,218	0.39%	56,464,119	1.45%
January	55,691,110	55,849,155	0.28%	56,050,575	0.36%
February	56,038,021	55,685,130	-0.63%	55,700,423	0.03%
March	55,998,679	55,346,590	-1.16%	55,867,911	0.94%

Average Weekday Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	2,144,618	2,191,216	2.17%	2,277,564	3.94%
May	2,278,186	2,281,700	0.15%	2,288,264	0.29%
June	2,160,956	2,151,540	-0.44%	2,136,116	-0.72%
July	2,006,784	2,009,014	0.11%	2,005,813	-0.16%
August	1,894,630	1,959,035	3.40%	1,923,927	-1.79%
September	2,200,250	2,249,296	2.23%	2,272,890	1.05%
October	2,265,112	2,313,933	2.16%	2,324,150	0.44%
November	2,202,199	2,211,980	0.44%	2,193,679	-0.83%
December	2,104,574	2,089,596	-0.71%	2,043,893	-2.19%
January	2,083,648	2,118,717	1.68%	1,922,555	-9.26%
February	2,213,590	2,254,283	1.84%	2,005,756	-11.02%
March	2,302,401	2,165,853	-5.93%	2,259,669	4.33%

MTA Bus Company

Revenue Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	9,789,001	10,054,362	2.71%	11,045,951	9.86%
May	10,676,556	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%
September	10,248,737	10,068,914	-1.75%	10,509,491	4.38%
October	10,672,062	10,081,508	-5.53%	11,612,978	15.19%
November	10,264,991	9,520,500	-7.25%	10,156,366	6.68%
December	10,044,527	9,893,990	-1.50%	9,942,627	0.49%
January	9,672,158	10,307,130	6.56%	9,430,416	-8.51%
February	9,754,429	9,649,044	-1.08%	8,997,353	-6.75%
March	11,049,329	10,509,736	-4.88%	10,789,880	2.76%
12 Month Ave	10,091,305	10,072,316	-0.19%	10,309,410	2.35%
Year-to-Date	30,475,916	30,465,910	-0.03%	29,227,649	-4.06%

12 Month Averages

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	9,949,040	10,113,419	1.65%	10,154,949	0.41%
May	9,960,571	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%
September	9,901,305	10,196,948	2.99%	10,227,934	0.30%
October	9,892,940	10,147,736	2.58%	10,355,557	2.05%
November	9,898,487	10,085,695	1.89%	10,408,546	3.20%
December	9,948,420	10,073,150	1.25%	10,412,599	3.37%
January	10,004,699	10,126,064	1.21%	10,339,539	2.11%
February	10,077,343	10,117,282	0.40%	10,285,232	1.66%
March	10,091,305	10,072,316	-0.19%	10,309,410	2.35%

Average Weekday Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%
September	407,460	416,264	2.16%	425,744	2.28%
October	419,192	427,130	1.89%	433,829	1.57%
November	409,829	409,797	-0.01%	410,328	0.13%
December	393,111	394,582	0.37%	388,825	-1.46%
January	383,881	397,021	3.42%	361,091	-9.05%
February	405,847	424,297	4.55%	380,972	-10.21%
March	423,988	408,385	-3.68%	421,394	3.19%

MTA Staten Island Railway

Revenue Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%	348,493	-10.22%
July	327,303	328,507	0.37%	300,308	-8.58%
August	333,401	352,063	5.60%	309,082	-12.21%
September	405,022	379,807	-6.23%	367,724	-3.18%
October	425,857	401,614	-5.69%	425,014	5.83%
November	405,710	328,542	-19.02%	351,758	7.07%
December	391,429	323,327	-17.40%	347,265	7.40%
January	385,644	366,031	-5.09%	357,221	-2.41%
February	367,154	315,778	-13.99%	315,574	-0.06%
March	415,419	342,829	-17.47%	373,931	9.07%
12 Month Ave	386,130	358,466	-7.16%	353,554	-1.37%
Year-to-Date	1,168,217	1,024,638	-12.29%	1,046,726	2.16%

12 Month Averages					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	369,005	385,997	4.60%	358,493	-7.13%
May	371,839	386,328	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%	346,841	-10.30%
September	375,941	384,557	2.29%	345,834	-10.07%
October	377,428	382,537	1.35%	347,784	-8.08%
November	379,315	376,106	-0.85%	349,719	-7.02%
December	381,954	370,431	-3.02%	351,714	-5.05%
January	384,393	368,797	-4.06%	350,980	-4.83%
February	387,179	364,515	-5.85%	350,963	-3.72%
March	386,130	358,466	-7.16%	353,554	-1.37%

Average Weekday Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%	12,370	-9.78%
September	17,244	17,300	0.33%	16,402	-5.20%
October	18,063	18,225	0.90%	17,025	-6.59%
November	17,302	15,364	-11.20%	16,011	4.21%
December	16,526	14,427	-12.71%	14,815	2.69%
January	16,557	15,203	-8.17%	14,995	-1.37%
February	16,578	15,075	-9.07%	14,882	-1.28%
March	16,934	14,523	-14.23%	16,052	10.52%

MTA Long Island Rail Road

Revenue Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	6,651,960	6,858,130	3.10%	6,961,659	1.51%
May	6,739,212	7,172,588	6.43%	7,112,429	-0.84%
June	7,178,901	7,235,529	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%
September	6,887,995	6,719,248	-2.45%	6,790,701	1.06%
October	6,903,268	6,621,963	-4.07%	7,431,994	12.23%
November	6,815,374	5,607,406	-17.72%	6,666,796	18.89%
December	7,212,059	6,859,040	-4.89%	7,203,125	5.02%
January	6,431,658	6,628,268	3.06%	6,565,428	-0.95%
February	6,373,028	6,020,679	-5.53%	6,107,685	1.45%
March	7,102,378	6,897,877	-2.88%	6,983,084	1.24%
12 Month Ave	6,847,957	6,782,779	-0.95%	6,957,791	2.58%
Year-to-Date	19,907,064	19,546,824	-1.81%	19,656,207	0.56%

12 Month Averages

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%
September	6,704,129	6,966,323	3.91%	6,764,217	-2.90%
October	6,712,357	6,942,881	3.43%	6,831,719	-1.60%
November	6,733,359	6,842,217	1.62%	6,920,002	1.14%
December	6,752,273	6,812,799	0.90%	6,948,675	1.99%
January	6,797,340	6,829,183	0.47%	6,943,439	1.67%
February	6,842,052	6,799,820	-0.62%	6,950,689	2.22%
March	6,847,957	6,782,779	-0.95%	6,957,791	2.58%

Average Weekday Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	278,587	286,139	2.71%	281,100	-1.76%
May	280,553	288,384	2.79%	286,442	-0.67%
June	287,735	300,269	4.36%	302,486	0.74%
July	300,068	300,228	0.05%	293,335	-2.30%
August	266,920	286,121	7.19%	288,390	0.79%
September	288,504	304,976	5.71%	296,361	-2.82%
October	288,692	288,456	-0.08%	289,647	0.41%
November	298,001	243,193	-18.39%	304,762	25.32%
December	296,869	293,968	-0.98%	296,888	0.99%
January	281,448	279,154	-0.82%	277,061	-0.75%
February	281,543	280,121	-0.51%	282,588	0.88%
March	286,263	287,601	0.47%	291,919	1.50%

