MARYLAND

DEPARTMENT OF TRANSPORTATION

A DEPARTMENT OF THE STATE OF MARYLAND

COMPREHENSIVE ANNUAL FINANCIAL REPORT

For the Fiscal Year Ended June 30, 2013

Martin O'Malley, Governor
Anthony G. Brown, Lt. Governor
James T. Smith, Jr., Secretary

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For the Fiscal Year Ended June 30, 2013

Prepared by the Secretary's Office - Office of Finance

David L. Fleming, Director/Chief Financial Officer
Steven P. Watson, Deputy Chief Financial Officer
Brandie S. Karfonta, Accounting Manager

MARYLAND DEPARTMENT OF TRANSPORTATION
MARYLAND TRANSPORTATION PLAN

Mission

The Maryland Department of Transportation's mission is to enhance the quality of life for Maryland's citizens by providing a balanced and sustainable multi-modal transportation system for safe, efficient passenger and freight movement.

Vision

The Maryland Department of Transportation strives to achieve our vision of a world-class multimodal transportation system that supports a vibrant economy and an excellent quality of life for all Marylanders.

MARYLAND DEPARTMENT OF TRANSPORTATION
A Department of the STATE OF MARYLAND
Comprehensive Annual Financial Report
For the Year Ended June 30, 2013

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MARYLAND DEPARTMENT OF TRANSPORTATION
Comprehensive Annual Financial Report

INTRODUCTORY SECTION

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Maryland Department of Transportation
The Secretary's Office

Martin O'Malley
Governor

Anthony G. Brown
Lt. Governor

James T. Smith, Jr.
Secretary

December 13, 2013

James T. Smith, Jr.
Secretary
Maryland Department of Transportation
7201 Corporate Center Drive
Hanover, MD 21076

Dear Secretary Smith:

I am pleased to submit the Comprehensive Annual Financial Report (CAFR) of the Maryland Department of Transportation (Department) for the fiscal year ended June 30, 2013, which includes the financial statements of the Department. The data, as presented, is reported in a manner designed to present fairly the financial position and changes in financial position of the Department. All disclosures necessary to enable the reader to gain a maximum understanding of the Department's financial affairs have been included. This CAFR is a complete set of financial statements presented in conformity with accounting principles generally accepted in the United States of America (GAAP) and audited in accordance with auditing standards generally accepted in the United States of America by a firm of licensed certified public accountants.

This report consists of management's representations concerning the finances of the Department. Consequently, management assumes full responsibility for the completeness and reliability of all information presented within this report. To provide a reasonable basis for making these representations, the Department's management has established a comprehensive internal control framework designed to protect the Department's assets from loss, theft, or misuse and to compile sufficient reliable information for the preparation of the Department's financial statements in conformity with GAAP. Since the cost of internal controls should not outweigh their benefits, the Department's comprehensive framework of internal controls have been designed to provide reasonable rather than absolute assurance that the financial statements will be free from material misstatement. As management, we assert to the best of our knowledge and belief, that this financial report is complete and reliable in all material respects.

The Department, in conjunction with the State of Maryland (State), requires an audit of the Department's basic financial statements by a firm of licensed certified public accountants. The Department has complied with this requirement, and the independent audit report of SB & Company, LLC is presented as the first component of the financial section of this report. The goal of the independent audit was to provide reasonable assurance that the Department's financial statements for the fiscal year ended June 30, 2013, are free of material misstatement. The independent audit involved examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements; assessing the accounting principles used and significant estimates made by management; and evaluating the overall

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financial statement presentation. The independent auditor concluded, based upon the audit, that there was a reasonable basis for rendering an unmodified opinion that the Department's basic financial statements for the fiscal year ended June 30, 2013, are fairly presented in conformity with GAAP.

The independent audit of the Department's basic financial statements is part of a broader, federally mandated "Single Audit" designed to meet the special needs of the federal grantor agencies. The standards governing Single Audit engagements require the independent auditor to report not only on the fair presentation of the basic financial statements, but also on the audited government's internal controls and compliance with legal requirements, with special emphasis on internal controls and legal requirements involving the administration of federal awards. These reports are available in the State of Maryland's separately issued Single Audit Report.

GAAP requires that management provide a narrative introduction, overview and analysis to accompany the basic financial statements in the form of Management's Discussion and Analysis (MD&A). This letter of transmittal is designed to complement the MD&A and should be read in conjunction with it. The Department's MD&A can be found immediately following the report of the independent public accountants.

Profile of the Government

The Department has the responsibility for most State-owned transportation facilities and programs. This responsibility includes the planning, financing, construction, operation and maintenance of various modes of transportation and effecting various related licensing and administrative functions. The statutorily created transportation agencies or modal administrations that are encompassed by the Department are the Maryland Aviation Administration, the Maryland Port Administration, the Maryland Transit Administration, the Motor Vehicle Administration, the State Highway Administration, and the Transportation Secretary's Office.

The Secretary of Transportation is empowered, on behalf of the Department, to exercise or perform any power or duty that any of these Administrations may exercise or perform. These powers and duties involve, among others, the operation of the Baltimore Washington International Thurgood Marshall (BWI Marshall) Airport, including the power to set landing fees and to rent space to airlines and concessionaires; the operation of the various State-owned buildings and marine terminals in the Port of Baltimore, including the power to set and collect rental and other fees for the use of these facilities; the construction and maintenance of the State Highway System; the operation of all mass transit facilities in the Baltimore Metropolitan Transit District, including the operation of the rail system in this District and the power to set and collect the fares for this system; the licensing and registration of all motor vehicles and motor vehicle operations in the State; and the power to acquire any property by purchase or condemnation that is necessary to exercise or perform these powers and duties. The Secretary of Transportation is also empowered to provide grants for transportation-related purposes, including annual grants in support of the Washington Metropolitan Area Transit Authority (WMATA) for construction and operation of its facilities.

Certain transportation facilities, which are not part of the Department's financial reporting entity, are operated as toll facilities by the Maryland Transportation Authority (Authority). These toll facilities, the Chesapeake Bay Bridges, the Fort McHenry Tunnel, the Baltimore Harbor Tunnel, the Francis Scott Key Bridge, the John F. Kennedy Memorial Highway and others are included in the Authority's separately audited financial statements. The Authority also developed a 262-acre containerized-cargo marine terminal, the Seagirt Marine Terminal and an intermodal container transfer rail yard. The Maryland Port Administration manages the intermodal container transfer yard and leases the management of Seagirt Marine Terminal to an outside private entity. The Authority consists of six members who are appointed by the Governor and the Secretary, who is ex officio and serves as the Chairman.

The Department's annual budget serves as the foundation for its financial planning and control. The Governor is required, by the Maryland Constitution, to submit annually to the General Assembly a balanced budget containing a complete plan of proposed expenditures and estimated revenues for the ensuing fiscal year, including a plan of proposed expenditures and estimated revenues for the Department. The General Assembly may not amend the Budget Bill to affect payment of State debt or otherwise to change its provisions, except to increase or decrease the appropriations relating to the General Assembly or the judiciary, or to strike out or reduce other appropriations submitted by the Governor. It must, however, enact a balanced budget. The General Assembly may authorize an appropriation apart from the Budget Bill, but it may only do so by a separate supplementary appropriation bill limited to a single object or purpose and providing for levying a specific tax or taxes in that bill sufficient to fund the appropriation.

The Department's expenditures are made in accordance with appropriations provided for in the annual budget, except that the Department may submit to the Governor a budget amendment and, if the Governor approves the amendment, the Department may make disbursements in accordance with the budget amendment. By budget amendment, the Department may increase or decrease the amount of the appropriation for any project or transfer funds from one project or administration to another. A budget amendment may not, however, increase the salary or salaries of any office or position, except in certain acute emergencies, or change any language or substantive provision in the budget. All amendments approved by the Governor are required to be reported to the next session of the General Assembly. By means of a constitutional amendment in 1978, the General Assembly is permitted to enact bills that may require the Governor to provide for specific program funding in the annual budget. A schedule showing budget and actual expenditures is presented as required supplementary information at the end of the financial section of this report.

Transportation Trust Fund

The Transportation Trust Fund (TTF) was established in 1971 by Chapter 526 of the Laws of Maryland for 1970. The TTF is credited with revenues collected from motor vehicle titling and fuel taxes, a portion of the State's corporate income tax, a portion of the State's sales tax on rental vehicles, various fees, charges for services, bond proceeds, federal grants for transportation purposes and other receipts of the Department. All expenditures of the Department are made from the TTF. The Department may use the funds in the TTF for any lawful purpose related to the exercise of its powers, duties and obligations, after meeting its debt service requirements. Unexpended funds remaining in the TTF at the close of each fiscal year do not revert to the State's General Fund Account but remain in the TTF.

Accounting records for the Transportation Trust Fund (TTF) are maintained by the Comptroller of Maryland, and all cash and investments of the TTF are held by the State Treasurer, except for revolving cash accounts. Accounting records for the TTF, for operational and management purposes are maintained by the Department's Office of Finance. Although the accounts maintained by the Department on a budgetary basis generally conform to GAAP, there are certain departures from these principles that are dictated by statutory requirements and historical practices. The principal departures are the exclusion of non-budgeted activities and classification of fund-type.

Factors Affecting Financial Condition

The information presented in the Department's financial statements is best understood when it is considered from a broader perspective of the specific environment within which the Department operates. All of the Department's activities are supported by the TTF. The flexible structure of the TTF provides the Department with the ability to expand and maintain the modal administrations' operating, capital construction and maintenance programs. The condition of the State's economy influences its revenue sources. Tracking the factors that affect Maryland's economy helps in monitoring the financial health of the TTF.

Local Economy

Maryland's economy continues its steady recovery from the recent economic downturn. Most of Maryland's economic indicators showed positive growth. Employment continued to expand with modest year-over-year job growth each month. Retail sales grew by 2.7% in the first three quarters of 2013, and sales of existing homes were up 14.1% for the same period.

The greatest concern for continued recovery remains tied with the federal government and its economic footprint in the State. The effects of the pending federal sequestration measures could have significant negative impacts on Maryland's economy. Our outlook assumes that federal policymakers will come to an agreement and that Maryland's economy will continue with modest employment and income growth throughout the coming year.

The Department's transportation system provides important economic benefits to the citizens and businesses throughout Maryland. The port, airports, highways, and transit systems each play a vital role in moving goods and people around and through the State. Maintaining and improving the Department's transportation system is essential for growth in Maryland's economy. Investment in the Department's transportation system results in direct economic benefits such as construction jobs and indirect benefits such as businesses choosing to relocate in Maryland, in part due to the Department's efficient and effective transportation system.

Long-term Planning

Each year the Department uses the Maryland Transportation Plan, last adopted in January 2009, as a guide to develop the draft Consolidated Transportation Program (CTP), a specific list of projects to be funded over a six-year period. The Department publishes the draft CTP in September of each year and the final CTP in January of the next calendar year. The CTP lists the capital projects that preserve and enhance our transportation system to accommodate intrastate and interstate travel, international travel, and to facilitate commerce. These projects are Maryland's investment in our highway, transit, port, and aviation facilities that ensure a safe and efficient transportation system.

