

NEW JERSEY TURNPIKE AUTHORITY

MEMORANDUM



TO: Diane Gutierrez-Scaccetti, *Chair*
Ronald Gravino, *Vice Chairman*
Michael R. DuPont, *Treasurer*
Raymond M. Pocino, *Commissioner*
Ulises E. Diaz, *Commissioner*
John D. Minella, *Commissioner*
Raphael Salerno, *Commissioner*

RE: New Jersey Turnpike Revenue Bond Resolution Certification 713 (c)

DATE: October 10, 2019

Under the provisions of Section 713 (c) of the Turnpike Revenue Bond Resolution adopted by the Authority on August 20, 1991 as amended and supplemented (the "Resolution"), the Authority, on or before December 1 in each year, shall complete a review of its financial condition for the purpose of estimating whether the Net Revenues (as such term is defined in the Resolution) for such year and for the next succeeding year will be sufficient to comply with subsection (b) of Section 713 of the Resolution and shall by resolution make a determination with respect thereto. A copy of such resolution, certified by an Authorized Officer of the Authority, together with a certificate of such Authorized Officer setting forth a reasonably detailed statement of the actual and estimated receipts and the payments to be made therefrom for such year, shall be filed with the Trustees on or before December 20.

If it fails to meet the requirements of Section 713 (b) of the Resolution, the Authority shall have its Traffic Engineers conduct a study for the purpose of recommending a schedule of tolls which will provide the necessary revenues to meet the requirements.

The undersigned has completed the review of the financial condition of the Authority for the years 2019 and 2020. The Authority is now in a position to make the determination showing that the requirements of Section 713 (b) of the Resolution will be met in the years 2019 and 2020.

As the basis for your review, I have prepared the following schedules relative to the two years under review, 2019 and 2020, which accompany this memorandum.

Schedule A

This schedule contains a Resolution which states that a review has been made of the Authority's financial condition for the purpose of estimating whether the tolls, revenues, fees, charges, rents and other income and receipts from the operation of the New Jersey Turnpike and the Garden State Parkway during 2019 and 2020, including investment income treated as revenues for each year, will be sufficient to provide all of the payments and meet all other requirements as specified in Section 713 (b) of the Resolution.

New Jersey Turnpike Revenue Bond Resolution Certification 713 (c)

October 10, 2019

Page 2 of 2

Schedules B and C

These schedules set forth calculations relative to 2019's revenue requirements. Specifically, the schedule provides actual revenue through September 30, 2019 and projected revenue for the balance of the year (October-December 2019).

Schedules D and G

These schedules set forth figures to support the certification under Section 713(c) of the Resolution demonstrating that in each calendar year (2019 and 2020) "Net Revenues shall at least equal the Net Revenue Requirement for such year" as required by Section 713(b) of the Resolution. Under Section 101 of said Resolution, Net Revenues are defined as "... for any calendar year or other period of time, the Pledged Revenues during such year or period less the amounts of the Operating Expenses for such year or period." The Net Revenue Requirement means with respect to any period of time, "an amount equal to the greater of

- (i) The Sum of the Aggregate Debt Service, Maintenance Reserve Payments, Special Project Reserve Payments, and payments, if any, to the Charges Fund for such period

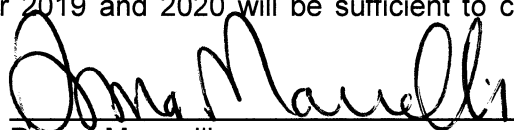
or

- (ii) 1.20 Times the Aggregate Debt Service for such period (excluding, for purposes of clause (ii) only, any payment due and payable by the Authority under a Qualified Swap upon an early termination thereof)."

Schedules E and F

These schedules set forth calculations relative to 2020's financial projections and estimated revenue provisions.

Based upon a review of the financial condition of the Authority, it is estimated that Net Revenues (as such term is defined in the Resolution) for 2019 and 2020 will be sufficient to comply with Section 713 (b) of the Resolution.