MTA Metro-North Railroad

Revenue Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	6,804,593	6,972,024	2.46%	7,106,230	1.92%
May	6,948,660	7,242,998	4.24%	7,198,299	-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%	7,300,168	1.19%
August	6,704,764	7,349,146	9.61%	7,132,265	-2.95%
September	6,960,470	6,754,982	-2.95%	6,786,130	0.46%
October	7,042,872	6,778,733	-3.75%	7,382,282	8.90%
November	6,948,147	6,283,202	-9.57%	6,680,246	6.32%
December	7,339,230	7,009,613	-4.49%	7,062,872	0.76%
January	6,537,572	6,677,133	2.13%	6,526,250	-2.26%
February	6,395,893	5,996,007	-6.25%	5,963,984	-0.53%
March	7,145,214	6,961,373	-2.57%	6,819,239	-2.04%
12 Month Ave	6,930,578	6,875,789	-0.79%	6,921,122	0.66%
Year-to-Date	20,078,679	19,634,513	-2.21%	19,309,473	-1.66%

12 Month Averages					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%
September	6,802,908	7,017,694	3.16%	6,860,388	-2.24%
October	6,804,181	6,995,683	2.81%	6,910,684	-1.22%
November	6,815,655	6,940,270	1.83%	6,943,771	0.05%
December	6,836,482	6,912,802	1.12%	6,948,209	0.51%
January	6,876,414	6,924,432	0.70%	6,935,635	0.16%
February	6,924,085	6,891,109	-0.48%	6,932,967	0.61%
March	6,930,578	6,875,789	-0.79%	6,921,122	0.68%

Average Weekday Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	280,302	286,303	2.14%	285,330	-0.34%
May	283,162	285,774	0.92%	284,942	-0.29%
June	293,413	296,618	1.09%	298,379	0.59%
July	290,510	290,489	-0.01%	287,876	-0.90%
August	266,109	280,806	5.52%	279,246	-0.56%
September	286,603	291,967	1.87%	287,934	-1.38%
October	286,373	260,443	-9.05%	285,489	9.62%
November	293,791	264,012	-10.14%	289,669	9.72%
December	294,479	287,219	-2.47%	284,363	-0.99%
January	274,231	272,812	-0.52%	268,837	-1.46%
February	275,694	271,377	-1.57%	270,975	-0.15%
March	282,429	282,708	0.10%	279,112	-1.27%

East of Hudson

Revenue Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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	7,062,979	3.04%	7,156,528	1.32%
August	6,551,648	7,192,537	9.78%	6,995,610	-2.74%
September	6,860,460	6,618,194	-3.53%	6,659,062	0.62%
October	6,945,233	6,639,905	-4.40%	7,241,822	9.07%
November	6,851,079	6,211,788	-9.33%	6,556,763	5.55%
December	7,201,122	6,901,054	-4.17%	6,927,541	0.38%
January	6,407,976	6,559,573	2.37%	6,398,208	-2.46%
February	6,265,036	5,883,759	-6.09%	5,846,639	-0.63%
March	6,994,606	6,827,778	-2.39%	6,684,169	-2.10%
12 Month Ave	6,794,411	6,745,393	-0.72%	6,788,349	0.64%
Year-to-Date	19,667,618	19,271,110	-2.02%	18,929,016	-1.78%

12 Month Averages

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	6,619,966	6,809,710	2.87%	6,757,193	-0.77%
May	6,637,299	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	-1.46%
August	6,637,166	6,902,348	4.00%	6,732,336	-2.46%
September	6,651,067	6,882,159	3.47%	6,735,742	-2.13%
October	6,657,561	6,856,715	2.99%	6,785,901	-1.03%
November	6,673,977	6,803,441	1.94%	6,814,649	0.16%
December	6,697,032	6,778,435	1.22%	6,816,857	0.57%
January	6,737,950	6,791,068	0.79%	6,803,409	0.18%
February	6,786,217	6,759,295	-0.40%	6,800,316	0.61%
March	6,794,411	6,745,393	-0.72%	6,788,349	0.64%

Average Weekday Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	272,859	279,630	2.48%	279,287	-0.12%
May	275,544	279,003	1.26%	278,696	-0.11%
June	286,011	289,538	1.23%	291,596	0.71%
July	282,626	283,280	0.23%	281,333	-0.69%
August	258,877	273,982	5.83%	273,031	-0.35%
September	281,839	284,787	1.05%	281,588	-1.12%
October	281,728	253,501	-10.02%	279,371	10.21%
November	288,936	260,337	-9.90%	283,176	8.77%
December	287,900	281,798	-2.12%	277,914	-1.38%
January	267,748	267,204	-0.20%	262,725	-1.68%
February	269,157	265,484	-1.36%	264,816	-0.25%
March	275,580	276,352	0.28%	272,688	-1.33%

Harlem Line

Revenue Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%
September	2,253,778	2,162,096	-4.07%	2,201,297	1.81%
October	2,283,643	2,180,347	-4.52%	2,436,355	11.74%
November	2,247,234	2,068,664	-7.95%	2,160,739	4.45%
December	2,343,967	2,254,289	-3.83%	2,303,474	2.18%
January	2,127,333	2,182,967	2.62%	2,136,239	-2.14%
February	2,075,606	1,979,265	-4.64%	1,958,194	-1.06%
March	2,321,334	2,262,610	-2.53%	2,225,318	-1.65%
12 Month Ave	2,224,687	2,212,370	-0.55%	2,237,048	1.12%
Year-to-Date	6,524,273	6,424,842	-1.52%	6,319,751	-1.64%

12 Month Averages					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%	2,215,865	-1.19%
August	2,184,465	2,259,258	3.42%	2,209,433	-2.21%
September	2,188,431	2,251,618	2.69%	2,212,700	-1.73%
October	2,189,101	2,243,010	2.46%	2,234,034	-0.40%
November	2,193,125	2,228,129	1.60%	2,241,707	0.61%
December	2,197,013	2,220,656	1.08%	2,245,806	1.13%
January	2,209,703	2,225,292	0.71%	2,241,912	0.75%
February	2,223,250	2,217,264	-0.27%	2,240,156	1.03%
March	2,224,687	2,212,370	-0.55%	2,237,048	1.12%

Average Weekday Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	90,375	92,081	1.89%	92,051	-0.03%
May	90,818	91,782	1.06%	92,294	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%
September	93,133	93,799	0.72%	93,473	-0.35%
October	93,197	83,661	-10.23%	94,351	12.78%
November	95,500	87,177	-8.72%	94,175	8.03%
December	94,527	92,943	-1.68%	93,173	0.25%
January	89,422	89,356	-0.07%	88,158	-1.34%
February	89,675	89,601	-0.08%	89,179	-0.47%
March	91,890	92,083	0.21%	91,373	-0.77%

Hudson Line

Revenue Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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	1,408,063	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%
September	1,358,616	1,300,945	-4.24%	1,335,036	2.62%
October	1,359,385	1,304,322	-4.05%	1,447,870	11.01%
November	1,332,264	1,190,123	-10.67%	1,280,951	7.63%
December	1,374,664	1,321,710	-3.85%	1,255,542	-5.01%
January	1,228,283	1,259,870	1.84%	1,230,001	-1.67%
February	1,201,829	1,151,020	-4.23%	1,134,115	-1.47%
March	1,343,474	1,316,583	-2.00%	1,288,797	-2.11%
12 Month Ave	1,327,113	1,316,498	-0.80%	1,317,667	0.09%
Year-to-Date	3,773,586	3,718,473	-1.45%	3,652,913	-1.76%

