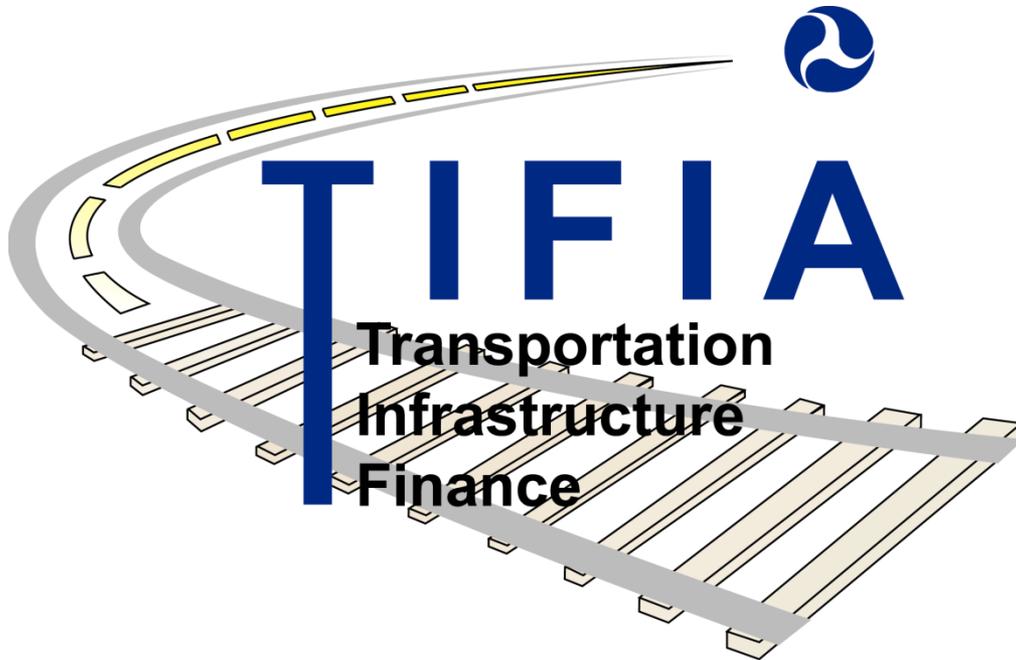


TIFIA Credit Program Overview



*Transportation
Infrastructure
Finance and
Innovation
Act (TIFIA)*

Updated February 2014



Background on TIFIA

- **Strategic goal** – to leverage limited Federal resources and stimulate private capital investment in transportation infrastructure by **providing credit assistance in the form of direct loans, loan guarantees, and standby lines of credit** (rather than grants) to projects of national or regional significance. On July 6, 2012, the Moving Ahead for Progress in the 21st Century Act (MAP-21) was signed into law, providing for substantial changes in the TIFIA credit program.

- **Key objectives**
 - Facilitate projects with significant public benefits
 - Encourage new revenue streams and private participation
 - Fill capital market gaps for secondary/subordinate capital
 - Be a flexible, “patient” investor willing to take on investor concerns about investment horizon, liquidity, predictability and risk
 - Limit Federal exposure by relying on market discipline



Background on TIFIA (continued)