Projects included in the Department's 2014 draft CTP for fiscal years 2014-2019 requires about $15.4 billion in funding over the next six years. Of that amount, $7.2 billion is allocated for State Highway Administration projects, while $4.7 billion is allocated for Maryland Transit Administration projects. The remaining amount includes Maryland Port Administration projects of $953 million, Maryland Aviation Administration projects of $665 million, Motor Vehicle Administration projects of $108 million, and projects in the Transportation Secretary's Office of $307 million. Maryland also contributes $1.5 billion to the Washington metropolitan Area Transit Authority. Overall, the Department's capital program continues to emphasize preservation of Maryland's existing transportation infrastructure and ensures the competitiveness of the Port of Baltimore and BWI Marshall Airport.

Pension Benefits

The Department contributes to the State Retirement and Pension System of Maryland (System), established by the State of Maryland to provide pension benefits for State employees (other than employees covered by the Maryland Transit Administration Pension Plan described below) and employees of the various participating political subdivisions or other entities within the State. While the System is an agent multiple-employer public employee retirement system, the Department accounts for the plan as a cost sharing multiple-employer public employee retirement system since a separate valuation is not performed for the Department and the Department's only obligation to the plan is its annual contributions.

The Department sponsors a single-employer noncontributory benefit pension plan for all Maryland Transit Administration employees that are covered by a collective bargaining agreement and all those management employees who were employed by the Baltimore Transit Company. In addition, employees who enter the management group as a result of a transfer from a position covered by a collective bargaining agreement maintain their participation. Each year, an independent actuary engaged by the pension plan calculates the amount of the annual contribution the Department must make to the pension plan to ensure that the plan will be able to fully meet its obligations to retired employees on a timely basis. As a matter of policy, the Department fully funds each year's annual required contribution to the pension plan as determined by the actuary.

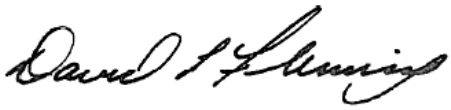
Awards and Acknowledgements

The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the Maryland Department of Transportation for its Comprehensive Annual Financial Report (CAFR) for the fiscal year ended June 30, 2012. This year was the thirteenth consecutive year the Department has received this prestigious award. In order to be awarded a Certificate of Achievement, the Department must publish an easily readable and efficiently organized CAFR. This report must satisfy both GAAP and applicable legal requirements.

A Certificate of Achievement is valid for a period of one year only. We believe that our current CAFR continues to meet the Certificate of Achievement Program's requirements, and we are submitting it to GFOA to determine its eligibility for another certificate.

The preparation of this CAFR would not have been possible without the efficient and dedicated services of the entire staff in the Office of Finance and assistance from various other agencies within the Department. I would like to express my appreciation to all members of the Department who assisted and contributed to the preparation of this CAFR.

Sincerely,



David L. Fleming
Chief Financial Officer

Government Finance Officers Association

Certificate of Achievement for Excellence in Financial Reporting

Presented to

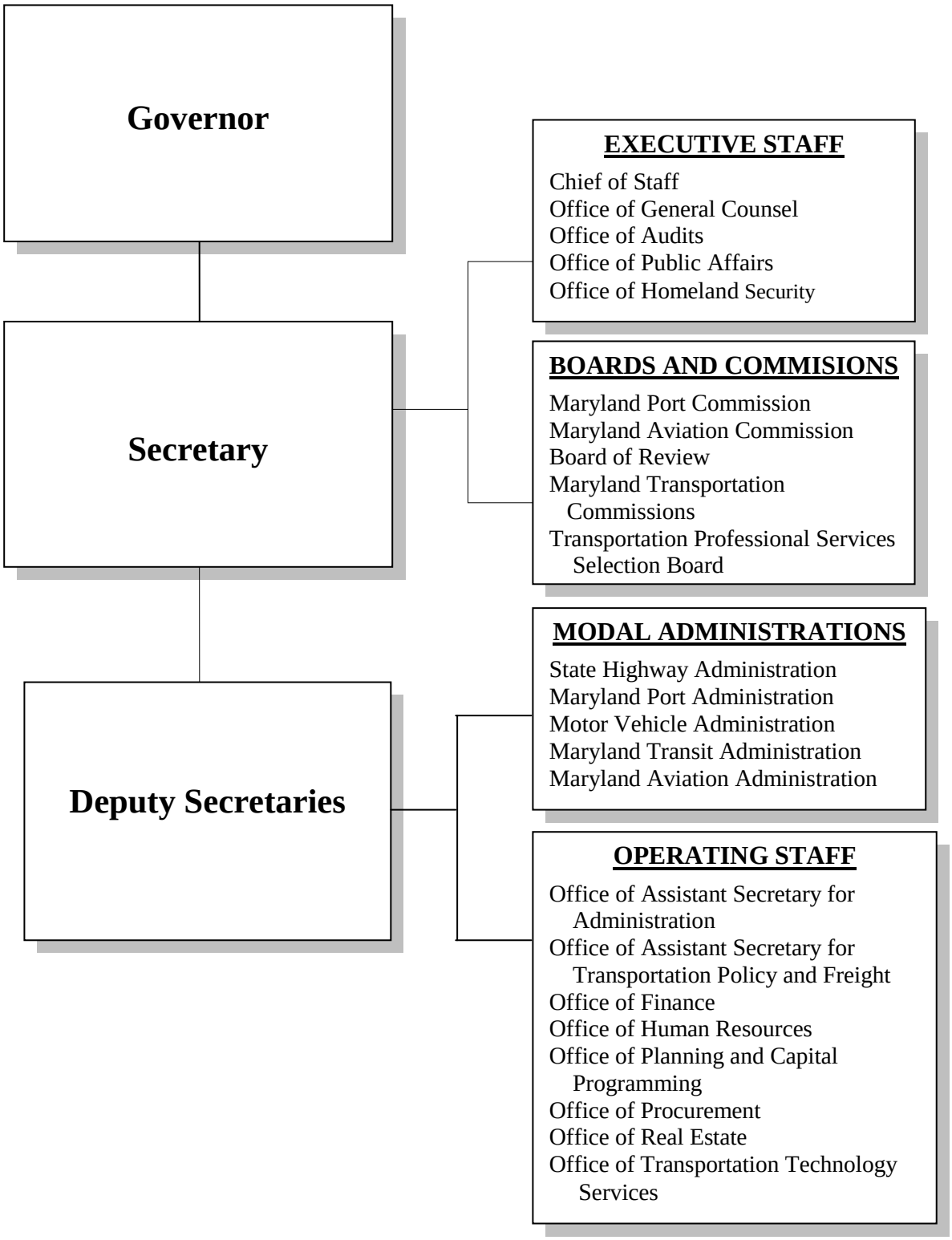
Maryland Department of Transportation

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended

June 30, 2012

Executive Director/CEO

MARYLAND DEPARTMENT OF TRANSPORTATION
Organizational Chart



MARYLAND DEPARTMENT OF TRANSPORTATION
List of Principal Department Officials
For the Year Ended June 30, 2013

Title	Name
Secretary of Transportation	James T. Smith
Deputy Secretary of Transportation	Leif A. Dormsjo
Deputy Secretary of Transportation	Wilson H. Parran
State Highway Administrator	Melinda Peters
Maryland Port Executive Director	James J. White
Motor Vehicle Administrator	John T. Kuo
Maryland Transit Administrator	Robert L. Smith
Maryland Aviation Executive Director	Paul J. Wiedefeld
Assistant Attorney General and Principal Counsel	Denise Ferguson
Chief Financial Officer	David L. Fleming

MARYLAND DEPARTMENT OF TRANSPORTATION
Comprehensive Annual Financial Report

FINANCIAL SECTION

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REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS

Mr. James T. Smith, Jr., Secretary
Maryland Department of Transportation

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities, the major fund, and the aggregate remaining fund information of the Maryland Department of Transportation (the Department), as of and for the year ended June 30, 2013, and the related notes to the financial statements, which collectively comprise the Department's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

The Department's management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

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Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the major fund, and the aggregate remaining fund information of the Department, as of June 30, 2013, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, schedules of funding progress and employer contributions of the Maryland Transit Administration Pension and Other Post-retirement Benefit Plans, and the special revenue funds schedule of revenues, expenditures and changes in fund balance - budget and actual, as listed in the table of contents, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary and Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Department's basic financial statements. The statement of changes in assets and liabilities - agency funds, introductory section and statistical section are presented for purposes of additional analysis and are not a required part of the basic financial statements.

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The statement of changes in assets and liabilities - agency funds is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the statement of changes in assets and liabilities - agency funds is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The introductory section and statistical section has not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on it.

SB & Company, LLC

Hunt Valley, Maryland
December 13, 2013

MARYLAND DEPARTMENT OF TRANSPORTATION
Management's Discussion and Analysis

As management of the Maryland Department of Transportation (Department), we offer the citizens of Maryland and others interested in the Department's financial statements this narrative overview and analysis of the financial activities of the Department **for the fiscal year ended June 30, 2013**. We encourage readers to consider the information presented here in conjunction with additional information that we have furnished in our letter of transmittal, which can be found on page 7 of this report.

Financial Highlights

- The assets of the Department exceeded its liabilities at the close of the most recent fiscal year by $13,496,998,000 (net position). Of this amount, $322,784,000 represents the unrestricted deficit primarily due to the reporting of unfunded pension and OPEB liability.
- The Department's governmental funds reported a combined ending fund balance, as of the close of the current fiscal year, of $308,789,000, an increase of $81,609,000 in comparison with the prior fiscal year.
- The Department's Consolidated Transportation Bonds debt outstanding increased by $55,660,000 (3.6%) during the current fiscal year. The key factor in this increase was a bond issuance of $165,000,000 while the Department continued to make its regularly scheduled debt service principal payments during the year which total $109,340,000.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the Department's basic financial statements. The Department's basic financial statements are comprised of three components: (1) *government-wide financial statements*, (2) *fund financial statements*, and (3) *notes to the financial statements*. This report also contains other supplementary information in addition to the basic financial statements themselves.

Government-wide financial statements

The government-wide financial statements are designed to provide readers with a broad overview of the Department's finances, in a manner similar to a private-sector business. The Statement of Net Position presents information on all of the Department's assets and liabilities, with the difference between the two reported as net position. Over time, increases and decreases in net position may serve as one of several useful indicators of the Department's financial position. The Statement of Activities presents information showing how the Department's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods (e.g., uncollected taxes and earned but unused vacation leave).

Both of the government-wide financial statements distinguish functions of the Department that are principally supported by taxes and intergovernmental revenues (governmental activities) from other functions. The governmental activities of the Department include the Secretary's Office, the State Highway Administration, the Maryland Port Administration, the Motor Vehicle

Administration, the Maryland Transit Administration, the Maryland Aviation Administration, Washington Metropolitan Area Transit Authority Grants, distributions to political subdivisions, distributions to other state agencies and debt service. The government-wide financial statements include only the Department (a special revenue fund of the State of Maryland), which has no component units and does not include the Maryland Transportation Authority, which is a separate enterprise fund of the State of Maryland. The government-wide financial statements can be found starting on page 30 of this report.

Fund financial statements

A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The Department, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All of the funds of the Department can be divided into two categories: governmental funds and fiduciary funds.