12 Month Averages

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%
September	1,309,109	1,341,937	2.51%	1,309,113	-2.45%
October	1,308,964	1,337,349	2.17%	1,321,075	-1.22%
November	1,311,332	1,325,504	1.08%	1,328,644	0.24%
December	1,313,341	1,321,091	0.59%	1,323,130	0.15%
January	1,319,074	1,322,973	0.30%	1,321,391	-0.12%
February	1,326,825	1,318,739	-0.61%	1,319,982	0.09%
March	1,327,113	1,316,498	-0.80%	1,317,667	0.09%

Average Weekday Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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	55,677	55,874	0.35%	52,917	-5.29%
August	51,158	54,403	6.34%	53,433	-1.78%
September	55,594	55,710	0.21%	55,948	0.43%
October	54,963	49,650	-9.67%	55,636	12.06%
November	56,109	49,881	-11.10%	55,262	10.79%
December	55,091	54,024	-1.94%	50,400	-6.71%
January	51,340	51,024	-0.62%	50,387	-1.25%
February	51,721	51,876	0.30%	51,284	-1.14%
March	52,943	53,273	0.62%	52,564	-1.33%

New Haven Line

Revenue Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	3,146,282	3,261,731	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	3,297,444	3,387,830	2.74%	3,481,802	2.77%
August	3,142,289	3,447,562	9.71%	3,387,702	-1.74%
September	3,248,066	3,155,153	-2.86%	3,122,729	-1.03%
October	3,302,205	3,155,236	-4.45%	3,357,597	6.41%
November	3,271,581	2,953,001	-9.74%	3,115,073	5.49%
December	3,482,491	3,325,055	-4.52%	3,368,525	1.31%
January	3,052,360	3,125,736	2.40%	3,031,968	-3.00%
February	2,987,601	2,753,474	-7.84%	2,754,330	0.03%
March	3,329,798	3,248,585	-2.44%	3,170,054	-2.42%
12 Month Ave	3,242,612	3,216,525	-0.80%	3,233,634	0.53%
Year-to-Date	9,369,759	9,127,795	-2.58%	8,956,352	-1.88%

12 Month Averages

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%
September	3,153,527	3,288,604	4.28%	3,213,929	-2.27%
October	3,159,496	3,276,356	3.70%	3,230,793	-1.39%
November	3,169,520	3,249,808	2.53%	3,244,299	-0.17%
December	3,186,678	3,236,688	1.57%	3,247,921	0.35%
January	3,209,173	3,242,803	1.05%	3,240,107	-0.08%
February	3,236,141	3,223,292	-0.40%	3,240,178	0.52%
March	3,242,612	3,216,525	-0.80%	3,233,634	0.53%

Average Weekday Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%
September	133,112	135,278	1.63%	132,167	-2.30%
October	133,568	120,190	-10.02%	129,384	7.65%
November	137,327	123,279	-10.23%	133,739	8.48%
December	138,282	134,831	-2.50%	134,340	-0.36%
January	126,986	126,825	-0.13%	124,180	-2.09%
February	127,761	124,008	-2.94%	124,353	0.28%
March	130,747	130,996	0.19%	128,751	-1.71%

West of Hudson

Revenue Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	156,436	140,286	-10.32%	132,883	-5.28%
May	159,901	148,716	-6.99%	137,233	-7.72%
June	162,782	148,825	-8.57%	136,071	-8.57%
July	157,878	151,322	-4.15%	143,640	-5.08%
August	153,116	156,609	2.28%	136,655	-12.74%
September	100,010	136,788	36.77%	127,068	-7.11%
October	97,639	138,828	42.18%	140,460	1.18%
November	97,068	71,414	-26.43%	123,483	72.91%
December	138,108	108,559	-21.40%	135,331	24.66%
January	129,596	117,560	-9.29%	128,042	8.92%
February	130,857	112,248	-14.22%	117,345	4.54%
March	150,608	133,595	-11.30%	135,070	1.10%
12 Month Ave	136,167	130,396	-4.24%	132,773	1.82%
Year-to-Date	411,081	363,403	-11.59%	380,457	4.69%

12 Month Averages

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	157,429	134,821	-14.36%	129,779	-3.74%
May	158,230	133,889	-15.38%	128,822	-3.78%
June	157,982	132,726	-15.99%	127,759	-3.74%
July	157,807	132,179	-16.24%	127,119	-3.83%
August	156,756	132,470	-15.49%	125,456	-5.29%
September	151,842	135,535	-10.74%	124,646	-8.03%
October	146,621	138,968	-5.22%	124,782	-10.21%
November	141,678	136,830	-3.42%	129,121	-5.63%
December	139,451	134,367	-3.65%	131,352	-2.24%
January	138,465	133,364	-3.68%	132,226	-0.85%
February	137,869	131,814	-4.39%	132,651	0.63%
March	136,167	130,396	-4.24%	132,773	1.82%

Average Weekday Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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	7,884	7,209	-8.56%	6,543	-9.24%
August	7,232	6,824	-5.64%	6,215	-8.92%
September	4,764	7,180	50.71%	6,346	-11.62%
October	4,645	6,942	49.45%	6,118	-11.87%
November	4,855	3,675	-24.30%	6,493	76.68%
December	6,579	5,421	-17.60%	6,449	18.96%
January	6,483	5,608	-13.50%	6,111	8.98%
February	6,537	5,893	-9.85%	6,159	4.51%
March	6,849	6,356	-7.20%	6,424	1.07%

Port Jervis Line

Revenue Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	108,000	88,819	-17.76%	82,564	-7.04%
May	111,096	93,989	-15.40%	85,089	-9.47%
June	116,786	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%
September	50,582	85,604	69.24%	80,627	-5.81%
October	46,093	87,075	88.91%	86,989	-0.10%
November	46,692	47,613	1.97%	75,365	58.29%
December	85,576	67,755	-20.82%	83,241	22.86%
January	80,570	73,570	-8.69%	77,576	5.45%
February	81,766	69,549	-14.94%	71,485	2.78%
March	93,911	82,466	-12.19%	81,892	-0.70%
12 Month Ave	86,374	82,410	-4.59%	82,394	-0.02%
Year-to-Date	256,247	225,585	-11.97%	230,953	2.38%

12 Month Averages

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%
September	103,616	82,959	-19.94%	78,351	-5.55%
October	98,248	86,374	-12.09%	78,344	-9.30%
November	93,185	86,451	-7.23%	80,656	-6.70%
December	90,769	84,966	-6.39%	81,947	-3.55%
January	89,401	84,382	-5.61%	82,281	-2.49%
February	88,306	83,364	-5.60%	82,442	-1.11%
March	86,374	82,410	-4.59%	82,394	-0.02%

Average Weekday Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	5,138	4,224	-17.79%	3,755	-11.10%
May	5,293	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%
September	2,409	4,491	86.43%	4,026	-10.35%
October	2,192	4,354	98.63%	3,790	-12.95%
November	2,336	2,455	5.09%	3,963	61.43%
December	4,077	3,383	-17.02%	3,967	17.26%
January	4,031	3,511	-12.90%	3,703	5.47%
February	4,084	3,648	-10.67%	3,750	2.79%
March	4,271	3,922	-8.16%	3,894	-0.73%

Pascack Valley Line

Revenue Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%
September	49,428	51,184	3.55%	46,441	-9.27%
October	51,546	51,753	0.40%	53,471	3.32%
November	50,376	23,801	-52.75%	48,118	102.17%
December	52,532	40,804	-22.33%	52,090	27.66%
January	49,026	43,990	-10.27%	50,466	14.72%
February	49,091	42,699	-13.02%	45,860	7.40%
March	56,697	51,129	-9.82%	53,178	4.01%
12 Month Ave	49,793	47,985	-3.63%	50,379	4.99%
Year-to-Date	154,814	137,818	-10.98%	149,504	8.48%