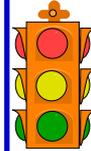
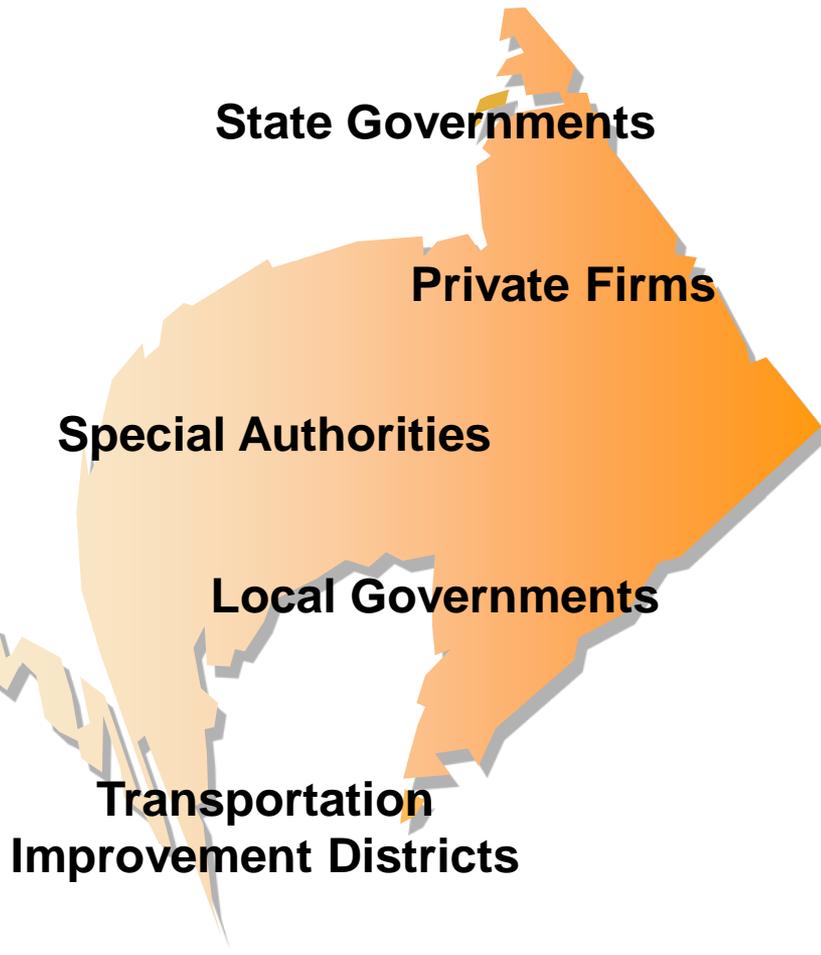
➤ **Major requirements**

- Large surface transportation projects (\$50M generally, \$15M for intelligent transportation systems (ITS), \$25M for rural infrastructure projects)
- TIFIA loan amount has historically been less than 33 percent of eligible costs and DOT requests that applicants provide a rationale for TIFIA loan requests of up to 49 percent of costs (permitted by statute)
- Senior debt must be rated investment grade by two rating agencies, unless project cost is less than \$75M
- Dedicated revenues for repayment
- Applicable Federal requirements, including but not limited to Civil Rights, NEPA, Uniform Relocation, Titles 23 and 49
- Public or private highway, transit, rail and port projects are eligible to apply for TIFIA assistance

- ## ➤ **Application process** – applicants must submit detailed letters of interest so DOT can evaluate creditworthiness and other eligibility requirements and, after invitation from the TIFIA Joint Program Office (JPO), a formal application