Governmental funds

Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on near-term inflows and outflows of spendable resources, as well as on balances of spendable resources available at the end of the fiscal year. Such information may be useful in evaluating a government's near-term financing requirements.

Because the focus of the governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. Both the governmental fund Balance Sheet and the governmental fund Statement of Revenues, Expenditures and Changes in Fund Balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities.

The Department maintains two individual governmental funds. Information is presented separately in the governmental fund Balance Sheet and in the governmental fund Statement of Revenues, Expenditures and Changes in Fund Balances for the special revenue fund and the debt service fund. The special revenue fund is considered to be a major fund. The basic governmental fund financial statements can be found starting on page 32 of this report.

The Maryland General Assembly authorizes an annual appropriated budget for the Department's special revenue fund. A budgetary comparison schedule has been provided for the special revenue fund to demonstrate compliance with this budget. The budgetary comparison schedule can be found on page 66 of this report.

Fiduciary funds

Fiduciary funds are used to account for resources held for the benefit of parties outside the government. Fiduciary funds are not reflected in the government-wide financial statements because the resources of those funds are not available to support the Department's own programs. The accounting used for the fiduciary funds is much like that used for proprietary funds. The basic fiduciary fund financial statements can be found on page 35 of this report.

Notes to the financial statements
The notes to the financial statements provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found starting on page 37 of this report.

Other information
In addition to the basic financial statements and accompanying notes, this report also presents certain required supplementary information concerning the Department's progress in funding its obligation to provide pension benefits to its employees at the Maryland Transit Administration, as well as the budget and actual comparison schedule. Required supplementary information can be found starting on page 63 of this report.

Government-wide Financial Analysis
As noted earlier, net position may serve over time as a useful indicator of a government's financial position. For the Department, assets exceeded liabilities by $13,496,998,000 at the close of the most recent fiscal year. By far the largest portion of the Department's net position reflects its investment in capital assets (e.g., land, buildings, equipment and infrastructure), less any still outstanding related debt used to acquire those assets. The Department uses those capital assets to provide services to the citizens of Maryland; consequently, these assets are not available for future spending. Although the Department's investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities. The following schedule reflects the Department's Net Position Summary.

Maryland Department of Transportation
Net Position
(amounts expressed in thousands)

Governmental Activities	**2013**	**2012**
Current and other assets	$ 990,668	$ 915,578
Capital assets	16,250,916	15,638,460
Total assets	17,241,584	16,554,038
Long-term liabilities outstanding	3,041,062	2,862,487
Other liabilities	650,315	609,103
Total liabilities	3,691,377	3,471,590
Deferred concession arrangement	53,209	-
Net position:		
Net Investment in capital assets	13,819,782	13,360,456
Unrestricted deficit	(322,784)	(278,008)
Total net position	$ 13,496,998	$ 13,082,448

The Department's net position increased by $414,550,000 during the current fiscal year 2013, primarily due to our continued efforts to maintain, improve and expand our infrastructure network.

Governmental activities

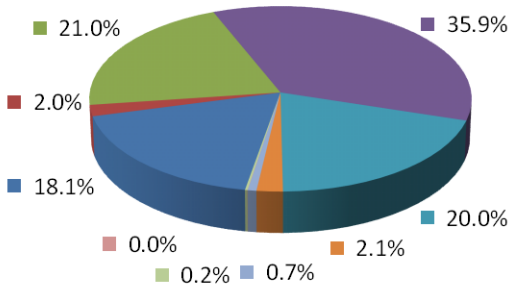
Governmental activities, which represent the Department's overall economic position, increased the Department's net position by $414,550,000. The key elements of the Department's governmental activities are as follows:

Maryland Department of Transportation
Changes in Net Position
(amounts expressed in thousands)

Governmental Activities	**2013**	**2012**
Revenues:		
Program revenues:		
Charges for services	$ 672,143	$ 540,709
Operating grants and contributions	72,397	92,739
Capital grants and contributions	779,557	830,922
General revenues:		
Motor vehicle taxes and fees	1,332,143	1,259,743
Motor fuel taxes and fees	740,428	728,410
Corporation income tax share	76,746	180,653
State sales tax share	25,462	23,581
Unrestricted investment earnings	764	2,750
Other	7,235	-
Total revenues	3,706,875	3,659,507
Expenses:		
Secretary's Office	515,638	498,029
State Highway Administration	1,186,116	1,359,177
Port Administration	87,445	115,211
Motor Vehicle Administration	195,803	182,839
Transit Administration	888,137	864,702
Aviation Administration	308,202	275,051
Interest on long-term debt	110,984	144,725
Total expenses	3,292,325	3,439,734
Increase in net position	414,550	219,773
Net position – July 1	13,082,448	12,862,675
Net position – June 30	$13,496,998	$13,082,448

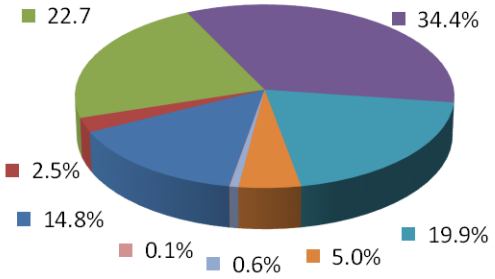
Below are the Department's Revenues by Source and Expenses by Function for Fiscal Years 2013 & 2012

Revenue 2013



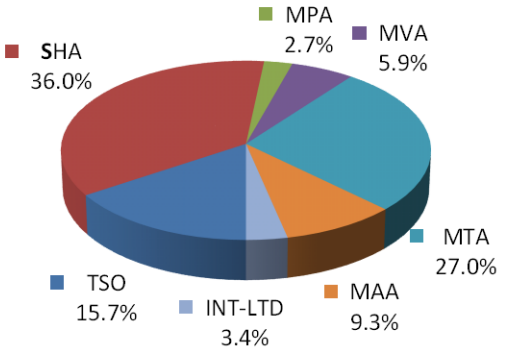
- Charges for services 18.1%
- Operating grants and contributions 2.0%
- Capital grants and contributions 21.0%
- Motor vehicle taxes and fees 35.9%
- Motor fuel taxes and fees 20.0%
- Corporation income tax share 2.1%
- State sales tax share 0.7%
- Unrestricted investment earnings 0.0%
- Other 0.2%

Revenue 2012



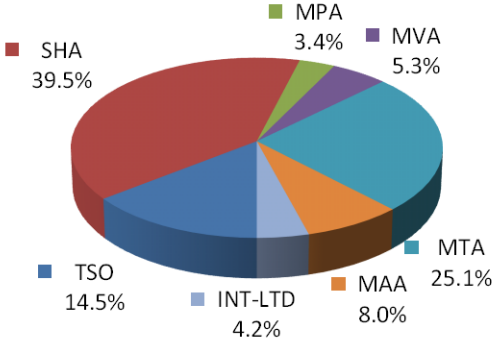
- Charges for services 14.8%
- Operating grants and contributions 2.5%
- Capital grants and contributions 22.7%
- Motor vehicle taxes and fees 34.4%
- Motor fuel taxes and fees 19.9%
- Corporation income tax share 5.0%
- State sales tax share 0.6%
- Unrestricted investment earnings 0.1%

Expenses 2013



- Secretary's Office (TSO) 15.7%
- State Highway Administration (SHA) 36.0%
- Port Administration (MPA) 2.7%
- Motor Vehicle Administration (MVA) 5.9%
- Transit Administration (MTA) 27.0%
- Maryland Aviation Admin. (MAA) 9.3%
- Interest on Long-Term Debt (INT-LTD) 3.4%

Expenses 2012



- Secretary's Office (TSO) 14.5%
- State Highway Administration (SHA) 39.5%
- Port Administration (MPA) 3.4%
- Motor Vehicle Administration (MVA) 5.3%
- Transit Administration (MTA) 25.1%
- Maryland Aviation Admin. (MAA) 8.0%
- Interest on Long-Term Debt (INT-LTD) 4.2%

Financial Analysis of the Government's Funds

As noted earlier, the Department uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental funds

The focus of the Department's governmental funds is to provide information on near-term inflows, outflows and balances of spendable resources. Such information is useful in assessing the Department's financing requirements. In particular, the unreserved fund balance may serve as a useful measure of a government's net resources available for spending at the end of the fiscal year.

As of the end of the current fiscal year, the Department's governmental funds reported combined ending fund balances of $308,789,000, an increase of $81,609,000 in comparison with the prior fiscal year. The Department's governmental funds increase is due primarily to the increase in revenue and liquidation of federal receivables paired with a decrease in expenditures from continued statewide budget restraints. All of the special revenue fund balance is non-spendable, restricted, committed, and/or assigned fund balance and indicates that it is not available for new spending because it has already been committed and/or assigned for the following purposes: (1) to maintain a separate nonspendable account for inventory activity balances in the amount of $92,410,000; (2) to maintain a separate nonspendable account for prepaid expenses activity balances in the amount of $90,945,000; (3) to maintain a separate committed account for encumbrances in the amount of $11,499,000; (4) to maintain a separate assigned account for specific agency activity balances in the amount of $561,000; and (5) to maintain a separate assigned account for transportation programs in the amount of $108,318,000. All the debt service fund balance, in the amount of $5,056,000, is restricted for debt interest payments.

The special revenue fund is the chief operating fund for the Department. As a measure of the special revenue fund's liquidity, it may be useful to compare the total fund balance of $308,789,000 to the total Department expenditures of $3,856,525,000. The total fund balance represents 8.0% of the total fund expenditures.

Capital Asset and Debt Administration

Capital assets

The Department's investments in capital assets for its governmental activities as of June 30, 2013, amounts to $16,250,916,000 (net of accumulated depreciation). This investment in capital assets includes land, buildings and improvements, machinery and equipment, infrastructure and construction in progress. The Department's investment in capital assets increased by $621,456,000 for the current fiscal year.

Some of the major capital asset events during the current fiscal year included the following:

- Construction continued on the expansion and upgrading of the airport facilities at Baltimore Washington International Thurgood Marshall Airport (BWI Marshall); construction in progress at BWI Marshall at the close of the current fiscal year increased to $166,045,000 compared to $78,856,000 in the prior fiscal year, while MAA buildings increased by $4,625,000 and infrastructure increased by $120,037,000 in the current fiscal year.

- A variety of widening and/or expansion of existing and new highways and bridges were completed in fiscal year 2013; infrastructure assets for SHA at the close of the current fiscal

year reached $17,302,532,000 compared to $16,543,069,000 in the prior fiscal year, a 4.6% increase.

- Various transit, port and motor vehicle administration construction projects began in fiscal year 2013; construction in progress for these administrations at the close of the current fiscal year was $1,667,585,000 compared to $1,287,596,000 in the prior fiscal year.

The following schedule reflects the Department's Capital Assets Summary.

Maryland Department of Transportation
Capital Assets
(net of depreciation)
(amounts expressed in thousands)

Governmental Activities	June 30, 2013	June 30, 2012
Land	$ 2,474,404	$ 2,442,743
Buildings and improvements	1,362,204	1,410,528
Machinery and equipment	678,353	654,414
Infrastructure	9,129,611	9,018,573
Seagirt Assets	53,209	-
Construction in progress	2,553,135	2,112,202
Total	**$ 16,250,916**	**$ 15,638,460**

Additional information on the Department's capital assets can be found in note 5 on page 44 of this report.