12 Month Averages					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%
September	48,226	52,576	9.02%	46,295	-11.95%
October	48,372	52,594	8.73%	46,439	-11.70%
November	48,493	50,379	3.89%	48,465	-3.80%
December	48,682	49,402	1.48%	49,405	0.01%
January	49,064	48,982	-0.17%	49,945	1.97%
February	49,563	48,449	-2.25%	50,209	3.63%
March	49,793	47,985	-3.63%	50,379	4.99%

Average Weekday Passengers					
Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%
September	2,355	2,689	14.18%	2,320	-13.72%
October	2,453	2,588	5.50%	2,328	-10.05%
November	2,519	1,220	-51.57%	2,530	107.38%
December	2,502	2,038	-18.55%	2,482	21.79%
January	2,452	2,097	-14.48%	2,408	14.86%
February	2,453	2,245	-8.48%	2,409	7.31%
March	2,578	2,433	-5.61%	2,530	3.97%

MTA Bridges & Tunnels

Revenue Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%	24,738,988	-1.96%
July	25,490,788	24,887,622	-2.37%	24,886,530	0.00%
August	24,253,530	25,669,824	5.84%	25,636,599	-0.13%
September	23,976,096	23,763,047	-0.89%	23,810,071	0.20%
October	24,135,980	22,928,321	-5.00%	25,036,991	9.20%
November	23,443,442	20,945,342	-10.66%	23,200,297	10.77%
December	23,665,382	23,355,262	-1.31%	23,035,975	-1.37%
January	21,776,550	22,290,223	2.36%	20,755,701	-6.88%
February	21,280,142	19,831,970	-6.81%	18,705,543	-5.68%
March	23,927,645	23,376,021	-2.31%	23,431,715	0.24%
12 Month Ave	23,831,401	23,427,099	-1.70%	23,493,521	0.28%
Year-to-Date	66,984,337	65,498,214	-2.22%	62,892,959	-3.98%

12 Month Averages

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
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%	23,372,538	-1.94%
July	23,942,313	23,785,328	-0.66%	23,372,447	-1.74%
August	23,779,919	23,903,353	0.52%	23,369,679	-2.23%
September	23,726,452	23,885,599	0.67%	23,373,597	-2.14%
October	23,615,230	23,784,961	0.72%	23,549,320	-0.99%
November	23,567,461	23,576,786	0.04%	23,737,233	0.68%
December	23,625,465	23,550,942	-0.32%	23,710,625	0.68%
January	23,739,450	23,593,748	-0.61%	23,582,749	-0.05%
February	23,831,450	23,473,067	-1.50%	23,488,880	0.07%
March	23,831,401	23,427,099	-1.70%	23,493,521	0.28%

Average Weekday Passengers

Service Month	2011-2012	2012-2013	Percentage Change	2013-2014	Percentage Change
April	812,864	808,640	-0.52%	801,771	-0.85%
May	833,621	831,734	-0.23%	834,831	0.37%
June	855,894	853,960	-0.23%	838,525	-1.81%
July	853,553	829,552	-2.81%	824,594	-0.60%
August	832,806	842,278	1.14%	837,517	-0.57%
September	823,591	821,457	-0.26%	811,806	-1.17%
October	801,026	736,273	-8.08%	817,107	10.98%
November	801,634	725,399	-9.51%	802,918	10.69%
December	793,943	802,287	1.05%	785,165	-2.13%
January	748,115	755,080	0.93%	701,326	-7.12%
February	768,649	765,137	-0.46%	693,368	-9.38%
March	787,238	776,880	-2.55%	780,622	0.48%

Fuel Hedge Program

Current Hedge Activity

Ultra Low Sulfur Diesel Hedges				Natural Gas Hedge			
Start	End	Lock in Price/Gal	Gallons Hedged/Mn	Start	End	Lock in Price/MMBtu	MMBtus Hedged/Mn
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				*
Sep-2014	Sep-2015	\$2.822	420,968				*
Nov-2014	Oct-2015	\$2.787	228,375				*
Dec-2014	Dec-2015	\$2.769	425,026				*
Feb-2015	Jan-2016	\$2.836	231,917				*
Mar-2015	Feb-2016	\$2.807	231,917				*

* Reflect average of monthly hedged gallons - contract terms vary by month for hedge duration.

	Diesel Fuel			Natural Gas		
	2014	2015	2016	2014	2015	2016
2013 November Plan	\$2.89	\$2.78	\$2.81	\$3.98	\$4.16	\$4.28

Annual Impact as of May 6, 2014

	(\$ in millions)		
	<u>2014</u>	<u>2015</u>	<u>2016</u>
<u>Ultra Low Sulfur Diesel</u>			
Current Prices vs. November Plan	(\$3.032)	\$0.000	\$0.000
Impact of Hedge	<u>(0.077)</u>	<u>(0.671)</u>	<u>(0.070)</u>
Net Impact: Fav/(Unfav)	(\$3.109)	(\$0.671)	(\$0.070)
<u>Compressed Natural Gas</u>			
Current Prices vs. November Plan	(\$24.260)	(\$4.403)	(\$1.253)
Impact of Hedge	<u>0.000</u>	<u>0.000</u>	<u>0.000</u>
Net Impact: Fav/(Unfav)	(\$24.260)	(\$4.403)	(\$1.253)
<u>Summary</u>			
Current Prices vs. November Plan	(\$27.293)	(\$4.403)	(\$1.253)
Impact of Hedge	<u>(0.077)</u>	<u>(0.671)</u>	<u>(0.070)</u>
Net Impact: Fav/(Unfav)	(\$27.369)	(\$5.073)	(\$1.323)

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

[THIS PAGE INTENTIONALLY LEFT BLANK]

MAY 2014
MTA REAL ESTATE
FINANCE COMMITTEE AGENDA ITEMS

1. ACTION ITEMS

MTA NEW YORK CITY TRANSIT

- a. Lease agreement with Arshia Hasan or related corporation for the operation of a retail gift shop at 42 Street – Grand Central subway station, Shuttle passageway, mezzanine level, Manhattan

MTA METRO-NORTH RAILROAD

- b. Modification to lease with Kenneth Cole Consumer Direct, LLC dba Kenneth Cole, relating to spaces B-54 and MCS-07 at Grand Central Terminal
- c. Consent to granting of a permanent easement by Midtown Trackage Ventures LLC to the County of Westchester for the installation, operation and maintenance of a sewer force main in Tarrytown, NY
- d. Expansion option exercise, for office space at 420 Lexington Avenue, New York, NY

MTA CAPITAL CONSTRUCTION

- e. Lease modification and renewal with 469 Holdings LLC, for office space at 469 Seventh Avenue, New York, New York

2. INFORMATION ITEMS

- a. Status report on month-to-month licenses
- b. Status report on Grand Central Terminal Vanderbilt Hall events
- c. Status report on Grand Central Terminal Graybar Passage retail kiosks
- d. Permit for the Dia Arts Foundation to use a portion of Metro-North's Beacon Parking Facility
- e. Permit for the Northern Star Quilters' Guild, Ltd. to use a portion of Metro-North's Goldens Bridge Parking Facility