Eligible TIFIA Applicants and Projects



Highways and Bridges

Intelligent Transportation Systems

Intermodal Connectors

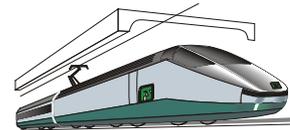
Transit Vehicles and Facilities

Intercity Buses and Facilities



Freight Transfer Facilities

Passenger Rail Vehicles and
Facilities



Rural Infrastructure Projects

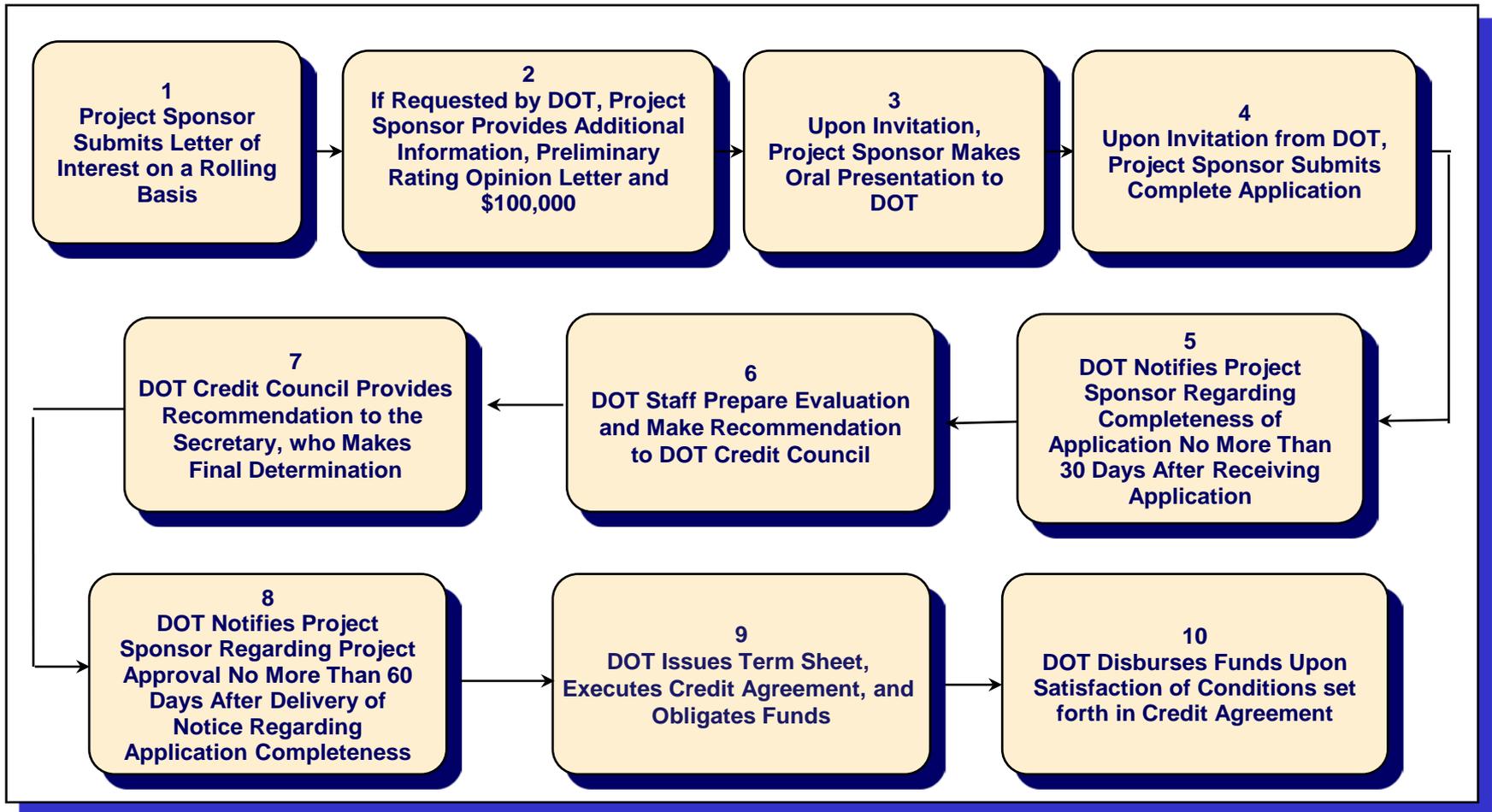


Eligibility Requirements

1. Creditworthiness:
 - a. Ability to satisfy applicable creditworthiness standards
 - b. Rate covenant, if applicable
 - c. Adequate coverage requirements to ensure repayment
 - d. Ability to obtain investment grade ratings on senior debt
2. Foster partnerships that attract public and private investment for the project
3. Ability to proceed at an earlier date or reduced lifecycle costs (including debt service costs)
4. Reduces Contribution of Federal Grant Assistance for the Project
5. Construction contracting process can commence no more than 90 days from execution of a TIFIA credit instrument