Long-term debt
At the end of the current fiscal year the Department had total bonded debt outstanding of $1,618,290,000, and represents bonds secured solely by specified revenue sources (i.e., revenue bonds).

The following schedule reflects the Department's Outstanding Debt Summary.

Maryland Department of Transportation
Outstanding Debt
(amounts expressed in thousands)

Governmental Activities	June 30, 2013	June 30, 2012
Consolidated transportation bonds	**$1,618,290**	**$1,562,630**

The Department's consolidated transportation bonds outstanding debt increased by 3.6%. The issuance of $165,000,000 in new debt in Series 2013 Bonds combined with the continued scheduled debt service principal payments made during the year resulted in a slight increase in debt outstanding in fiscal year 2013. The Department maintains an "AAA" rating with Standard & Poor's Corporation, an "AA+" rating with Fitch Ratings and an "Aa1" rating with Moody's Investors Services, Inc., for its consolidated transportation bonds. As provided by law, the maximum outstanding aggregate amount of Consolidated Transportation Bonds that may be outstanding increased from $2,600,000,000 to $4,500,000,000 effective June 1, 2013 and thereafter. The increase is pursuant to legislation enacted by the 2013 General Assembly, which

also increased transportation funding. The aggregate principal amount of those bonds that was allowed to be outstanding as of June 30, 2013 for the Department was $1,913,290,000, which is higher than the Department's outstanding transportation-related debt. Additional information on the Department's long-term debt can be found in note 11 on page 48 of this report.

Capital leases. At the end of the current fiscal year the Department had capital leases outstanding of $591,783,000. The following schedule reflects the Department's Capital Leases Summary.

Maryland Department of Transportation
Capital Leases
(amounts expressed in thousands)

Governmental Activities	June 30, 2013	June 30, 2012
Capital leases	**$591,783**	**$562,656**

The Department's capital lease obligations have increased by $29,127,000 during the current fiscal year. This increase is attributable to new financings issued in fiscal year 2013 for aviation projects along with the continued scheduled capital lease payments for construction activity at the various Department's port facilities, transit facilities and aviation projects. The Department maintains an "AA+" rating with Standard & Poor's Corporation, an "Aa2" rating with Moody's Investors Services, Inc. and an "AA" with Fitch Ratings for Certificates of Participation which are included in capital lease obligations. Additional information on the Department's capital lease obligations can be found in note 10 on page 45 of this report.

Special Revenue Fund Budgetary Highlights
The Department's appropriations, between the original and final amended budget decreased by $114,249,000 for special funds and increased by $18,768,000 for Federal funds during the current fiscal year. The decrease in special fund appropriations was due to a mid-year budget evaluation analysis throughout the Department. The Schedule of Revenues, Expenditures and Changes in Fund Balances – Budget and Actual can be found on page 66 of this report.

Economic Factors and Next Year's Budgets and Rates
Maryland's economic indices showed a modest positive direction for the State this past fiscal year. Employment growth for the State of Maryland was 1.5% for the first three quarters of this year compared to 1.2% growth in 2012. The State's personal income is continuing to rise with a growth of 1.8% through the second quarter of 2013. Nationally, personal income grew by 2.9% for the same period.

Maryland's economy continues to recover from the economic downturn. Although the pace of recovery is slower than that experienced in other recent economic cycles, steady growth is forecasted for the next several years. The unemployment rate, which peaked at 7.8% in 2010, is expected to be 6.8% for 2013. Job growth continues to be in professional and business services as well as education and health services.

The federal government sector, normally a positive driver to Maryland's economy, represents the major downside risk to the rate of growth. Maryland's economy is heavily reliant on federal spending. The uncertainty associated with the "fiscal cliff" is the largest drag on the recovery. Until the federal government's direction becomes clear, the outlook will remain cautiously optimistic.

During the 2013 Session of the General Assembly, the Transportation Infrastructure Act of 2013 was enacted to increase transportation funding by increasing motor fuel taxes and requiring the Maryland Transit Administration, beginning in 2015, to increase base fare prices. These changes became effective July 1, 2013.

During the current fiscal year, assigned fund balance for transportation programs increased to $108,318,000, from $37,345,000 in the prior year primarily due to the realization revenue from the prior year federal receivable and reclassification of reserve for prepaid expenses in the amount of $16,169,000 (net of current receivable) and $90,945,000, respectively.

Requests for Information

This Comprehensive Annual Financial Report is designed to provide a general overview of the Department's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to: Mr. David L. Fleming, Chief Financial Officer, Office of Finance, MDOT - Secretary's Office, 7201 Corporate Center Drive, Hanover, MD, 21076.

MARYLAND DEPARTMENT OF TRANSPORTATION
Comprehensive Annual Financial Report

BASIC FINANCIAL STATEMENTS

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MARYLAND DEPARTMENT OF TRANSPORTATION
Statement of Net Position
As of June 30, 2013
(amounts expressed in thousands)

		Total Governmental Activities
ASSETS:		
Cash and cash equivalents	$	86,873
Cash and cash equivalents - restricted		24,015
Taxes receivable		144,858
Intergovernmental receivables		338,265
Other accounts receivable		40,016
Due from other state agencies		153,790
Inventories		92,410
Prepaids		108,561
Deferred charges		1,880
Capital assets (net of accumulated depreciation):		
Land		2,474,404
Buildings and improvements		1,362,204
Machinery and equipment		678,353
Infrastructure		9,129,611
Seagirt assets		53,209
Construction in progress		2,553,135
Total assets		17,241,584
LIABILITIES:		
Salaries payable		24,488
Accounts payable and other current liabilities		392,384
Accounts payable to political subdivisions		49,030
Due to other state agencies		16,084
Unearned revenue		141,634
Accrued interest payable		26,695
Noncurrent liabilities:		
Due within one year		235,555
Due in more than one year		2,805,507
Total liabilities		3,691,377
DEFERRED INFLOWS OF RESOURCES:		
Deferred concession arrangement receipts		53,209
NET POSITION:		
Net Investment in capital assets		13,819,782
Unrestricted deficit		(322,784)
Total net position	$	13,496,998

The notes to the financial statements are an integral part of this statement.

MARYLAND DEPARTMENT OF TRANSPORTATION
Statement of Activities
For the Fiscal Year Ended June 30, 2013
(amounts expressed in thousands)

FUNCTIONS/PROGRAMS	Expenses	Program Revenues: Charges for Services	Program Revenues: Operating Grants and Contributions	Program Revenues: Capital Grants and Contributions	Net (Expense) Revenue and Changes in Net Positon: Total Governmental Activities
Governmental activities:					
Secretary's Office	$ 515,638	$ 5,630	$ 9,291	$ 777	$ (499,940)
State Highway Administration	1,186,116	59,284	13,338	591,046	(522,448)
Port Administration	87,445	50,298	-	6,724	(30,423)
Motor Vehicle Administration	195,803	4	7,090	3	(188,706)
Transit Administration	888,137	138,339	42,028	164,748	(543,022)
Aviation Administration	308,202	418,588	650	16,259	127,295
Interest on long-term debt	110,984	-	-	-	(110,984)
Total governmental activities	3,292,325	672,143	72,397	779,557	(1,768,228)
	General revenues:				
	Motor vehicle taxes and fees				1,332,143
	Motor fuel taxes and fees				740,428
	Corporation income tax share				76,746
	State sales tax share				25,462
	Unrestricted investment earnings				764
	Other revenue				7,235
	Total general revenues				2,182,778
	Change in net position				414,550
	Net position, July 1, 2012				13,082,448
	Net position, June 30, 2013				$ 13,496,998

The notes to the financial statements are an integral part of this statement.

MARYLAND DEPARTMENT OF TRANSPORTATION
Balance Sheet
Governmental Funds
As of June 30, 2013
(amounts expressed in thousands)

	Special Revenue	Other Governmental Fund Debt Service	Total Governmental Funds
ASSETS:			
Cash and cash equivalents	$ 86,873	$ -	$ 86,873
Cash and cash equivalents - restricted	18,959	5,056	24,015
Taxes receivable, net	144,858	-	144,858
Intergovernmental receivable	338,265	-	338,265
Other accounts receivable	40,016	-	40,016
Due from other state agencies	142,566	-	142,566
Inventories	92,410	-	92,410
Prepaids	90,945	-	90,945
Total assets	954,892	5,056	959,948
LIABILITIES & FUND BALANCES:			
Liabilities:			
Salaries payable	24,488	-	24,488
Warrants payable	80,029	-	80,029
Accounts payable	312,355	-	312,355
Accounts payable to political subdivisions	49,030	-	49,030
Due to other state agencies	16,084	-	16,084
Deferred revenue	169,173	-	169,173
Total liabilities	651,159	-	651,159
Fund balances:			
Nonspendable fund balance:			
Inventories	92,410	-	92,410
Prepaid items	90,945	-	90,945
Restricted fund balance:			
Debt service	-	5,056	5,056
Committed fund balance	11,499	-	11,499
Assigned fund balance:			
Agency activities	561	-	561
Transportation programs	108,318	-	108,318
Total fund balances	303,733	5,056	308,789
Total liabilities and fund balances	$ 954,892	$ 5,056	
Amounts reported for governmental activities in the statement of net assets are different because:			
Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the fund statements.			16,250,916
MTA pension prepaid expense			17,616
Energy savings assets			11,224
Deferred charges			1,880
Accrued interest payable on bonds and capital leases			(26,695)
Long-term liabilities not due and payable in the current period and, therefore, are not reported in the fund financial statements, includes the following:			
Unearned revenue			27,539
Bonds payable			(1,618,290)
Capital leases			(591,783)
Pollution liability			(156,161)
MTA OPEB liability			(221,002)
Net pension liability			(173,678)
Premium on bonds not liquidated with current financial resources			(118,222)
Workers' compensation costs			(63,913)
Energy savings liability			(57,950)
Compensated absences			(48,383)
Deferred amount on refunding bonds			8,320
Deferred concession reciepts			(53,209)
Net position of governmental activities			$ 13,496,998

The notes to the financial statements are an integral part of this statement.