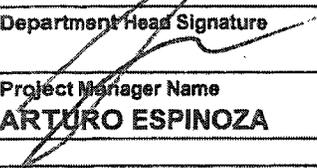
<u>Legal Name</u>	<u>Popular Name</u>	<u>Abbreviation</u>
New York City Transit Authority	MTA New York City Transit	NYC Transit
The Long Island Rail Road Company	MTA Long Island Rail Road	LIRR
Metropolitan Suburban Bus Authority	MTA Long Island Bus	LI Bus
Metro-North Commuter Railroad Company	MTA Metro-North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

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

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

MTA NEW YORK CITY TRANSIT

Staff Summary

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

Date MAY 19, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	05/19/14	X		
2	Board	05/21/14	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: Arshia Hasan (or corporation to be formed)

LOCATION: Unit 02, 42 Street – Grand Central Station (Shuttle passageway, mezzanine level), Manhattan

ACTIVITY: Operation of a retail gift and souvenir shop (including flowers)

ACTION REQUESTED: Approval of terms

TERM: 10 years

SPACE: 93.5 square feet

SECURITY: Three months of year 5 rent and a personal guarantee from Arshia Hasan if she establishes a corporation (limited to six months' rent after vacating of premises)

COMPENSATION:	Year	Annual	Monthly	% Increase	Per Sq. Ft.
	1	\$21,000.00	\$1,750.00		\$224.60
	2	\$22,050.00	\$1,837.50	5.00%	\$235.83
	3	\$23,153.00	\$1,929.42	5.00%	\$247.63
	4	\$24,311.00	\$2,025.92	5.00%	\$260.01
	5	\$25,526.00	\$2,127.17	5.00%	\$273.01
	6	\$26,802.00	\$2,233.50	5.00%	\$286.65
	7	\$28,143.00	\$2,345.25	5.00%	\$300.99
	8	\$29,550.00	\$2,462.50	5.00%	\$316.04
	9	\$31,027.00	\$2,585.58	5.00%	\$331.84
	10	\$32,580.00	\$2,715.00	5.00%	\$348.45

COMMENTS:

MTA Real Estate issued a request for proposals ("RFP") for this retail space and received two responsive proposals. Arshia Hasan proposed the highest rent, offering \$21,000 for the initial year with 5% 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, using a 9% discount rate, is \$163,770.

Staff Summary

FINANCE COMMITTEE MEETING
ARSHIA HASAN (Cont'd.)



Page 2 of 2

Details of the proposals are listed in the following table:

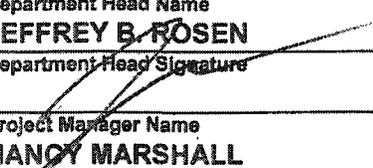
Name of Proposer	First Year Rent	Present Value: Ten Year Term, 9% Discount Rate
Arshia Hasan	\$21,000	\$163,770
Arthur Mavashev	\$24,000	\$161,233

Ms. Hasan has experience operating small businesses in New York City and Baltimore. Ms. Hasan also demonstrated she has the financial resources to undertake a full renovation of the space.

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

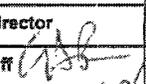
MTA METRO NORTH RAILROAD

Staff Summary

Subject LEASE MODIFICATION
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name NANCY MARSHALL

Date MAY 19, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	05/19/14	X		
2	Board	05/21/14	X		

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

Narrative

AGENCY: MTA Metro-North Railroad ("Metro-North")

LESSEE: Kenneth Cole Consumer Direct, LLC dba Kenneth Cole

LOCATION: Retail Spaces B-54, B-55 and Storage Spaces MCS-03, MCS-07, LCS4A and LCS4B at Grand Central Terminal

ACTIVITY: Lease modification

ACTION REQUESTED: Approval of modification terms

TERM: Unchanged (10 years and one 5-year option. Lease expires on 1/31/16.)

SPACE: The following spaces will no longer be included in the leased premises:
1,120 sf of retail space within B-54, and 718 sf of storage space within MCS-07

COMPENSATION: Minimum Rent shall be reduced by \$107,705 per annum, an amount that is proportional to the space reduction on a per sq. ft. basis, resulting in a Minimum Rent of \$720,000 per annum

Percentage rent breakpoints shall be adjusted proportionally to the reduction in Minimum Rent, as follows: (i) from the Surrender Date through 12/31/14, the breakpoint for Percentage Rent shall be \$13,341,835; and (ii) from 1/1/15 through 1/31/16, the breakpoint for Percentage Rent shall be \$13,679,708

COMMENTS:

In connection with a New York City Transit ("NYCT") transportation-related project, Landlord needs to recapture the above-referenced spaces from Kenneth Cole. NYCT's project includes the installation of a new subway entrance stair in part of the Kenneth Cole retail store, the construction of a new mezzanine-to-platform stair and the reconfiguration of Control Area R-238 with additional turnstiles at the subway mezzanine level. The goal of this project is to help address pedestrian crowding in the passageways and vertical circulation facilities within the 42nd Street-Grand Central Station subway concourse, which serves NYCT's 42nd Street Shuttle and Lexington Avenue and Flushing Lines. Contract award is scheduled for August 2014. Project duration is 31 months and project completion is scheduled for March 2017.

Based on the foregoing, MTA Real Estate requests authorization to enter into an amendment of lease on the above-described terms and conditions.

Staff Summary

Subject CONSENT TO EASEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature
Project Manager Name CAROLE BRYDEN

Date MAY 19, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	5/19/14	X		
2	Board	5/21/14	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal <i>AR</i>
3	Chief of Staff <i>CS</i>		
2	Chief Financial Officer <i>CF</i>		

AGENCY: MTA Metro-North Railroad ("Metro-North")
 GRANTEE: County of Westchester (the "County")
 LOCATION: Tarrytown Yard, south of Metro-North's Tarrytown Station
 ACTIVITY: Approval of terms
 ACTION REQUESTED: Consent to easement
 TERM: Permanent
 SPACE: 3,636± square feet
 COMPENSATION: \$1/ payment waived
 COMMENTS

Pursuant to an Order on Consent dated August 22, 2013 between the New York State Department of Environmental Conservation ("NYSDEC") and the County, a portion of the County's 30-inch diameter sewer force main located within Metro-North property must be replaced.

The easement for the existing force main and the required new easement for the replacement force main are located on Metro-North property in the Village of Tarrytown, south of Metro-North's Tarrytown Station, near the existing County pump station and adjacent to Metro-North's Tarrytown Yard and Hudson Line tracks. The land is currently unimproved and is used primarily for access to the Hudson Line.

Metro-North's Hudson Line is owned in fee by a private company, Midtown Trackage Ventures LLC ("Midtown"), as successor-in-interest to Penn Central Railroad. Metro-North operates trains on the Hudson Line pursuant to a long-term net lease (the "Lease") between the MTA and Midtown. The County has requested a permanent easement due to the project funding requirements, and Midtown, as the fee holder of the affected property, will grant the required permanent easement. MTA, as the net lessee, must consent to the granting of such easement by Midtown. Metro-North has reviewed the proposed easement and does not object to it. The County will be required to obtain entry permits and pay any required force account or flagging costs charged by Metro-North.

The easement was appraised, at the County's expense, at a value of \$2,200. As the project is a public benefit and the easement will remain in use as such, Metro-North has agreed to facilitate the creation of this easement for a compensation of \$1/payment waived.

Staff Summary

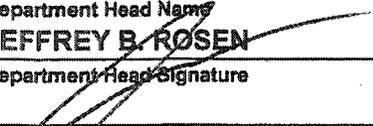
**FINANCE COMMITTEE MEETING
Consent to Easement (Cont'd.)**



Page 2 of 2

Based on the foregoing, MTA Real Estate requests authorization to consent to the granting of the required easements on the above-described terms and conditions.