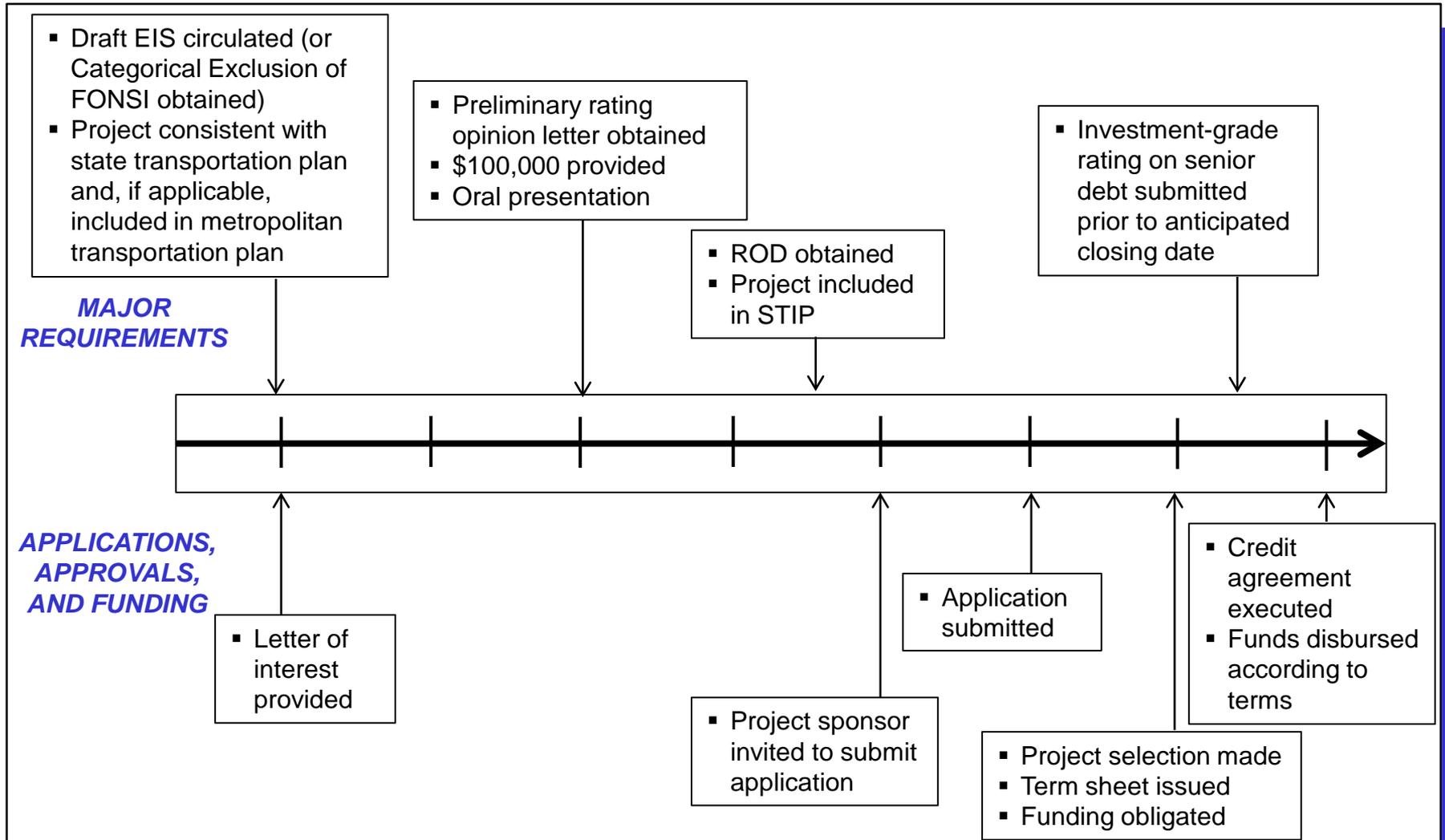


Program Implementation: Selection & Funding of a TIFIA Project





TIFIA Documentation Requirements





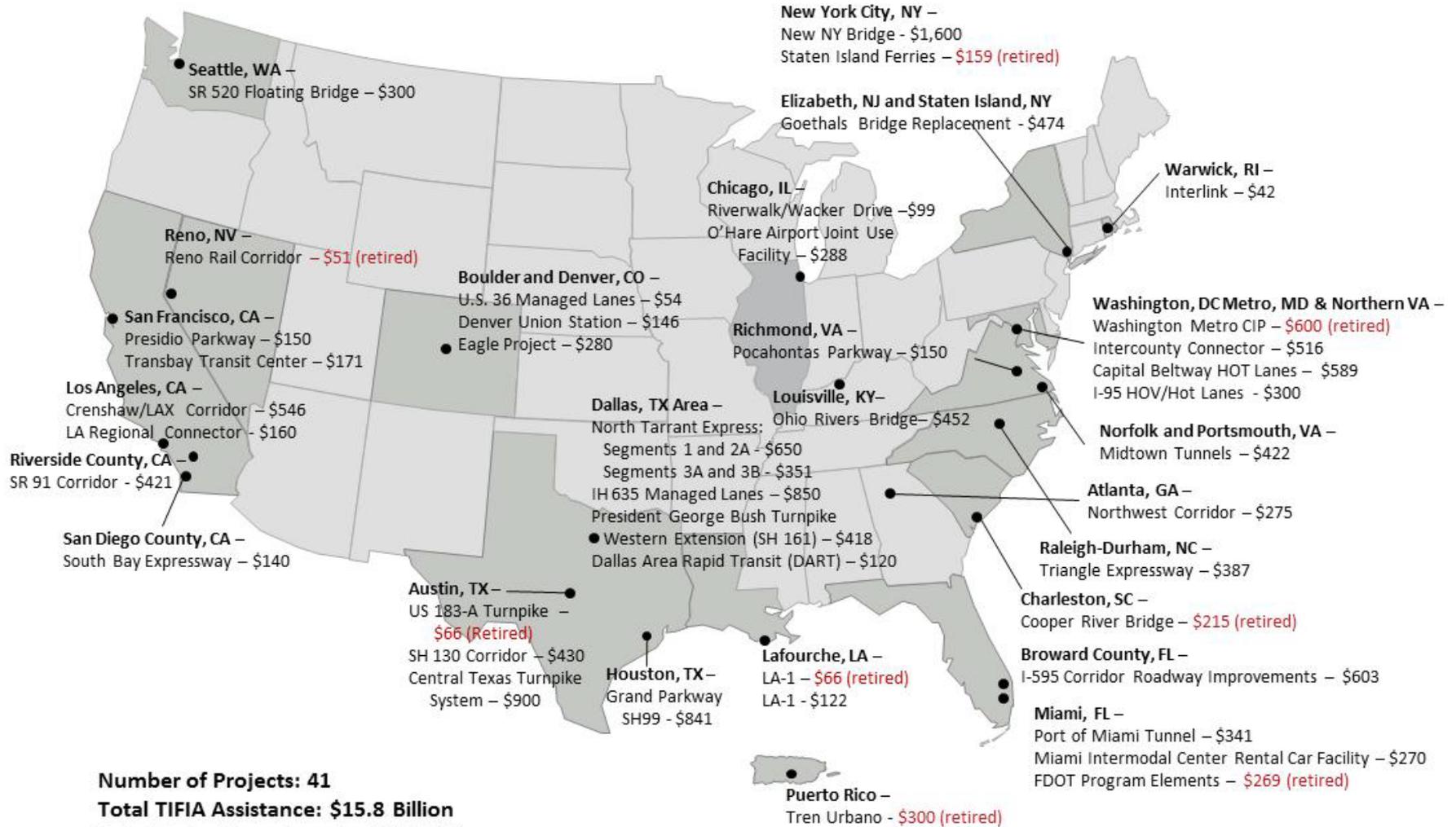
TIFIA Program Fees

- Project sponsors must reimburse DOT for the costs of the outside advisors who advise TIFIA on the transaction.
 - This transaction fee generally ranges from \$300,000-\$500,000.
 - A down payment towards the total transaction fee in the amount of \$100,000 will be required before DOT initiates the creditworthiness review of a Letter of Interest.
 - More complex projects may be required to pay larger amounts.
- Borrowers must pay an annual Loan Servicing Fee, due by November 15, of approximately \$12,000.
- DOT may also charge a Monitoring Fee as defined in the credit agreement (to date this fee has not been charged).