MARYLAND DEPARTMENT OF TRANSPORTATION
Statement of Revenues, Expenditures and Changes in Fund Balances
Governmental Funds
For the Fiscal Year Ended June 30, 2013

(amounts expressed in thousands)

	Special Revenue	Other Governmental Fund Debt Service	Total Governmental Funds
REVENUES:			
Taxes:			
Motor vehicle taxes and fees	$ 1,332,143	$ -	$ 1,332,143
Motor vehicle fuel taxes and fees	740,428	-	740,428
Revenue sharing of state corporation income tax	76,746	-	76,746
Revenue sharing of state sales tax	25,462	-	25,462
Federal reimbursements	868,121	-	868,121
Charges for services	579,850	-	579,850
Passenger facility charges	48,534	-	48,534
Customer facility charges	12,902	-	12,902
Special parking revenues	28,630	-	28,630
Investment earnings	758	6	764
Other	4,330	1,773	6,103
Total revenues	3,717,904	1,779	3,719,684
EXPENDITURES:			
Current:			
Department administration, operating, and maintenance expenditures:			
Secretary's Office	98,605	-	98,605
State Highway Administration	221,526	-	221,526
Port Administration	86,163	-	86,163
Motor Vehicle Administration	175,412	-	175,412
Transit Administration	655,707	-	655,707
Aviation Administration	170,819	-	170,819
Intergovernmental:			
Highway user revenue distributions and federal fund pass-thru to local subdivisions	252,574	-	252,574
Washington Metropolitan Area Transit Authority Grants	396,094	-	396,094
Distributions to other state agencies	127,957	-	127,957
Debt service:			
Principal repayment		109,340	109,340
Interest		70,968	70,968
Capital outlay	1,491,360	-	1,491,360
Total expenditures	3,676,217	180,308	3,856,525
Excess of revenues over (under) expenditures	41,687	(178,529)	(136,841)
OTHER FINANCING SOURCES (USES):			
Proceeds from bonds issued	165,000	-	165,000
Premium on bonds	15,016	9,307	24,323
Capital leases	335,025	-	335,025
Refunding of capital leases	(305,898)	-	(305,898)
Debt service transfer	(174,278)	174,278	-
Total other financing sources and uses	34,865	183,585	218,450
Net change in fund balances	76,552	5,056	81,609
Fund balances, July 1, 2012	227,180	-	227,180
Fund balances, June 30, 2013	$ 303,732	$ 5,056	$ 308,789

The notes to the financial statements are an integral part of this statement.

MARYLAND DEPARTMENT OF TRANSPORTATION
Reconciliation of the Statement of Revenues, Expenditures and Changes in Fund Balances of Governmental Funds to the Statement of Activities
For the Fiscal Year Ended June 30, 2013
(amounts expressed in thousands)

Amounts reported for governmental activities in the statement of activities are different because:

Net change in fund balances - total governmental funds (page 33)		$ 81,609
Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount by which capital outlays exceeded depreciation in the current period.		
Capital outlays	$ 1,491,360	
Seagirt asset	54,341	
Depreciation expense	(973,630)	
		572,071
Revenues in the statement of activities that do not provide current financial resources are not reported as revenues in the funds.		
Deferred revenue		(24,841)
The issuance of long-term debt (e.g., bonds, leases) provides current financial resources to government funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net positon. Also, governmental funds report the effect of issuance costs, premiums, discounts and similar items when debt is first issued, whereas these amounts are deferred and amortized in the statement of activities. This amount is the net effect of these differences in the treatment of long-term debt and related items.		
Net premium on bonds	(11,357)	
Principal repayment of bonds	109,340	
Debt Issued, transportation bonds	(165,000)	
Capital lease additions	(335,025)	
Capital leases retired	305,898	
Amortized deferred amount on refunding bonds	(6,680)	
		(102,824)
Some expenses reported in the statement of activities do not require the use of current financial resources, and therefore, are not reported as expenditures in the governmental funds.		
Accrued interest	(3,156)	
Compensated absences	(457)	
Energy savings liability	2,903	
Workers compensation	(2,034)	
State pension obligation	(24,446)	
MTA OPEB obligation	(51,717)	
Energy savings asset	(15,289)	
MTA pension prepaid expense	(5,063)	
Other	41,004	
		(58,255)
Deferred financing inflows		
New fixed asset	(54,341)	
Amortization	1,132	
		(53,209)
Change in net positon of governmental activities (page 31)		$ 414,550

The notes to the financial statements are an integral part of this statement.

MARYLAND DEPARTMENT OF TRANSPORTATION
Statement of Fiduciary Net Position
Fiduciary Funds
As of June 30, 2013
(amounts expressed in thousands)

	Maryland Transit Administration Pension Plan Trust Fund	Agency Funds
ASSETS:		
Cash and cash equivalents	$ 10,578	$ 35,823
Investments, at fair value:		
Equity securities pool	75,153	-
Fixed income pool	36,955	-
Alternative investments pool	57,040	-
Real estate pool	9,644	-
Total investments	178,792	35,823
Accounts receivable	2,556	-
Total assets	191,927	35,823
LIABILITIES:		
Accounts payable	2,556	$ 35,823
NET POSITION:		
Held in trust for pension benefits	$ 189,370	

The notes to the financial statements are an integral part of this statement.

MARYLAND DEPARTMENT OF TRANSPORTATION
Statement of Changes in Fiduciary Net Position
Fiduciary Funds
For the Fiscal Year Ended June 30, 2013
(amounts expressed in thousands)

		Maryland Transit Administration Pension Plan Trust Fund
ADDITIONS:		
Contributions from employer		$ 29,519
Investment earnings:		
Interest income	$16,528	
Net appreciation in fair value of investments	3,115	
Net investment earnings		19,643
Total additions		49,162
DEDUCTIONS:		
Benefit payments		30,305
Administrative expenses		1,138
Total deductions		31,443
Change in net postion		17,719
Net positon, July 1, 2012		171,651
Net position, June 30, 2013		$ 189,370

The notes to the financial statements are an integral part of this statement.

MARYLAND DEPARTMENT OF TRANSPORTATION
Notes to the Financial Statements
For the Year Ended June 30, 2013

1. Summary of Significant Accounting Policies:

A. Reporting entity:

The Maryland Department of Transportation (Department), a department of the State of Maryland, was established by statute in 1971. The Department is responsible for carrying out the Governor's policies in the area of transportation under statutory mandates, guidelines and constraints established by the State's General Assembly. The Department has the responsibility for most state-owned transportation facilities and programs, including planning, financing, construction, operation and maintenance of various modes of transportation and carrying out related licensing and administrative functions. The statutorily created transportation agencies included in the Department are the Maryland Aviation Administration (MAA), Maryland Port Administration (MPA), Motor Vehicle Administration (MVA), Maryland Transit Administration (MTA), State Highway Administration (SHA) and the Secretary's Office (TSO).

The accompanying financial statements include the Department, which has no component units. The Maryland Transportation Authority (Authority) is a separate entity with separate fiscal operations and management, and accordingly, is excluded from *The Financial Reporting Entity* of the Department, since it does not qualify for inclusion under Governmental Accounting Standards Board (GASB) Statement No. 14, because it is not financially accountable to the Department.

B. Government-wide and fund financial statements:

The Department's government-wide financial statements (i.e., the Statement of Net Position and the Statement of Activities) report information on all non-fiduciary activities of the government. As a general rule, the effect of inter-fund activity has been eliminated from the government-wide financial statements. The Department's governmental activities are supported primarily by taxes, intergovernmental revenues and charges for services. Fiduciary funds are excluded from the Department's government-wide and fund financial statements, as fiduciary assets are not available for the Department's use.

The Statement of Activities demonstrates the degree to which the direct expenses of a given function are offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function. Program revenues include (1) charges to customers or applicants who purchase, use or directly benefit from goods, services or privileges provided by a given function and (2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function. Taxes and other items not properly included among program revenues are reported instead as general revenues.

Separate financial statements are provided for the fiduciary fund (Maryland Transit Administration Pension Plan Trust Fund).

C. Measurement focus, basis of accounting and financial statement presentation:

The government-wide financial statements and the fiduciary fund financial statements are reported using the economic resources measurement focus and accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when incurred, regardless of the timing of related cash flows. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

The governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Under the modified accrual basis of accounting revenues are recognized in the financial statements as soon as they are both measurable and available. Revenues are considered available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the Department considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures generally are recorded when a liability or obligation is incurred as a result of goods or services rendered, as under accrual accounting. However, under the modified accrual basis, debt service expenditures are recorded only when payment is due. Compensated absences, retirement and workers' compensation costs and claims, judgments and other liabilities not expected to be paid with current available resources are recognized when the obligations are expected to be liquidated with expendable available financial resources.

Motor vehicle taxes, motor vehicle fuel taxes, charges for services, Federal reimbursements and interest associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenue of the current fiscal period. All other revenue items are considered to be measurable and available only when cash is received by the Department.

The Department collects and receives various types of motor vehicle taxes and fees. These taxes and fees consist primarily of a portion of the motor vehicle fuel taxes, motor vehicle titling taxes and motor vehicle registration fees. The Department accrues the June motor vehicle fuel taxes and titling taxes that are unremitted as of year-end as a receivable. These taxes are considered measurable and available since they represent June collections that are remitted to the Department in July and thereafter by merchants who collect these taxes. Expenditure-driven Federal grants are recognized as revenue when the qualifying expenditures have been incurred, all other grant requirements have been met and the reimbursement funding is available from the Federal government.

The Department reports the following major governmental fund:
Special Revenue Fund:
Transactions related to resources obtained, the uses of which are restricted for specific purposes, are accounted for in the special revenue fund. The special revenue fund accounts for resources used for operations (other than debt service and pension activities) of the Department, including construction and improvement of transportation facilities and mass transit operations. Fiscal resources dedicated to transportation operations include the excise taxes on motor vehicle fuel and motor vehicle titles, a portion of the State's corporation income tax and the State's sales tax, wharfage and landing fees, fare box revenues, bond proceeds, Federal grants for transportation purposes and other receipts of the Department's agencies. The Department's unexpended balances as of year-end do not revert to the State's general fund. In addition, the various categories of transportation bonds are serviced from the resources of the Department. The particular taxes and other designated revenues are dedicated to the payment of transportation bonds and constitute the sole sources to which holders of transportation bonds may legally look for repayment.

The Department reports the following non-major governmental fund:
Debt Service Fund:
Transactions related to the resources accumulated and payments made for principal and interest on long-term transportation debt of governmental funds are accounted for in the debt service fund.

Additionally, the Department reports the following fund types:

Pension Trust Fund:

The pension trust fund accounts for the activities of the Maryland Transit Administration Pension Plan, which accumulates resources for pension benefit payments to qualified Maryland Transit Administration employees. The pension trust fund accounts for plan assets at their fair value. Additional information regarding the Maryland Transit Administration Pension Plan is included in Note 15. The accounts of the pension trust fund are maintained and reported using the accrual basis of accounting. Under this method, revenues are recorded in the fiduciary fund financial statements when earned, administrative expenses are recorded at the time the liabilities are incurred and pension benefits are recorded when paid.

Agency Fund:

The agency fund is custodial in nature and does not present the results of operations or have a measurement focus. The Department uses an agency fund to account for the receipt and disbursement of Federal grant proceeds collected by the Department for distribution to political subdivisions and the accumulation of and payment of funds for debt service issued under the alternative county transportation bond program. When both restricted and unrestricted resources are available for use, the Department's policy is to use unrestricted resources first and then restricted resources as they are needed.

D. Assets, liabilities and net position or equity:

1. Deposits and investments:

The Department's cash on hand, demand deposits and short-term investments maturing within 90 days from the date purchased are considered as cash and cash equivalents. The Department's investments are recorded at fair value and changes in fair value are recognized as revenue. The cash and cash equivalents and investments of the Pension Trust Fund are maintained by the State Retirement and Pension System of Maryland (System) on a pooled basis. The System, in accordance with Article 73B, Section 160 of the Annotated Code of Maryland, is permitted to make investments subject to the terms, conditions, limitations and restrictions imposed by the Board of Trustees of the System. The law further provides that not more than 15% of the assets that are invested in common stocks may be invested in non-dividend paying common stock. The System's investments are commingled in three combined investment funds. Two investment funds consist principally of bonds and other fixed income investments, while the other investment fund consists principally of common stocks.