Staff Summary

Subject LEASE OPTION
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ANDREW D. GREENBERG

Date MAY 19, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	5/19/14	X		
2	Board	5/21/14	X		

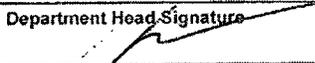
Internal Approvals			
Order	Approval	Order	Approval
		1	Legal 
3	Chief of Staff 		
2	Chief Financial Officer 		

AGENCY: Metro-North Railroad ("Metro-North")
 LESSOR: SLG Graybar LLC ("Landlord"), an affiliate of SL Green Realty Corp. ("SL Green")
 LOCATION: 420 Lexington Avenue, New York, New York (the "Graybar Building")
 ACTIVITY: Exercise of lease option
 ACTION REQUESTED: Approval of terms
 SPACE: Approximately 5,476 Rentable SF ("RSF") of office space comprising a portion of the 9th floor (Suite 930).

COMMENTS

On April 24, 2013, the MTA Board authorized MTA Real Estate to renew Metro-North's lease and take additional space at the Graybar Building, as described in the attached staff summary. As part of the transaction, Metro-North was provided fixed-rate expansion options totaling 95,000 RSF, on substantially the same terms and conditions as applicable to the Expansion Space, when and as such spaces become available. The prior Board action included authorization to exercise such options to obtain up to 5,000 RSF to address Sandy-related emergency staffing needs. Metro-North is requesting approval to exercise its option for Suite 930 located on a portion of the 9th floor and comprising 5,476 RSF to address staffing needs for Sandy-related and safety-planning purposes. As the space is larger than 5,000 RSF, and the use will not be entirely Sandy-related, Board approval is hereby requested.

Staff Summary

Subject LEASE MODIFICATION
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ANDREW GREENBERG

Date April 22, 2013
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	04/22/13	X		
2	Board	04/24/13	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal 
3	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 nd Floor	34,482
5 th Floor	41,152
10 th Floor	56,766
Total	134,400

Renewal Space	RSF
1 st Floor	56,804
12 th Floor	57,564
22 nd 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.)

INITIAL TERM: 20 years from Expansion Space rent commencement.

ANNUAL BASE RENT: <u>Expansion Space</u>	<u>Rent</u>	<u>Rent per RSF</u>
Until 6 months after completion of Landlord's Work in Expansion Space	\$0.00	\$0.00
From 6 months after such completion – 01/31/2020	\$5,330,389	\$40.29
02/01/20 – 01/31/25	\$5,996,389	\$45.29
02/01/25 – 01/31/30	\$6,658,389	\$50.29
02/01/30 – Expiration	\$7,320,389	\$55.29

<u>Renewal Space</u>	<u>Rent</u>	<u>Rent per RSF</u>
From lease modification - completion of Landlord's Work in Renewal Space	\$2,319,740	\$18.05
From such completion – 1/31/16	\$3,105,070	\$24.17
02/01/16 – 07/31/16	\$0.00	\$0.00
08/01/16 – 01/31/20	\$5,282,515	\$41.11
02/01/20 – 01/31/25	\$5,924,970	\$46.11
02/01/25 – 01/31/30	\$6,567,425	\$51.11
02/01/30 – Expiration	\$7,209,880	\$56.11

<u>Loading Dock</u>	<u>Rent</u>
From lease modification – 01/31/16	\$96,769
02/01/16 – 01/31/20	\$144,797
02/01/20 – 01/31/25	\$166,599
02/01/25 – 01/31/30	\$188,401
02/01/30 – Expiration	\$210,203

REAL PROPERTY TAX ESCALATION: None

OPERATING EXPENSE ESCALATION: Expansion Space: Tenant to pay its proportionate share of increases in operating expenses over calendar 2014 base year.

Renewal Space: Until 01/31/16, Tenant to continue to pay its proportionate share of increases in operating expenses over calendar 1995 base year. Thereafter, 2014 base year to apply.

Staff Summary

FINANCE COMMITTEE MEETING
SLG Graybar (Cont'd.)

 Metropolitan Transportation Authority

Page 3 of 5

- RENEWAL OPTION:** Either one 10-year extension or two 5-year extensions at 95% of fair market rent (net of property taxes).
- EXPANSION OPTIONS:** Tenant will have options to expand into spaces totaling approximately 95,000 RSF, on substantially the same terms as apply to the Expansion Space, when and as such spaces become available. Authorization is hereby sought to exercise such options with respect to up to 5,000 RSF to the extent deemed necessary to address Sandy-related emergency staffing needs.
- UTILITIES:** Tenant will be responsible for cost of electricity as measured by submeter, at Landlord's actual cost with no mark-up. All other utilities will be included in base rent.
- SERVICES:** Cleaning, HVAC service during normal hours, building security, and building messenger will be provided to Tenant at no cost. Condenser water access for Tenant's supplemental HVAC will be provided for a fee of \$500.00 per year per ton in excess of 60 tons.
- MAINTENANCE & REPAIR:** Landlord will be responsible for maintenance and repair of building common areas, common building systems and structural components.
- Tenant will be responsible for maintenance and repair of any supplemental air conditioning equipment, any rooftop equipment and any tenant-installed generator, and for non-structural repairs within the leased space.
- SECURITY DEPOSIT:** None
- LOADING DOCK**
RENEWAL OPTION: Tenant will have, at Tenant's option, an on-going right to extend the term covering the loading dock every ten years until expiration of Landlord's ground lease (12/31/50), for 87% of rent per RSF under the office lease.

COMMENTS

As previously reported to and discussed with the Finance Committee (and for the reasons set forth at length in a written report presented to the Finance Committee at its April 2011 meeting, as updated most recently by a progress report presented to the Finance Committee at its March 2013 meeting), MTA Real Estate, with the assistance of Cushman & Wakefield ("C&W"), TPG Architecture ("TPG") and various other departments of the MTA and its operating agencies, has devised, and been working to refine and implement, a plan to relocate MNR, MTA Police Department and MTA headquarters personnel and equipment from the MTA's properties at 341-347 Madison Avenue (the "Madison Avenue Properties"), and then dispose of the Madison Avenue Properties for redevelopment, so as to avoid the costs of remedying years of deferred maintenance there while unlocking the asset value of the underlying development site. MTA management has targeted the second half of next year for the delivery of vacant possession of the Madison Avenue Properties to a developer.

The plan envisions that MTA headquarters personnel will be relocated to the MTA's office building at 2 Broadway, following a re-staging and densification of that building, and that MTAPD personnel will be relocated to Long Island City. However, efficient MNR operations depend on MNR administrative personnel continuing to be located (preferably in a relatively small number of facilities) in close proximity to MNR's operating theater, including particularly its flagship facility Grand Central Terminal ("GCT"); and Cushman & Wakefield was therefore instructed to focus its search for replacement space for MNR on areas within walking distance of GCT (where some 370 MNR employees are currently housed at the Madison Avenue Properties and another 320 are currently housed at the Graybar Building), MNR's 125th Street station and/or 525 North Broadway in North White Plains (where some 190 MNR employees are currently housed in approximately 60,000 RSF of office space).

Because MNR has an existing lease at the Graybar Building, which is not scheduled to expire until January 2016, and because MNR's entitlement to make ongoing use of loading docks in the Graybar Building that are vital to the operations

Staff Summary

FINANCE COMMITTEE MEETING
SLG Graybar (Cont'd.)