TIFIA Approved Projects

(TIFIA Instruments in Millions)





TIFIA Portfolio (\$Millions)

| TIFIA Number | Project | Project Type | Project Cost | Instrument Type | Credit Amount | Primary Revenue Pledge |
|---------------------------------|--|--------------|-----------------|-----------------|---------------------|-------------------------------------|
| Active Credit Agreements | | | | | | |
| 19991002B | Miami Intermodal Center | Intermodal | 2,043 | Direct Loan | 270.000 | User Charges |
| 20011001 | Central Texas Turnpike System | Highway | 3,250 | Direct Loan | 900.000 | User Charges |
| 20031002 ^a | South Bay Expressway (formerly SR 125 South) | Highway | 658 | Direct Loan | 140.000 | User Charges |
| 20061001 | Interlink (formerly Warwick Intermodal Station) | Intermodal | 280 | Direct Loan | 40.060 | User Charges |
| 20061003A | Pocahontas Parkway / Richmond Airport Connector | Highway | 597 | Direct Loan | 150.000 | User Charges |
| 20071004A | I-495 Capital Beltway HOT Lanes | Highway | 1,938 | Direct Loan | 588.923 | User Charges |
| 20071002A | SH 130 (Segments 5-6) | Highway | 1,328 | Direct Loan | 430.000 | User Charges |
| 20061002A | Intercounty Connector | Highway | 2,566 | Direct Loan | 516.000 | User Charges |
| 20081002A | I-595 Corridor Roadway Improvements | Highway | 1,834 | Direct Loan | 603.441 | Availability Payments |
| 20081004A | Triangle Expressway | Highway | 1,172 | Direct Loan | 386.662 | User Charges |
| 20081008A | Port of Miami Tunnel | Highway | 1,073 | Direct Loan | 341.038 | Availability Payments |
| 20081001A | North Tarrant Express (Segments 1 and 2A) | Highway | 2,047 | Direct Loan | 650.000 | User Charges |
| 20081007A | Transbay Transit Center | Transit | 1,189 | Direct Loan | 171.000 | Real Estate Tax Increment |
| 20071006A | IH 635 Managed Lanes | Highway | 2,615 | Direct Loan | 850.000 | User Charges |
| 20101001A | Denver Union Station Project | Intermodal | 519 | Direct Loan | 145.600 | Sales Tax/Real Estate Tax Increment |
| 20091001A | President George Bush Turnpike Western Extension (SH 161) | Highway | 1,268 | Direct Loan | 418.405 | User Charges |
| 20111001A | U.S. 36 Managed Lane Project: Segments 1 and 2 | Highway | 307 | Direct Loan | 54.000 | User Charges |
| 20111003A | Eagle Project | Transit | 2,047 | Direct Loan | 280.000 | Tax Revenues |
| 20111004A | Midtown Tunnel Project | Highway | 2,089 | Direct Loan | 422.000 | User Charges |
| 20111002A | Presidio Parkway Project^b | Highway | 852 | Direct Loan | 150.000 | Availability Payments |
| 20111005A | Crenshaw/LAX Transit Corridor | Transit | 1,749 | Direct Loan | 545.900 | Sales Tax Revenues |
| 20121001A | SR 520 Floating Bridge and Eastside Plus West Approach Project | Highway | 2,736 | Direct Loan | 300.000 | User Charges |
| 20121002A | I-95 HOV/Hot Lanes Project | Highway | 923 | Direct Loan | 300.000 | User Charges |
| 20121003A | Dallas Area Rapid Transit Project Orange Line Extension (I-3) | Transit | 397 | Direct Loan | 120.000 | Sales Tax Revenues |
| 20131004A | Riverwalk Expansion/Wacker Drive Reconstruction Project | Highway | 419 | Direct Loan | 98.660 | Motor Fuel Tax and Project Revenues |
| 2012-1006A | SR 91 Corridor Improvement Project | Highway | 1,279 | Direct Loan | 421.054 | User Charges |
| 2013-1006A | Chicago O'Hare International Airport Consolidated Joint Use Facility | Intermodal | 876 | Direct Loan | 288.100 | User Charges and Facility Rents |
| 20131002A | North Tarrant Express (Segments 3A and 3B) | Highway | 1,638 | Direct Loan | 531.000 | User Charges |
| 20121004A | Goethals Bridge Replacement Project | Highway | 1,436 | Direct Loan | 473.674 | Availability Payments |
| 20131007A | LA 1 Improvements | Highway | 372 | Direct Loan | 122.000 | State Appropriations |
| 20131010A | Ohio River Bridges Downtown Crossing | Highway | 1,452 | Direct Loan | 452.200 | User Charges |
| 20131012A | Northwest Corridor | Highway | 834 | Direct Loan | 275.000 | User Charges |
| 20131013A | New NY Bridge (Tappan Zee Bridge) Replacement | Highway | 4,959 | Direct Loan | 1,600.000 | Project Revenues |
| 20131011A | Grand Parkway (SH 99) Segments D-G | Highway | 2,941 | Direct Loan | \$840.645 | Toll Revenues |
| 20131008A | Los Angeles Metro Regional Connector Project | Intermodal | 1,399 | Direct Loan | \$160.000 | Sales Tax Revenues |
| Subtotal | | | \$53,081 | | \$14,035.362 | |