2. Receivables and payables:

Amounts due to the Department from various tax revenue sharing programs are recorded as taxes receivable, while amounts due to the Department from the Federal government are reported as intergovernmental receivables. Amounts representing balances due from the Maryland Transportation Authority and the State's General Fund are reported as due from other state agencies. Amounts representing balances due to the Maryland Transportation Authority and the State's General Fund are reported as due to other state agencies. Amounts representing balances due to political subdivisions are reported as accounts payable to political subdivisions.

3. Inventories and prepaid items:

All inventories are valued at cost using the first-in/first-out (FIFO) method. Inventories of governmental funds are recorded as expenditures when consumed rather than when purchased. Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in both government-wide and fund financial statements.

4. Capital assets:

Capital assets, which include land, buildings and improvements, machinery and equipment, construction

in progress and infrastructure assets (e.g., roads, bridges, sidewalks and similar items) are reported in the governmental activities column in the government-wide financial statements. Capital assets are defined by the Department as assets with an initial, individual cost of more than $50,000 and an estimated useful life in excess of two years. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Cost on constructed assets includes materials, labor, design and any other costs directly related to putting the asset in use. Donated capital assets are recorded at estimated fair market value at the date of donation. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend asset lives are not capitalized. Major outlays for capital assets and improvements are capitalized as projects are constructed. Capital assets are depreciated using the straight line method over the following estimated useful lives:

Capital Assets	Years
Buildings and improvements	5-50
Transit vehicles and equipment	10-25
Other vehicles	3-10
Office equipment	3-10
Computer equipment	3-10
Computer software	5-10
Infrastructure	10-50

5. Compensated absences:
It is the State's policy to permit employees to accumulate earned but unused vacation and sick pay benefits. There is no liability for unpaid accumulated sick leave since the State does not have a policy to pay any amounts when employees separate from service with the State. All vacation pay is accrued when earned in the government-wide and fiduciary fund financial statements. A liability for these amounts is reported in governmental funds only if they have matured as a result of employee resignations and/or retirements. Principally all full-time State employees accrue annual leave based on the number of years employed up to a maximum of 25 days per calendar year. Earned annual leave may be accumulated up to a maximum of 75 days as of the end of each calendar year. Accumulated earned, but unused annual leave for the Department's employees is accounted for in the government-wide financial statements.

6. Long-term obligations:
In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities. Bond premiums and discounts, as well as debt issuance costs, are deferred and amortized over the life of the bonds. Bonds payable are reported net of the applicable bond premium or discount. Bond issuance costs are reported as deferred charges and amortized over the term of the related debt. In the fund financial statements, governmental fund types recognize bond premiums and discounts, as well as bond issuance costs, during the period the debt is issued. The face amount of debt issued is reported as other financing sources. Premiums received on debt issuances are reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as operating expenditures.

E. New pronouncements:
The GASB issued Statement No. 62, Codification of Accounting and Financial Reporting Guidance Contained in Pre- November 30, 1989 FASB and AICPA Pronouncements, in December 2010, effective for financial statement periods beginning after December 15, 2011. In November 2010, the GASB issued Statement No. 60, Accounting and Financial Reporting for Service Concession Arrangements, and Statement No. 61, The Financial Reporting Entity: Omnibus – an amendment of GASB Statements

No. 14 and No. 34, effective for periods beginning after December 15, 2011 and June 15, 2012, respectively. In addition, in June 2011, the GASB issued Statement No. 63, Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources, and Net Position, effective for periods beginning after December 15, 2011. The Department has implemented the above GASB statements, and they have no material effect on the financial position of the Department.

In March 2012, the GASB issued Statement No. 65, Items Previously Reported as Assets and Liabilities, and Statement No. 66, Technical Corrections – 2012 – an amendment of GASB Statements No. 10 and No. 62, effective for periods beginning after December 15, 2012. In June 2012, the GASB issued Statement No. 67, Financial Reporting for Pension Plans – an amendment of GASB Statement No. 25, and Statement No. 68, Accounting and Financial Reporting for Pensions – an amendment of GASB Statement No. 27, effective for periods beginning after June 15, 2013, and 2014, respectively. In January 2013, GASB issued Statement No. 69, Government Combination and Disposals of Government Operations, effective for periods beginning after December 15, 2013. In April 2013, GASB issued Statement No. 70, Accounting and Financial Reporting for Non-exchange Guarantees, effective for periods beginning after June 15, 2013. The Department will implement these statements as of their effective dates. While the Department is still in the process of determining the effect of implementing these GASB statements, it is expected that Statement No. 68 will have a material effect on the financial position of the Department.

2. Reconciliation of Government-wide and Fund Financial Statements:

The governmental fund Balance Sheet includes reconciliation between fund balance – total governmental funds and total net position – total governmental activities as reported in the government-wide Statement of Net Position. The governmental fund Statement of Revenues, Expenditures and Changes in Fund Balances includes reconciliation between the net change in fund balance – total governmental funds and the change in net position of governmental activities as reported in the government-wide Statement of Activities.

3. Deposits and Investments:

As of June 30, 2013, the Department had the following investments:

(amounts expressed in thousands)

Investment Type	Fair Value 2013
Money Markets - Agency Funds	$ 35,823
Pooled investments - Pension Trust Fund	178,792
State Treasurer's pooled – Special Fund	86,873
Restricted investment– Special Fund	24,015
Total investments at fair value	$ 325,503

Interest rate risk:

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The Department's policy for managing its exposure to fair value loss arising from increasing interest rates is to comply with the Maryland State Treasurer policy on all of the Department's investments. The Maryland State Treasurer's investment policy states that to the extent possible, it will attempt to match its investments with anticipated cash flow requirements. Unless matched to a specific cash flow, the Maryland State Treasurer will not directly invest in securities

maturing more than five years from the date of purchase. The Department followed this policy for all of its investments.

Credit risk:
Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. The Department's policy for reducing its exposure to credit risk is to comply with the Maryland State Treasurer policy, which requires that the Treasurer's investments in repurchase agreements be collateralized by U.S. Treasury and agency obligations. In addition, investments may be made directly in U.S. agency obligations. These agency obligations are rated Aa1 by Moody's and AAA by Standard and Poor's. State law also requires that money market mutual funds contain only U.S. Treasuries or agencies or repurchase agreements secured by U.S. Treasuries or agencies. The money market mutual funds are rated Aaa/AAA.

Concentration of credit risk:
Concentration of credit risk is the risk of loss attributed to the magnitude of a government's investment in a single issuer. The Department's policy for reducing this risk of loss is to comply with the Maryland State Treasurer policy, which states the investment policy limits the amount of repurchase agreements to be invested with a particular institution to 30% of the portfolio. Other than that, there is no limit on the amount that may be invested in any one issuer.

Custodial credit risk - deposits and investments:
Custodial credit risk is the risk that, in the event of a bank failure, the Department's deposits may not be returned to it. Deposits are exposed to custodial credit risk if they are not covered by depository insurance and the deposits are (a) uncollateralized, (b) collateralized with securities held by the pledging financial institution, or (c) collateralized with securities held by the pledging financial institution's trust department or agent but not in the Department's name. The Department does not have a formal deposit policy for custodial credit risk, but follows the Maryland State Treasurer's policy that states the Treasurer may deposit in a financial institution in the State any unexpended or surplus money in which the Treasurer has custody. As of June 30, 2013, none of the Department's bank balance was uninsured or uncollateralized; none was uninsured or collateralized with securities held by the pledging financial institution; and none were uninsured or collateralized with securities held by the pledging financial institution's trust department or fiscal agent, but not in the Department's name. The Maryland State Treasurer (i.e., law, regulation or formal policy) defines the types of securities authorized as appropriate investments for the Department and the conditions for making investment transactions. Investment transactions may be conducted only through qualified depositories, certified dealers, or directly with issuers of the investment securities. As of June 30, 2013 the Department reported a total of $24,015,000 in *Cash and cash equivalents – restricted* on the Department's balance sheet. This amount consists of $18,959,000 restricted cash primarily for the construction retainages related to the SHA road projects and $5,056,000 for bond premiums in the debt service fund.

The Maryland State Treasurer authorizes the Department to invest in obligations of the U.S. Treasury including bills, notes, and bonds; obligations of U.S. agencies and instrumentalities; repurchase agreements secured by an U.S. Treasury agency; instrumentality obligations or bankers' acceptances guaranteed by a financial institution with the highest short-term debt rating by at least one nationally recognized statistical rating organization (NRSRO); commercial paper with the highest rating by at least one NRSRO; shares or certificates in a money market mutual fund as defined by the Maryland State Treasurer; and Maryland local government pooled with short-term investments.

4. Receivables and Deferred Revenue:

The Department's receivables as of June 30, 2013 for the individual funds were as follows:

(amounts expressed in thousands)

Receivables	Special Revenue	Trust & Agency	Total
Taxes receivable	$ 144,858		$ 144,858
Intergovernmental receivable	338,265		338,265
Other accounts receivable	40,016	$ 2,556	42,572
Due from other state agencies	142,566		142,566
Net total receivables	$ 665,705	$ 2,556	$ 668,261

The Department's Taxes receivable consist of receivables recorded at year-end for the Motor Vehicle Fuel Tax Division in the amount of $109,237,000 and the Motor Vehicle Administration's titling tax in the amount of $35,621,000. The Department's Intergovernmental receivables consist of receivables from the Federal government in the amount of $331,657,000 and from the local subdivisions in the amount of $6,608,000. The Department's other accounts receivable, of $42,572,000; consist of miscellaneous receivables recorded at fiscal year-end across the Department.

A balance of $21,049,000 is reported as Due from other state agencies in the Special Revenue Fund for the amount due from the State Comptroller's Revenue Administration Division for cash transfers not transferred to the Department as of June 30, 2013. Also included in Due from other state agencies is the amount $77,574,000, for the amount due from the Maryland Transportation Authority for Passenger Facility Charge (PFC), Customer Facility Charge and special parking revenue collections; $9,907,000 is reported as Due from other state agencies in the Special Revenue Fund for the amount due from the Maryland Transportation Authority for the ICC project; $34,036,000 is reported as Due from other state agencies, which is due from the Maryland Department of Budget and Management for the health benefits refund. Also included in Due from other state agencies on the Statement of Net Position is the amount for the Department's Energy Savings Program (ESP) as of June 30, 2013, in the amount of $11,284,000.

The Department's deferred revenue in connection with resources that have been received, but not yet earned was $169,173,000 as of June 30, 2013. As of June 30, 2013, the Department reported deferred revenue in the governmental funds for customer prepayments of future airport services to be provided by the Maryland Aviation Administration in the amount of $1,579,000 and the amount of $35,387,000 for revenues collected by the State Highway Administration for advanced contract payments made by third-party vendors. As of June 30, 2013, the Department also reported deferred revenue in the governmental funds in the amount of $77,574,000 for the balance in the MAA PFC's and Customer Facility Charge (CFC) Improvement Funds, and Federal receivables of $54,633,000 that was not collectable within the period available, therefore was not available.