 Metropolitan Transportation Authority

Page 4 of 5

of GCT depends on continued occupancy of at least two floors at the Graybar Building, the team evaluated, in addition to various scenarios involving the consolidation of MNR's Manhattan offices at a single location, a variety of scenarios whereby MNR administrative functions would continue to be divided, as they are now, among 525 North Broadway, the Graybar Building and a third location.

Following a comprehensive survey by C&W encompassing in excess of 50 properties, and based on an initial space program prepared by TPG (which identified various departmental adjacency and space requirements taking into account the results of extensive interviews conducted by TPG and workspace standards prevailing at 210 Broadway), four buildings were identified as potentially suitable and affordable relocation sites for the MNR personnel that are currently housed at the Madison Avenue Properties and/or the Graybar Building -- namely, 205 E 42nd Street, 150 E 42nd Street, 685 Third Avenue and the Graybar Building -- and detailed requests for proposals were thereupon sent to the owners of such buildings. Subsequently, based on the responses to multiple iterations of such RFPs, it was determined that 150 E 42nd Street and Third Avenue would be too expensive and further negotiations should be conducted concurrently with the owners of the Graybar Building and 205 E 42nd Street (SL Green and The Trust Organization, respectively). Detailed financial analyses were prepared throughout the negotiation process, tracking the respective owners' proposals and comparing the relative costs and benefits of each alternative. Additionally, TPG prepared architectural test-fits and TPG's subcontractor MG Engineering prepared engineering reports for the selected alternatives.

MTA Real Estate recommends that MNR's existing lease at the Graybar Building be extended and modified as described above, based on the following considerations:

a. Over the initial term of the lease, relative to the terms offered by the owner of 205 E 42nd Street (the next most cost effective option), the proposed lease modification will yield net present value savings of \$14.6 million assuming an occupancy split between 205 E 42nd Street and the Graybar Building or approximately \$25.0 million assuming a consolidation at 205 E 42nd Street. Expressed differently the economics of the proposed lease modification will yield an average annual operating expense savings of approximately \$700,000 assuming an occupancy split between 205 E 42nd Street and the Graybar Building or \$1,300,000 assuming a consolidation at 205 E 42nd Street.

b. Currently, MNR's rent at the Graybar Building includes amounts attributable to real estate taxes payable by Landlord. However, by virtue of the proposed lease modification, SL Green is prepared to subject the Graybar Building to a condominium regime of ownership, such that the MTA will be able to avail itself of its statutory exemption from such taxes. That will result not only in substantial recurring annual savings with respect to the Expansion Space but also in a reduction of some \$1.5 million (\$12.00 per RSF) in the rent MNR pays for the Renewal Space in the first year following execution of the lease modification (and in comparable amounts annually thereafter), notwithstanding that MNR's existing lease is not scheduled to expire until 2016.

c. The Graybar Building is directly accessible to GCT, the seat of MNR's operations, via the indoor connection known as the Graybar Passageway.

d. Locating at the Graybar Building will afford MNR direct access to GCT via an established conduit path for its critical IT infrastructure, whereas relocation to another location would require the leasing of lines from a third party, resulting in increased operating expense and concerns with respect to reliability and control.

e. Extending MNR office occupancy at the Graybar Building will enable MNR to extend -- for the long run, on favorable terms and without resort to the MTA's condemnation power -- MNR's right to continue to control and make exclusive use of the Depew Place loading docks that are essential to the provisioning of, and removal of waste from, GCT.

f. In consideration of the proposed lease modification, SL Green has agreed to provide up to \$1 million in matching funds for the improvement of the Graybar Passageway, and to waive certain existing restrictions on MNR's use and operation of such passageway.

g. Tenant-favorable provisions of the existing lease with respect to assignability, subletting, etc. are to be carried forward past the scheduled expiration of the existing lease and will apply to the Expansion Space as well as to the Renewal Space.

Staff Summary

FINANCE COMMITTEE MEETING
SLG Graybar (Cont'd.)

 Metropolitan Transportation Authority

Page 5 of 5

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 22nd 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.

FOR REFERENCE PURPOSE ONLY

MTA CAPITAL CONSTRUCTION

Staff Summary



Subject LEASE MODIFICATION AND RENEWAL
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature
Project Manager Name ANDREW D. GREENBERG

Date May 19, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	5/19/14	X		
2	Board	5/21/14	X		

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

AGENCY/ TENANT: Metropolitan Transportation Authority ("MTA") for MTA LIRR East Side Access ("ESA")

LANDLORD: 469 Holdings LLC

LOCATION: 469 Seventh Avenue, New York, New York

ACTIVITY: Lease modification and renewal

ACTION REQUESTED: Approval of terms.

INITIAL TERM: Seven years commencing January 1, 2015 ("Commencement Date")

RENEWAL OPTION: One 2-year extension at Tenant's option.

SPACE: Entire 11th Floor – approximately 17,000 rsf – approx. 11,930 usf
 Entire 14th Floor – approximately 17,000 rsf – approx. 11,930 usf
 Totals: – approximately 34,000 rsf - approx. 23,860 usf

COMPENSATION: Year 1 - \$1,677,560 - \$49.34 /rsf
 Year 2 - \$1,711,220 - \$50.33 /rsf
 Year 3 - \$1,745,220 - \$51.33 /rsf
 Year 4 - \$1,780,240 - \$52.36 /rsf
 Year 5 - \$1,815,940 - \$53.41 /rsf
 Year 6 - \$2,022,320 - \$59.48 /rsf
 Year 7 - \$2,062,440 - \$60.66 /rsf

Renewal Option – 100% of fair market value taking into consideration all relevant factors including Tenant's tax exempt status, adjusted tax and operating expense bases and market tenant improvement allowances.

REAL PROPERTY TAX ESCALATION: Tenant to pay proportionate share of increases over a calendar 2015 base tax year until a "no action" condominium is created

REAL PROPERTY TAX ESCALATION POST CONDOMINIUM CONVERSION: Within twelve months following lease commencement, Landlord will create a "no action" condominium unit to enable MTA to avail itself of its statutory exemption from real property taxes. If Landlord does not create the condominium unit within twelve months, rent will be reduced annually by \$2 per annum per rentable square foot. To create the condominium unit, Landlord to pay all reasonable legal costs up to \$150,000 and shall credit 90% of any savings to Tenant. Tenant will reimburse 90% of any reasonable legal expenses in excess

Staff Summary
FINANCE COMMITTEE MEETING
Lease Modification and Renewal (Cont'd.)

of \$150,000.

OPERATING EXPENSE None
ESCALATION:

LANDLORD'S WORK / Landlord will provide at its cost and expense all base building systems servicing the
TENANT IMPROVEMENT premises in good working order and in accordance with a scope of work to be attached to
ALLOWANCE: the lease. In addition, Landlord will provide a tenant improvement allowance of \$340,000.

UTILITIES Electric will be submetered and billed to Tenant with a 7% markup/administrative fee.

SERVICES, Landlord will continue to provide HVAC during normal business hours. Landlord shall
MAINTENANCE AND maintain the HVAC system and provide cleaning services in accordance with a cleaning
REPAIRS specification. Complementary move-out freight services to be provided.

