

February 6, 2012

Summary:

**Maryland Transportation Authority;
Toll Roads Bridges**

Primary Credit Analyst:

Geoffrey Buswick, Boston (1) 617-530-8311; geoffrey_buswick@standardandpoors.com

Secondary Contact:

Adam Torres, New York (1) 212-438-2481; adam_torres@standardandpoors.com

Table Of Contents

Rationale

Outlook

Related Criteria And Research

Summary:

Maryland Transportation Authority; Toll Roads Bridges

Project Profile		
US\$55.0 mil transp facs proj rev rfdg bnds (tax-ex bnds) ser 2012		
<i>Long Term Rating</i>	AA-/Stable	New
Maryland Transportation Authority		
<i>Long Term Rating</i>	AA-/Stable	Affirmed
Maryland Transportation Authority (FGIC) (National)		
<i>Unenhanced Rating</i>	AA-(SPUR)/Stable	Affirmed
Maryland Transp Auth transp		
<i>Unenhanced Rating</i>	AA-(SPUR)/Stable	Affirmed
Many issues are enhanced by bond insurance.		

Rationale

Standard & Poor's Ratings Services has assigned its 'AA-' rating to Maryland Transportation Authority's (MdTA) series 2012 transportation facilities projects (TFP) revenue refunding bonds. At the same time, Standard & Poor's has affirmed its 'AA-' underlying rating on parity revenue bonds outstanding. The outlook is stable.

MdTA is refunding its 2004 TFP bonds with the proceeds of this sale. Securing the bonds are the toll revenues from seven facilities, including the newly opened Intercounty Connector (ICC). MdTA covenants to set rates and charges such that the transportation facilities' net revenues equal at least 1.2x annual debt service and 1.0x the amount needed to fully fund the required maintenance and operations reserve. The additional bonds test requires that projected net revenue be at least 1.2x existing and proposed annual debt service in each of the four years following the completion date of the project financed with the additional bonds. In the fifth year, projected net revenue must cover pro forma maximum annual debt service 1.2x and budgeted deposits to the maintenance and operations reserve 1.0x.

The rating reflects our opinion of a mature, diverse, and relatively inelastic toll revenue system that is coming to the end of a significant capital program and will soon transition into a program with more focus on maintenance and preservation of asset operation. More specifically, the rating reflects what we view as the authority's:

- Large and well-diversified system consisting of seven pledged facilities, with monopoly control over central Maryland's essential highway, bridge, and tunnel network, particularly Interstate 95 (I-95);
- Willingness and ability to raise tolls, with a three-phase toll increase adopted September 2011, designed to address needs through at least 2015, and that might cover operations until fiscal 2020;
- Strong liquidity, with 624 unrestricted days' cash on hand as of June 30, 2011. MdTA calculates days cash on hand differently from our formula. The authority excludes conduit and intergovernmental expenses and other noncash items, depreciation being the largest, from the operating expenses total used in its denominator to calculate a greater days cash value of 1,088; and

- Very strong historical debt service coverage (DSC) based on pledged revenue of 4.29x-6.04x from 2007-2011, including 5.02x in 2011. We expect projected covered to be closer to 2.5x, but still what we consider to be adequate.

We believe that countering these strengths are:

- A large but manageable capital improvement program (CIP);
- Continued construction risks associated with completing the I-95 Electronic Toll Lane project and the ICC, although both major projects are nearing completion; and
- Uncertainty surrounding user acceptance of the multiphase toll increases in September.

The authority has the sole ability to set toll rates. In May and July 2009, MdTA implemented various increases and fee adjustments to select vehicle classes, resulting in nearly \$50 million per year in additional revenues. Following public hearings, the authority adopted a three-phase rate increase plan in September that will affect every facility. The first increase took effect Nov. 1, whereby two-axle vehicle rates (essentially passenger vehicles) increased varying amounts per facility. Commercial vehicle rates increased Jan. 1, 2012. We expect these two increases to result in \$93 million per year in revenues. The third phase is to take effect July 1, 2013, and in the first full year of operation is forecast to result in \$133 million in additional revenue. Once complete, the toll structure will be 68% greater than the structure at the beginning of fiscal 2012 (year ended June 30). The toll increases are needed to both cover system maintenance and to pay debt service payments as the debt service increases with completion of projects.