5. Capital Assets:

Depreciation expense on capital assets charged to the Department's modal administration/functions in the Statement of Activities as of June 30, 2013, was as follows:

(amounts expressed in thousands)

Depreciation Expense - Governmental Activities	
Secretary's Office	$ 4,544
State Highway Administration	721,007
Port Administration	24,844
Motor Vehicle Administration	12,727
Transit Administration	130,776
Aviation Administration	79,732
Total depreciation expense - governmental activities	$ 973,630

The Department's Capital assets activity by asset classification, including accumulated depreciation, for the year ended June 30, 2013, was as follows:

(amounts expressed in thousands)

Capital Assets - Governmental activities	Balance July 1, 2012	Increases	Decreases	Transfers In (Out)	Balance June 30, 2013
Capital Assets not depreciated:					
Land	$ 2,442,743	$ 32,383	$ (722)	$ -	$ 2,474,404
Construction in progress	2,112,202	878,172	-	(437,239)	2,553,135
Total capital assets not depreciated	4,554,945	910,555	(722)	(437,239)	5,027,539
Capital assets depreciated:					
Building & improvements	2,499,468	6,671	(4,492)	30,375	2,532,022
Machinery & equipment	1,958,153	78,638	(39,253)	61,432	2,058,970
Infrastructure	19,550,046	542,940	(2,407)	345,432	20,436,011
Seagirt Assets	-	54,341	-	-	54,341
Total capital assets depreciated	24,007,667	682,590	(46,152)	437,239	25,081,344
Accumulated depreciation for:					
Building & improvements	(1,088,940)	(82,513)	1,635	-	(1,169,818)
Machinery & equipment	(1,303,739)	(115,056)	38,178	-	(1,380,617)
Infrastructure	(10,531,473)	(774,929)	2	-	(11,306,400)
Seagirt Assets	-	(1,132)	-	-	(1,132)
Total accumulated depreciation	(12,924,152)	(973,630)	39,815	-	(13,857,967)
Net capital assets after depreciation	11,083,515	(291,040)	(6,337)	437,239	11,223,377
Net total capital assets – governmental activities	$15,638,460	$619,515	$ (7,059)	$ -	$ 16,250,916

6. Service Concession Arrangement:

The Department implemented GASB Statement No. 60 'Accounting and Financial Reporting for Service Concession Arrangements' as of July 1, 2012. The Department has entered into long-term lease of with Ports America Corporation (PAC) to manage, operate and maintain the Dundalk Marine terminal. These agreements satisfy the criteria established to be considered service concession arrangements (SCAs).

Under the terms of the ground lease, the Department transfers rights to PAC for a term of 50 years. After 50 years the Department has the option to buy PAC's equipment. PAC charges and collects fees from

the user for container lifts, short tons of roll on-roll off, break-bulk and bulk cargo and pays the operating costs, management fee and debt service associated with the project. The Department has the ability to approve what services the operator is required to provide.

As of June 30, 2013, the Capital assets, net accumulated depreciation and deferred service concession arrangement receipts were $53,209,000.

7. Construction Commitments:

The Department has active construction commitments outstanding as of June 30, 2013 of approximately $3,354,912,000, principally for construction of highway, port, motor vehicle, aviation and transit projects. Approximately 34.2% of future expenditures, related to these commitments of the Department, are expected to be reimbursed from proceeds of approved Federal grants when the actual costs are incurred. The remaining balance will be funded by other financial resources of the Department, including the issuance of long-term debt.

As of June 30, 2013, the Department's commitments with contractors were as follows:

(amounts expressed in thousands)

Construction projects	Spent-to-date	Remaining commitment
Highway construction	$ 2,132,535	$ 1,374,381
Port construction	196,073	453,404
Motor vehicle construction	136,053	134,576
Transit construction	949,805	940,199
Aviation construction	450,933	452,352
Total projects	$ 3,865,399	$ 3,354,912

8. Interfund Transfers:

The interfund transfers for the Department for the year ended June 30, 2013, were as follows:

(amounts expressed in thousands)

Transfers In	Transfers Out	Amount
Debt service fund	Special revenue fund	**$ 174,278**

The purpose of this interfund transfer is to record the amount of revenue transferred from the special revenue fund to the debt service fund for debt service principal and interest payments. This transfer is reported on the Statement of Revenues, Expenditures and Changes in Fund Balances for the year ended June 30, 2013 as a Debt service transfer under Other Financing Sources (Uses).

9. Due to Other State Agencies:

The amount reported as Due to other state agencies within the Special Revenue Fund in the accompanying balance sheet is $16,084,000. This represents the amount due to the State's General Fund for motor vehicle fuel tax, hazmat program, auto safety and commercial vehicle enforcement which was not transferred as of June 30, 2013.

10. Operating and Capital Leases:

Operating Leases:

The Department leases office space under various agreements that are accounted for as operating leases. Rent expense under these agreements was $2,911,000 for the year ended June 30, 2013.

The future minimum operating lease payments under these agreements as of June 30, 2013, were as follows:

(amounts expressed in thousands)

Years Ending June 30,		Operating Leases Future Minimum Payments
2014	$	2,911,167
2015		2,777,555
2016		2,486,047
2017		2,486,047
2018		2,486,047
2019 – 2023		6,319,882
Total operating leases	$	19,466,745

Capital Leases:

The Department has entered into several lease agreements for the financing of various transportation related projects. The Department has also entered into agreements with the Maryland Transportation Authority for the financing of various aviation projects. The Department has reported obligations under capital leases of $591,783,000, as of June 30, 2013. The Department's activity related to capital leases is included in the table in note 11 (see section titled Changes in long-term liabilities).

The Department's capital lease obligations as of June 30, 2013, were as follows:

- $15,530,000 in obligations related to Project Certificates of Participation for the Maryland Aviation Administration Facilities, Series 2010 (refunding), issued on December 1, 2010, at annual interest rates ranging from 3.00-5.00%;
- $11,655,000 in obligations related to Project Certificates of Participation for the Maryland Transit Administration Project, Series 2010 (refunding), issued on December 1, 2010, at annual interest rates ranging from 3.00-5.00%;
- $5,100,000 in obligations related to Certificates of Participation for the BWI Marshall Airport Shuttle Bus Fleet Acquisition, Series 2004, issued on October 7, 2004, at annual interest rates ranging from 2.75-3.60%;
- $20,560,000 in obligations related to Certificates of Participation for the Maryland Port Administration Facility Project, Series 2006, issued on June 14, 2006, at annual interest rates ranging from 4.25-5.25%;
- $9,511,000 for the Maryland Transportation Authority's financing of the Port Administration's Masonville Automobile terminal at an annual interest rate of 5.5%;
- $187,575,000 (minimum lease payments until bond proceeds are expended) for the Maryland Economic Development Corporation bond issuance for the Maryland Aviation Facilities, issued on April 3, 2003, at annual interest rates ranging from 4.5-5.5%;
- $20,670,000 for the Maryland Economic Development Corporation bond issuances for the financing of the Department's headquarters building, original bonds issued on June 27, 2002, refunding bonds issued May 25, 2010 at annual interest rates ranging from 3.0-4.5%;
- $175,632,000 on long-term obligations related to the financing of BWI Marshall Airport parking and roadway projects. Bonds associated with this agreement were issued by the Maryland

Transportation Authority in the amount of $264,075,000 on March 5, 2002, and refunded on April 25, 2012, with annual interest rates ranging from 4.0 - 5.0%; the total liability is $182,025,000 (less monies MDTA and/or the trustee is holding);

- $93,260,000 on long-term obligations related to the financing of BWI Marshall Airport Consolidated Rental Car Facility. Bonds associated with this agreement were issued by the Maryland Transportation Authority in the amount of $117,345,000 on June 18, 2002, at annual interest rates ranging from 2.74-6.65%; the total liability is $99,040,000 (less monies held by MDTA and/or trustee);
- Variable rate demand bonds for BWI Marshall Airport's various airport improvement projects were issued by the Maryland Transportation Authority in the amount of $69,700,000 on December 16, 2003, at a variable interest rate. As of June 30, 2013, the interest rate was 0.06% per annum; the total liability is $11,200,000 (less monies MDTA and/or the trustee is holding in the amount of $15,699,000);
- $30,888,000 minimum payments, for the financing of certain airport facilities project located at BWI Marshall Airport including construction of a connector hallway between Concourse B and C. Bonds were issued by Maryland Transportation Authority on April 25, 2012, in the amount of $50,905,000 at annual interest rates ranging from 4.0 - 5.0%; As of June 30, 2013, the total liability is $49,110,000 (see below) (less monies MDTA and /or trustee is holding);
- $25,901,000 on long-term obligations related to the financing of BWI Marshall Airport's runway safety and paving improvement projects. Bonds were issued by the Maryland Transportation Authority on December 13, 2012, in the amount of $92,070,000 fixed rate bonds with interest rates ranging from 2.0-4.0% and $43,400,000 of variable rate demand bonds. As of June 30, 2013, the interest rate on the variable rated bonds was .09%. No funds have been drawn on either series; therefore, total liability is $135,470,000 (less monies MDTA and/or the trustee is holding).

As bond proceeds are spent for construction, the Department's liability (or minimum payments) and related capital assets will increase, accordingly. Once construction is completed, the Construction in Progress asset will become a Building or Infrastructure asset.

The future minimum capital lease obligations and the net present value of these minimum lease payments as of June 30, 2013, were as follows:

(amounts expressed in thousands)

Years Ending June 30,	Amount
2014	$ 77,861
2015	66,601
2016	66,587
2017	65,209
2018	63,646
2019-2023	305,574
2024-2028	250,787
2029-2033	122,725
Total minimum lease payments	1,018,990
Less: amount representing interest	(271,544)
Less: funds held by bond trustee	(155,663) (a)
Present value of minimum lease payments	$ 591,783

(a) The reduction shown in the amount of $155,663,000 are monies held by the bond trustee on behalf of the Maryland Transportation Authority to be used for construction and Debt service reserve fund expenditures.

The capital assets acquired through capital leases as of June 30, 2013 were as follows:

(amounts expressed in thousands)

Capital Asset	Amount
Construction in progress	$130,965
Land and improvements	16,266
Buildings and improvements	869,150
Machinery and equipment	63,495
Infrastructure	286,578
Total acquired capital assets	1,366,454
Less: accumulated depreciation	(392,568)
Total capital assets – net	$973,886

11. Long-term Liabilities:

Transportation bonds:

The Department issues Consolidated Transportation Bonds to provide funds for the acquisition and construction of major capital facilities. Consolidated Transportation Bonds are limited obligations issued by the Department for highway, port, airport, rail or mass transit facilities or any combination of such facilities. The principal must be paid within 15 years from the date of issue. As provided by law, the General Assembly shall establish in the budget for any fiscal year a maximum outstanding aggregate amount of these Consolidated Transportation Bonds as of June 30 of the respective fiscal year that does not exceed $4,500,000,000 through June 30, 2013, and thereafter. The aggregate principal amount of those bonds that were allowed to be outstanding as of June 30, 2013, was $1,913,290,000. The aggregate principal amount of Consolidated Transportation Bonds outstanding as of June 30, 2013, was $1,618,290,000. Consolidated Transportation Bonds are paid from the Debt Service Fund.