As of 02/21/14

Footnotes

^a SBX is in three notes: Tranche A in the amount of \$59,100,809.63, Tranche B in the amount of \$32,341,804.28, and Tranche D in the amount of \$2,740,895.56

^b Presidio project costs (\$852 million) include Phases 1 and 2 and credit amount is based on two tranches of TIFIA debt



TIFIA Portfolio Continued

(\$Millions)

| TIFIA Number | Project | Project Type | Project Cost | Instrument Type | Credit Amount | Primary Revenue Pledge |
|----------------------------------|---|--------------|-----------------|-----------------|---------------------|--|
| Retired Credit Agreements | | | | | | |
| 20051002 | LA 1 Improvements (retired through refinancing) | Highw ay | 372 | Direct Loan | 66.000 | User Charges |
| 20051001 | 183-A Turnpike | Highw ay | 305 | Direct Loan | 66.000 | User Charges |
| 19991005 | Washington Metro Capital Improvement Program | Transit | 2,324 | Guarantee | 600.000 | Interjurisdictional Funding Agreements |
| 19991006 | Tren Urbano (PR) | Transit | 2,250 | Direct Loan | 300.000 | Tax Revenues |
| 20001003 | Cooper River Bridge Replacement | Highw ay | 675 | Direct Loan | 215.000 | Infrastructure Bank Loan Repayments |
| 20001004 | Staten Island Ferries and Terminals | Transit | 482 | Direct Loan | 159.225 | Tobacco Settlement Revenues |
| 20011002A | Reno Transportation Rail Access Corridor (ReTRAC) | Intermodal | 280 | Direct Loan | 50.500 | Room and Sales Tax |
| 19991002A | Miami Intermodal Center | Intermodal | ^c | Direct Loan | 269.000 | Tax Revenues |
| Subtotal | | | \$6,687 | | \$1,725.725 | |
| Total Approved | | | \$59,768 | | \$15,761.087 | |

As of 02/21/14

Footnotes

^c Project Cost included in TIFIA Number 19991002b



TIFIA JPO Organizational Framework