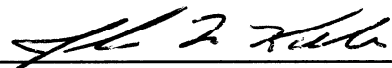


 Donna Manuelli
 Chief Financial Officer



 Robert J. Carroll
 Director of Law

CERTIFIED FOR CONSIDERATION:



 John M. Keller
 Executive Director

Schedule A

WHEREAS, the Authority, in accordance with subsection (c) of Section 713 of its Turnpike Revenue Bond Resolution adopted August 20, 1991 as amended and supplemented (the "Resolution"), has completed a review of its financial condition for the purpose of estimating whether the tolls, revenues, fees, charges, rents and other income and receipts from the operation of the New Jersey Turnpike and the Garden State Parkway during 2019 and 2020, including investment income treated as revenues for such year, will be sufficient to provide all of the payments and meet all other requirements as specified in subsection (b) of Section 713 of said Resolution.

NOW, THEREFORE, BE IT RESOLVED by the New Jersey Turnpike Authority as follows:

1. That it is determined based upon the review of the financial condition of the Authority as described in the recital hereof, the tolls, revenues, fees, charges, rents and other income and receipts from the operation of the New Jersey Turnpike and the Garden State Parkway during 2019 and 2020, including investment income treated as revenues for such year will be sufficient to comply with subsection (b) of Section 713 of the Resolution.
2. That a copy of this resolution certified by the Chief Financial Officer of the Authority, together with a certificate of said Chief Financial Officer setting forth a reasonably detailed statement of the actual and estimated receipts and payments to be made there from for 2019 and 2020 as shown in schedules which were utilized in said review, shall be filed in its entirety with The Bank of New York Mellon and U.S. Bank as Co-Trustees, under the Resolution, all in accordance with said Section 713 of said Resolution.

Schedule B

NEW JERSEY TURNPIKE AUTHORITY

Certificate Required Under Section 713

Turnpike Revenue Bond Resolution

Fiscal Year Ending December 31, 2019

Operating Expenses		\$ 561,000,000
Debt Service Requirements (1)		824,449,000
Maintenance Reserve Payments		131,468,000
Special Project Reserve Payments		<u>41,300,000</u>
Total Requirements		1,558,217,000
Deduct Revenue:		
Actual Revenue Provision -		
January - September 2019	\$ 1,399,998,000	
Estimated Revenue Provision		
October - December 2019		
(Estimate per Schedule C)	<u>454,807,000</u>	<u>1,854,805,000</u>
Revenue Less Requirements		<u>\$ 296,588,000</u>

(1) Net Debt Service Requirement is as follows:

Series 2004 C-2 Debt Service Requirement	\$ 7,307,000
Series 2005 A-D Debt Service Requirement	20,075,000
Series 2009 F-H Debt Service Requirement	140,472,000
Series 2010 A Debt Service Requirement	131,387,000
Series 2012 A-B Debt Service Requirement	95,916,000
Series 2013 A-F Debt Service Requirement	22,571,000
Series 2014 A-C Debt Service Requirement	107,912,000
Series 2015 A-H Debt Service Requirement (2)(3)(4)	123,711,000
Series 2016 A-D Debt Service Requirement (2)(3)	14,339,000
Series 2017 A-G Debt Service Requirement (2)(3)	142,349,000
Series 2019 A Debt Service Requirement	<u>18,410,000</u>
Total Debt Service	<u>\$ 824,449,000</u>

(1) Amount includes interest and principal payments.

(2) Variable rate debt with an associated Interest Swap Agreement has interest included at the fixed swap rate.

(3) Includes the fixed credit spread as interest expense.

(4) Interest on the \$5,000,000 unhedged portion is calculated at the maximum rate of 12%.

Schedule C

NEW JERSEY TURNPIKE AUTHORITY
 Certificate Required Under Section 713
 Turnpike Revenue Bond Resolution
 Fiscal Year Ending December 31, 2019

Month	Toll Revenue	E-ZPass Fees	Build America Bonds Subsidy	Concession Revenue	Income from Investments	Arts Center Revenue	Miscellaneous (1)	Total Revenue
October	\$ 138,981,000	\$ 6,069,000	\$ 6,404,000	\$ 2,551,000	\$ 2,123,000	\$ 39,000	\$ 917,000	\$ 157,084,000
November	129,751,000	6,082,000	6,404,000	2,556,000	2,055,000	38,000	916,000	147,802,000
December	131,614,000	6,393,000	6,404,000	2,432,000	2,123,000	38,000	917,000	149,921,000
	\$ 400,346,000	\$ 18,544,000	\$ 19,212,000	\$ 7,539,000	\$ 6,301,000	\$ 115,000	\$ 2,750,000	\$ 454,807,000

NOTE: (1) Miscellaneous Revenue includes cellular tower rentals, park & ride facilities, rental income, towing fees, surplus property sales, billboard commissions, video feed licensing, and easements.