MdTA's unrestricted cash and investments position at fiscal year-end 2011 of \$492.5 million is improved from \$438.1 million in 2010, and was an all-time high. The increase is due in large part to the authority having modified its reserve policy in 2009 to be the lesser of 100% of toll revenue or \$350 million in unrestricted cash; we consider this policy to be an additional credit benefit. Although a hurricane and earthquake disrupted the regional economy in the first five months of fiscal 2012, revenues and expenditures are both in line with the \$243 million operating budget.

The bonds' security consists of a pledge on the net revenues of the authority's six existing transportation facilities projects (TFP): JFK Memorial Highway, the Fort McHenry Tunnel, the Chesapeake Bay Bridge, the Baltimore Harbor Tunnel, the Francis Scott Key (Baltimore Harbor Outer) Bridge, the Nice (Potomac River) Bridge, and the new ICC. Bondholders are also entitled to a pledge against certain general account projects, but these pledges are subject to MdTA termination, so we don't consider them in our analysis. Systemwide traffic in fiscal 2011 was up 2.6% compared with a year earlier, to more than 119 million vehicles, and similar growth occurred through the first six months of fiscal 2012.

The authority's remaining CIP through fiscal 2017 totals \$2.17 billion, of which cash from the capital fund will cover about \$1.79 billion (this includes \$386 million in unspent bond proceeds). MdTA projects that an existing Transportation Infrastructure Finance and Innovation Act (TIFIA) loan and additional debt issuance will cover \$318.8 million of the CIP. In the plan's latter years, current projects end and are not replaced, leaving the focus of capital spending on maintenance. Throughout the CIP period, MdTA expects to remain under its \$3.0 billion bond cap; it had \$2.3 billion outstanding as of June 30, 2011.

The CIP includes completion of the ICC, a 17.5-mile east-west highway north of Washington, D.C., that will connect the Interstate 270 and I-95 corridors in Montgomery County and Prince George's County in Maryland.

Construction began in November 2007. An initial segment opened in February 2011; with the completion of two additional segments in November, the majority of the ICC, 16 miles, is now open. The project to date is under budget and MdTA now expects to complete it in 2014 at a cost of \$2.43 billion, down from the \$2.56 billion originally estimated. The other major project near completion is the addition of electronic toll lanes at the JFK facility on I-95. This \$1 billion project has one major contract left to be bid on (\$25 million); the authority expects the project to be complete at near estimate, \$37 million over budget due to change orders associated with additional on-ramp coverage requested by the authority.

Including any additional revenue and parity TIFIA bonds, projected DSC will not remain at the high levels of the past few years. Using MdTA's base case scenario on traffic and expenditures, projected net revenues demonstrate DSC to hold near 2.5x through 2019, with a low of 2.3x in 2013. The worst-case scenario--assuming a long ramp-up in ICC use, declining systemwide traffic, and an additional \$600 million in capital costs--stresses DSC, but through 2019 MdTA would still hold DSC above 1.34x, the projected low in 2019. Revenue calculations for both scenarios do not include any additional rate increases and complete execution of the \$2.2 billion CIP. This refunding could improve coverage should the actual debt service meet the projected new debt. The authority has no variable-rate revenue bonds or swaps outstanding.

Outlook

The stable outlook reflects our expectation that in the next two years, the system will reach traffic and revenue forecasts, resulting in good financial margins as debt service obligations increase. Should actual net revenues fall significantly below the projected range, we could lower the rating. We do not expect the rating characteristics to warrant an upgrade in the two-year outlook horizon, but we could consider a positive rating action should the authority transition away from major capital projects and more into maintenance while retaining strong cash and DSC levels.