SECURITY DEPOSIT- None

COMMENTS

ESA will reduce its footprint from 60,000 rentable square feet to 34,000 rentable square feet by consolidating on floors 11 & 14 and relinquishing floors 15 & 16 at 469 7th Avenue. MTA Real Estate, after a review of existing MTA spaces, determined the reduced requirement could not be met in agency-owned facilities. Additionally, Cushman & Wakefield surveyed the market in an effort to identify alternative space to relocate ESA. However, even before taking into account the saving realized by a "no action" condominium, remaining at this location is the low-cost option, given the costs the MTA would incur to fit out and relocate to a new space. By the landlord creating "no-action" condominium, thereby enabling the MTA to take advantage of its statutory exemption, MTA will realize approximately \$1.7 million in additional savings relative to what it would otherwise have paid for this space over the initial lease term.

Based on the foregoing, MTA Real Estate requests authorization to enter into a lease with 469 Holdings LLC on the above- described terms and conditions.

INFORMATION ITEMS

Memorandum



Metropolitan Transportation Authority

State of New York

Date May 19, 2014
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: MAY 2014

AGENCY	LOCATION (STATION)	TENANT/USE	SF	DATE OF AGREEMENT	MONTHLY COMPENSATION	COMMENT
1. NYCT	WTC Station 8 th Ave. Line, Manhattan	Fakhrul Alam/Newsstand	420	January 2004	\$155.14	Special site conditions will require interim tenancy until there is a station rehab.
2. NYCT	179 th Street Station (F train), Queens	Bachubhai Mehta/Newsstand	180	January 2008	\$1,786.80	To be publicly offered Summer 2014.
3. LIRR	Bellmore Station, Bellmore, NY	Newsstation, Inc./Newsstand	120	March 2009	\$300	To be publicly re-offered Fall 2014.
4. MNR	Grand Central Terminal	Grand Central Coffee Corp., d/b/a Irving Farm	253	February 2013	\$9,966	To be publicly offered in 2015
5. MNR	Grand Central Terminal	The Campbell Apartment, Ltd., Vanderbilt Taxi Stand	2000	April 2014 – November 2014	8% of sales	For the use as a waitperson table service non-smoking café for on premises consumption of the items served in The Campbell Apartment's primary store
6. MNR	Grand Central Terminal	Hudson News	1191	January 2010	\$5,000	Special site conditions require interim tenancy (East Side Access)
7. MNR	Croton Harmon Station	Dry Cleaning Drop Off	714	August 2013	\$2,159.72	To be publicly offered third quarter 2014
8. MNR	Various stations	Elrac, LLC, d/b/a Enterprise Rent-A-Car	N/A	April 1, 2014	\$2,333.33	Currently being publically offered.

Memorandum



Metropolitan Transportation Authority

State of New York

Date May 19, 2014
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.

May 2014 Event Forecast

Event	Date	Description	Space	Use
Grand Gourmet	May 1, 2014	Ticketed food tasting event	Vanderbilt Hall	Private
ProFlowers	May 5 - 7	Mother's day event with photo ops, free long stem rose chocolate covered strawberries. Load in May 5, event open May 6 - 7	Vanderbilt Hall	Public
Boa Vista	May 8 - 9	Brazilian dance event	Vanderbilt Hall	Public
MUNY	5/13	MUNY auditions	Vanderbilt Hall	Private
MNR Getaways	5/14	Getaway Day.	Vanderbilt Hall Taxi Stand	Public
ETH Zurich	May 16 - 22	Event to display architecture produced by ETH Zurich	Vanderbilt Hall	Public
Dancing with the Stars	5/20	Ballroom dancing event to promote the TV Show	Vanderbilt Hall	Public
CNN	May 26 - 30	An event about the 60's with different pieces from museums	Vanderbilt Hall	Public
Nespresso	May 31 - June 7	Coffee tasting event	Vanderbilt Hall	Public

Memorandum



Metropolitan Transportation Authority

State of New York

Date May 19, 2014
To Members of the Finance Committee
From Jeffrey B. Rosen, Director, Real Estate
Re **GCT – Graybar Passage Retail Kiosks**

The following report will be presented by GCT Development office of the Real Estate Department whenever a new retail Permit Agreement has been entered into under the Retail Kiosk program approved by the MTA Board in January 2006.

GRAND CENTRAL TERMINAL
GRAYBAR PASSAGE RETAIL KIOSK PROGRAM
New Licensees-Month of May 2014

Licensee	License Dates	Use	Monthly Compensation
Innasense Jewelry	5/1/14-7/31/14	The retail sale of licensee produced jewelry	5/1/2014 \$2500 6/1/2014 \$2500 7/1/2014 \$2500
Christina Stankard	5/1/14-7/31-14	The retail sale of licensee produced jewelry	5/1/2014 \$2500 6/1/2014 \$2500 7/1/2014 \$2500
With Love From Brooklyn	5/1/14-7/31/14	The retail sale of packaged food and accessories hand made in Brooklyn	5/1/2014 \$2500 6/1/2014 \$2500 7/1/2014 \$2500
Feel Handmade	5/1/14-7/31/14	The retail sale of licensee produced leather accessories	5/1/2014 \$2500 6/1/2014 \$2500 7/1/2014 \$2500

Staff Summary

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

Date MAY 19, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	5/19/14		X	

Internal Approvals			
Order	Approval	Order	Approval
			Legal
	Chief of Staff		
	Chief Financial Officer		

Narrative

AGENCY: MTA Metro-North Railroad ("Metro-North")
 PERMITTEE: Dia Art Foundation ("Dia")
 LOCATION: Beacon Station Parking Facility, Beacon, New York
 ACTIVITY: Parking of guests' vehicle with shuttle bus service access
 TERM: Sunday, May 4, 2014, from 10:00 am to 7:00 pm
 SPACE: Lot 1 of the Beacon Station Parking Facility
 COMPENSATION: One dollar, payment waived
 COMMENTS:

Pursuant to Board policy governing short-term licensing of railroad facilities for municipal and not-for-profit activities, Dia was granted permission to utilize part of Beacon Station Parking Facility, from 10:00 am to 7:00 pm on Sunday, May 4, 2014, for overflow parking in connection with Dia's one-day event at its Beacon facility. The event permit also allowed Dia's shuttle bus to access the lot and bring guests to and from the event. Dia had use of approximately 100 parking spaces.

MTA-Legal approved the permit as to form, and Dia provided the appropriate insurance coverages and indemnification.

Staff Summary

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

Date MAY 19, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	5/19/14		X	

Internal Approvals			
Order	Approval	Order	Approval
			Legal
	Chief of Staff		
	Chief Financial Officer		

Narrative

AGENCY: MTA Metro-North Railroad ("Metro-North")
PERMITTEE: Northern Star Quilters' Guild, LTD ("Northern Star")
LOCATION: A portion of Goldens Bridge Parking Facility
ACTIVITY: Parking of guests' vehicles and shuttle service
TERM: Saturday, May 3, 2014, 9:00 am to 5:00 pm;
 Sunday, May 4, 2014, 9:00 am to 5:00 pm.
COMPENSATION: One dollar payment waived
COMMENTS:

Pursuant to Board policy governing short-term licensing of railroad facilities for municipal and not-for-profit activities, Northern Star was granted permission to utilize the Goldens Bridge Parking Facility, from Saturday, May 3, 2014, 9:00 am to 5:00 pm, and Sunday, May 4, 2014, 9:00 am to 5:00 pm, in connection with its event. Northern Star used approximately 78 spaces for vehicle parking in the North Lot and 34 spaces in Main Lot for shuttle services access.

MTA-Legal approved the permit as to form, and Northern Star provided the appropriate insurance coverage and indemnities.

[THIS PAGE INTENTIONALLY LEFT BLANK]