Schedule D

NEW JERSEY TURNPIKE AUTHORITY

Certificate Required Under Section 713

Turnpike Revenue Bond Resolution

Fiscal Year Ending December 31, 2019

The following are the appropriate calculations which indicate that the Net Revenue Requirement will be satisfied.

Revenue		\$ 1,854,805,000
Operating Expenses		<u>561,000,000</u>
Net Revenue		<u>1,293,805,000</u>
(i) Debt Service Requirements	\$ 824,449,000	
(i) Maintenance Reserve Payments	131,468,000	
(i) Special Project Reserve Payments	<u>41,300,000</u>	<u>997,217,000</u>
Revenue Less Requirements		<u>\$ 296,588,000</u>
Net Revenue		\$ 1,293,805,000
(ii) "... 1.20 times Aggregate Debt Service"		
1.20 x \$ 824,449,000		<u>989,338,800</u>
Excess Revenue		<u>\$ 304,466,200</u>
Debt Service Coverage		<u>1.57</u>

The Revenue Requirement under section 713(b) of the Turnpike Revenue Bond Resolution states that in each calendar year Net Revenue shall at least equal the Net Revenue Requirements for such year. Under Section 101 of said Resolution, Net Revenue is defined as "...for any calendar year or other period of time, the Pledged Revenue during such year or period less the amounts of the Operating Expenses for such year or period." The Net Revenue Requirement means with respect to any period of time, "an amount equal to the greater of (i) the sum of Aggregate Debt Service, Maintenance Reserve Payments, Special Project Reserve Payments, and payments, if any, to the Charges Fund for such period or (ii) 1.20 times the Aggregate Debt Service for such period (excluding, for purposes of clause (ii) only, any payment due and payable by the Authority under a Qualified Swap upon an early termination thereof)."

Schedule E

NEW JERSEY TURNPIKE AUTHORITY Certificate Required Under Section 713 Turnpike Revenue Bond Resolution Fiscal Year Ending December 31, 2020

Operating Expenses	\$ 598,971,000
Debt Service Requirements (1)	842,699,000
Maintenance Reserve Payments	134,097,000
Special Project Reserve Payments	<u>41,300,000</u>
Total Requirements	1,617,067,000
Deduct Revenue:	
Estimated Revenue Provision January/December 2020 (Estimate per Schedule F)	1,864,943,000
Revenue Less Requirements	<u>\$ 247,876,000</u>

(1) Net Debt Service Requirement is as follows:

Series 2004 C-2 Debt Service Requirement	\$ 7,307,000
Series 2005 A-D Debt Service Requirement	20,076,000
Series 2009 F-H Debt Service Requirement	101,943,000
Series 2010 A Debt Service Requirement	131,387,000
Series 2012 A-B Debt Service Requirement	71,327,000
Series 2013 A-F Debt Service Requirement	23,704,000
Series 2014 A-C Debt Service Requirement	77,462,000
Series 2015 A-H Debt Service Requirement (2)(3)(4)	146,671,000
Series 2016 A-D Debt Service Requirement (2)(4)	14,407,000
Series 2017 A-G Debt Service Requirement (2)(4)	222,959,000
Series 2019 A Debt Service Requirement	20,456,000
Series 2020 Debt Service Requirement (5)	5,000,000
Total Debt Service	<u>\$ 842,699,000</u>

(2) Variable rate debt with an associated Interest Swap Agreement has interest included at the fixed swap rate.

(3) Interest on the \$5,000,000 unhedged portion is calculated at the maximum rate of 12%.