Related Criteria And Research

USPF Criteria: Toll Road And Bridge Revenue Bonds, June 13, 2007

Complete ratings information is available to subscribers of RatingsDirect on the Global Credit Portal at www.globalcreditportal.com. All ratings affected by this rating action can be found on Standard & Poor's public Web site at www.standardandpoors.com. Use the Ratings search box located in the left column.

Copyright © 2012 by Standard & Poor's Financial Services LLC. All rights reserved.

No content (including ratings, credit-related analyses and data, model, software or other application or output therefrom) or any part thereof (Content) may be modified, reverse engineered, reproduced or distributed in any form by any means, or stored in a database or retrieval system, without the prior written permission of Standard & Poor's Financial Services LLC or its affiliates (collectively, S&P). The Content shall not be used for any unlawful or unauthorized purposes. S&P and any third-party providers, as well as their directors, officers, shareholders, employees or agents (collectively S&P Parties) do not guarantee the accuracy, completeness, timeliness or availability of the Content. S&P Parties are not responsible for any errors or omissions (negligent or otherwise), regardless of the cause, for the results obtained from the use of the Content, or for the security or maintenance of any data input by the user. The Content is provided on an "as is" basis. S&P PARTIES DISCLAIM ANY AND ALL EXPRESS OR IMPLIED WARRANTIES, INCLUDING, BUT NOT LIMITED TO, ANY WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE, FREEDOM FROM BUGS, SOFTWARE ERRORS OR DEFECTS, THAT THE CONTENT'S FUNCTIONING WILL BE UNINTERRUPTED, OR THAT THE CONTENT WILL OPERATE WITH ANY SOFTWARE OR HARDWARE CONFIGURATION. In no event shall S&P Parties be liable to any party for any direct, indirect, incidental, exemplary, compensatory, punitive, special or consequential damages, costs, expenses, legal fees, or losses (including, without limitation, lost income or lost profits and opportunity costs or losses caused by negligence) in connection with any use of the Content even if advised of the possibility of such damages.

Credit-related and other analyses, including ratings, and statements in the Content are statements of opinion as of the date they are expressed and not statements of fact. S&P's opinions, analyses, and rating acknowledgment decisions (described below) are not recommendations to purchase, hold, or sell any securities or to make any investment decisions, and do not address the suitability of any security. S&P assumes no obligation to update the Content following publication in any form or format. The Content should not be relied on and is not a substitute for the skill, judgment and experience of the user, its management, employees, advisors and/or clients when making investment and other business decisions. S&P does not act as a fiduciary or an investment advisor except where registered as such. While S&P has obtained information from sources it believes to be reliable, S&P does not perform an audit and undertakes no duty of due diligence or independent verification of any information it receives.

To the extent that regulatory authorities allow a rating agency to acknowledge in one jurisdiction a rating issued in another jurisdiction for certain regulatory purposes, S&P reserves the right to assign, withdraw, or suspend such acknowledgement at any time and in its sole discretion. S&P Parties disclaim any duty whatsoever arising out of the assignment, withdrawal, or suspension of an acknowledgment as well as any liability for any damage alleged to have been suffered on account thereof.

S&P keeps certain activities of its business units separate from each other in order to preserve the independence and objectivity of their respective activities. As a result, certain business units of S&P may have information that is not available to other S&P business units. S&P has established policies and procedures to maintain the confidentiality of certain nonpublic information received in connection with each analytical process.

S&P may receive compensation for its ratings and certain analyses, normally from issuers or underwriters of securities or from obligors. S&P reserves the right to disseminate its opinions and analyses. S&P's public ratings and analyses are made available on its Web sites, www.standardandpoors.com (free of charge), and www.ratingsdirect.com and www.globalcreditportal.com (subscription), and may be distributed through other means, including via S&P publications and third-party redistributors. Additional information about our ratings fees is available at www.standardandpoors.com/usratingsfees.