(4) Includes the fixed credit spread as interest expense.

(5) Assumed new money issuance in July 2020 of \$200 million to fund the 2019 capital program with interest at 5%.

Schedule F

NEW JERSEY TURNPIKE AUTHORITY
 Estimated Revenue Provision
 January 2020 through December 2020

Month	Toll Revenue	E-ZPass Fees	Build America Bonds Subsidy	Concession Revenue	Income from Investments	Arts Center Revenue	Miscellaneous (1)	Total Revenue
January	\$ 117,276,000	\$ 6,947,000	\$ 6,404,000	\$ 2,381,000	\$ 2,038,000	\$ 430,000	\$ 982,000	\$ 136,458,000
February	113,621,000	6,382,000	6,404,000	2,011,000	1,842,000	431,000	983,000	131,674,000
March	129,884,000	6,445,000	6,404,000	2,543,000	2,038,000	430,000	982,000	148,726,000
April	135,162,000	6,403,000	6,404,000	2,872,000	1,973,000	333,000	983,000	154,130,000
May	142,377,000	6,466,000	6,404,000	3,151,000	2,038,000	332,000	982,000	161,750,000
June	145,193,000	5,836,000	6,404,000	3,592,000	1,973,000	333,000	983,000	164,314,000
July	153,448,000	6,774,000	6,404,000	3,979,000	2,038,000	332,000	982,000	173,957,000
August	152,565,000	6,613,000	6,404,000	4,213,000	2,038,000	333,000	983,000	173,149,000
September	137,239,000	6,827,000	6,404,000	2,689,000	1,973,000	332,000	982,000	156,446,000
October	141,104,000	7,607,000	6,404,000	2,750,000	2,038,000	39,000	982,000	160,924,000
November	131,780,000	7,176,000	6,404,000	2,755,000	1,973,000	38,000	983,000	151,109,000
December	133,649,000	6,574,000	6,403,000	2,621,000	2,038,000	38,000	983,000	152,306,000
	\$ 1,633,298,000	\$ 80,050,000	\$ 76,847,000	\$ 35,557,000	\$ 24,000,000	\$ 3,401,000	\$ 11,790,000	\$ 1,864,943,000

NOTE: (1) **Miscellaneous Revenue** includes cellular tower rentals, park & ride facilities, rental income, towing fees, surplus property sales, billboard commissions, video feed licensing, and easements.

Schedule G

NEW JERSEY TURNPIKE AUTHORITY

Certificate Required Under Section 713

Turnpike Revenue Bond Resolution

Fiscal Year Ending December 31, 2020

The following are the appropriate calculations which indicate that the Net Revenue Requirement will be satisfied.

Revenue		\$ 1,864,943,000
Operating Expenses		598,971,000
Net Revenue		<u>1,265,972,000</u>
(i) Debt Service Requirements	\$ 842,699,000	
(i) Maintenance Reserve Payments	134,097,000	
(i) Special Project Reserve Payments	<u>41,300,000</u>	<u>1,018,096,000</u>
Revenue Less Requirements		<u>\$ 247,876,000</u>
Net Revenue		\$ 1,265,972,000
(ii) "... 1.20 times Aggregate Debt Service"		
1.20 x \$ 842,699,000		<u>1,011,238,800</u>
Excess Revenue		<u>\$ 254,733,200</u>
Debt Service Coverage		<u>1.50</u>

The Revenue Requirement under section 713(b) of the Turnpike Revenue Bond Resolution states that in each calendar year Net Revenue shall at least equal the Net Revenue Requirements for such year. Under Section 101 of said Resolution, Net Revenue is defined as "...for any calendar year or other period of time, the Pledged Revenue during such year or period less the amounts of the Operating Expenses for such year or period." The Net Revenue Requirement means with respect to any period of time, "an amount equal to the greater of (i) the sum of Aggregate Debt Service, Maintenance Reserve Payments, Special Project Reserve Payments, and payments, if any, to the Charges Fund for such period or (ii) 1.20 times the Aggregate Debt Service for such period (excluding, for purposes of clause (ii) only, any payment due and payable by the Authority under a Qualified Swap upon an early termination thereof)."