The Department's Transportation Bonds outstanding as of June 30, 2013, were as follows:

(amounts expressed in thousands)

	Interest Rates	Amount
Consolidated Transportation Bonds - due serially through 2027 – for state transportation activity	2.0-5.5%	$1,438,755
Consolidated Transportation Bonds, refunding – due serially through 2019 – for state transportation activity	5.0%	179,535
Total consolidated transportation bonds		$1,618,290

Principal and interest on Consolidated Transportation Bonds are payable from the proceeds of certain excise taxes levied by statute, a portion of the corporate income tax and a portion of the State sales tax credited to the Department. These amounts are applicable to the extent necessary for that exclusive purpose before being available for other uses by the Department. If those tax proceeds become insufficient to meet debt service requirements, other receipts of the Department are available for that

purpose. The holders of such bonds are not entitled to look to other State resources for payment. Under the terms of authorizing bond resolutions, additional Consolidated Transportation Bonds may be issued provided, among other conditions, that (i) total receipts (excluding Federal funds for capital projects, bond and note proceeds and other receipts not available for debt service), less administration, operation and maintenance expenses for the preceding fiscal year, equal at least two times the maximum annual debt service on all Consolidated Transportation Bonds outstanding and to be issued, and (ii) total proceeds from pledged taxes equal at least two times the maximum annual debt service on all consolidated transportation bonds outstanding and to be issued.

County Transportation Bonds are issued by the Department and the proceeds are used by participating counties and Baltimore City to fund local road construction, reconstruction and other transportation projects and facilities and to provide local participating funds for Federally-aided highway projects. Debt service on these bonds is payable from the participating counties' and Baltimore City's share of highway user revenues. Legislation was enacted during the 1993 session of the General Assembly that established an alternative county transportation bond program. This new legislation provides features similar to the previous program except that the county transportation debt will be the obligation of the participating counties rather than the Department. Unexpended bond proceeds, if any and certain debt service sinking fund amounts aggregating $10,550,189 were invested in money market trusts as of June 30, 2013, and are reported as restricted cash and cash equivalents in governmental fund types. This amount is restricted for county bonded debt service only. $101,685,000 in County Transportation Revenue Bonds was outstanding on June 30, 2013.

On February 28, 2013, consolidated transportation bonds in the amount of $165,000,000 were issued by the Department with a net premium of $25,113,000. These bonds are dated February 28, 2013 with maturities ranging from February 15, 2016 to February 15, 2028 at an interest rate ranging from 2.0-5.0%.

Annual debt service requirements to maturity for transportation bonds in future years are as follows:

(amounts expressed in thousands)

Years Ending June 30,	Transportation Bonds-Principal	Consolidated Transportation Bonds-Interest	Total Transportation Bond Debt Service Requirements
2014	$ 130,620	$ 72,183	$ 202,803
2015	152,415	66,370	218,785
2016	170,150	59,298	229,448
2017	186,325	51,069	237,394
2018	178,510	42,253	220,763
2019-2023	602,130	117,499	719,629
2024-2028	198,140	18,702	216,842
Total	$ 1,618,290	$ 427,374	$ 2,045,664

Changes in long-term liabilities:

The Department's long-term liability activity for the year ended June 30, 2013, was as follows:

(amounts expressed in thousands)

Governmental activities:	Beginning Balance July 1, 2012	Additions	Reductions	Ending Balance June 30, 2013	Due Within One Year
Transportation bonds*	$1,562,630	$ 165,000	$(109,340)	$ 1,618,290	$ 130,620
Capital leases*	562,656	335,025	(305,898)	591,783	49,390
Pollution obligations	156,161	-	-	156,161	-
MTA OPEB obligations	169,285	51,717	-	221,002	-
State Pension obligations	149,232	24,446	-	173,678	-
Premium on bonds*	106,865	25,113	(13,756)	118,222	11,307
Worker's compensation costs	61,879	17,833	(15,799)	63,913	9,907
ESP obligations*	60,853	116	(3,019)	57,950	3,805
Compensated absences	47,926	30,180	(29,723)	48,383	29,951
Less: Deferred amount on refunding bonds*	(15,000)	6,680	-	(8,320)	575
Total long-term liabilities – governmental activities	$2,862,487	$ 656,110	$(477,535)	$ 3,041,062	$ 235,555

Note: * These items are combined for the net related debt calculation on the Statement of Net Position section entitled Net Position - Invested in capital assets, net of related debt.

The additions for capital leases were related to new debt issued for the refunding the Medco Piers A&B and MDTA PFC Project 2012-B&C. The interest savings for the Department on the Medco transaction was $34,948,000 over eighteen years.

The Maryland State Treasurer's Office negotiated financing for the Energy Savings Program obligations in the amount of $57,950,000; certain agencies have a Maryland Energy Administration State Agency Loan Program (SALP) loan totaling $5,516,000. The current portion that is due within one year is the principal due to the MSTO in the amount of $3,415,000 and the agencies SALP portion in the amount of $390,000; see footnote 21 for additional program details.

The Department's long-term liabilities, other than consolidated transportation bonds, are generally liquidated through the special revenue fund. The Department estimates there are no material liabilities for arbitrage rebates as of June 30, 2013.

12. Risk Management and Insurance:

Workers' Compensation:

The Department is self-insured for workers' compensation liabilities. The Department's workers' compensation self-insured liabilities are reported when it is probable that a loss has occurred and the amount of that loss can be reasonably estimated. Liabilities include an amount for claims that have been incurred but not reported. Because actual claims liabilities depend on such complex factors as inflation, changes in legal doctrines, and damage awards, the process used in computing claims liabilities does not necessarily result in an exact amount. Claims liabilities are reevaluated periodically to take into consideration recently settled claims, the frequency of claims, and other economic and social factors. Liabilities for incurred workers' compensation losses to be settled by fixed or reasonably determined payments over a long period of time are reported at their present value using a 4% discount rate. The workers' compensation costs are based upon separately determined actuarial valuations for the fiscal year ended June 30, 2013.

The Department's workers' compensation self-insurance program is administered by the Injured Worker's Insurance Fund under a contract which requires that the Department pay premiums based upon loss experience plus a proportionate share of administrative costs. In the event of termination of the contract, the Department is obligated for any premium deficiency at the time of termination. The Department's accrued workers' compensation costs, as of June 30, 2013, were $63,913,000.

The activity related to accrued workers' compensation costs is included in the table in note 11 (section titled Changes in long-term liabilities). Changes in the balances for the Department's workers' compensation liability during the past two fiscal years are as follows:

(amounts expressed in thousands)

	Fiscal Year Ended June 30, 2013	**Fiscal Year Ended June 30, 2012**
Unpaid claims, beginning of fiscal year	$61,879	$60,573
Incurred claims and changes in estimates	17,833	16,614
Claim payments	(15,799)	(15,308)
Total unpaid claims, end of fiscal year	$63,913	$61,879

Insurance:
The operations of the Department's Maryland Aviation, Maryland Port and Maryland Transit Administrations are covered by commercial liability insurance policies and many claims are handled by the Department's insurance carriers. The Maryland Aviation Administration's two facilities, Baltimore Washington International Thurgood Marshall Airport and Martin State Airport, are covered by an airport owners and operators general liability insurance policy providing coverage per occurrence up to $500,000,000 for bodily injury and property damage. This policy also contains a control tower liability endorsement that provides coverage for an occurrence arising out of the direct operation of the control tower at Martin State Airport. This policy no longer contains the war, hi-jacking and other perils endorsement due to the events of September 11, 2001. This endorsement is available for buy back for an additional premium.

The Maryland Port Administration's liability insurance policies, including excess liability policies, provide insurance up to $150,000,000 per occurrence for its port operations. These policies cover liability for both injury and property damage.

The Maryland Transit Administration's (MTA) operations are covered by $495,000,000 in excess liability insurance over and above the MTA's $5,000,000 self-insurance retention. For CSX and Amtrak commuter service, the MTA has purchased insurance to cover its contractual obligations. The insurance provides coverage for excess liability claims of $5,000,000 to $495,000,000; claims under $5,000,000 are self-insured by the Department. However, to comply with the provisions of the operating agreement with CSX, the MTA has entered into a $5,000,000 standby letter of credit against which CSX may draw in the event claims exceed, in the aggregate for an occurrence, the amount of $250,000. No claims were made against the letter of credit during the current fiscal year. In addition, the excess liability policies provide punitive damages liability coverage and Federal Employee Liability Act coverage to CSX arising from commuter rail operations for claims ranging from $5,000,000 to $495,000,000.

The amount of any settlements, within the Department, did not exceed the insurance coverage in each of the past three fiscal years. For those areas not covered by purchased insurance, the State Treasurer has a program of self-insurance for tort claims. By statute, bodily injury, personal injury or property damages

are limited to claims of $200,000 per claimant under the established self-insurance program.

13. Related Party Transactions:

Various State of Maryland agencies provide services for the Department for which they are reimbursed from the Department. During fiscal year 2013, such reimbursements are reflected as Distributions to other state agencies in the Special Revenue Fund.

14. Contingent Liabilities:

The Department is involved in numerous lawsuits arising in the normal course of its operations, including actions commenced and claims asserted against the Department for alleged property damage, personal injury, breaches of contract or other alleged violations of law. Additionally, the Department is currently involved in certain legal proceedings relative to a case concerning unreasonable discrimination and mass transit accident cases concerning train passenger injuries or death. In the opinion of Department officials, based on the advice of the Attorney General, such matters are covered by insurance or otherwise would not have a materially adverse effect on the Department's financial position as of June 30, 2013. Also, the Department believes no material exposure from unasserted claims exists as of June 30, 2013.

15. Other Postemployment Benefits (OPEB):

State Employee and Retiree Health and Welfare Benefits Program of Maryland:

Plan Description:

The members of the Maryland State Retirement, Pension and Law Enforcement Officers' Systems and their dependents are provided postemployment health care benefits through the State Employee and Retiree Health and Welfare Benefits Program (OPEB Plan). The OPEB Plan is a single-employer defined benefit health care plan established by the State Personnel and Pensions Article, Section 2-501 through 2-516 of the Annotated Code of Maryland. The OPEB Plan is self-insured to provide medical, hospitalization, prescription drugs and dental insurance benefits to eligible State employees, retirees and their dependents. State law grants authority to establish and amend benefit provisions to the Secretary of the Department of Budget and Management (DBM). In addition, the Secretary of DBM shall specify by regulation the types or categories of State employees who are eligible to enroll, with or without State subsidies, or who are not eligible to enroll.

Effective June 1, 2004, the State of Maryland established the Postretirement Health Benefits Trust Fund (OPEB Trust) as a separate entity to receive appropriated funds and contributions which will be used to assist the OPEB Plan in financing the State's postretirement health insurance subsidy. The OPEB Trust is established in accordance with the State Personnel and Pensions Article, Section 34-101, of the Annotated Code of Maryland and is administered by the Board of Trustees for the State Retirement and Pension System. Financial statements of the OPEB Trust may be obtained from the Office of the Maryland Comptroller, Treasury Building, Annapolis, MD 21401. A separate valuation is not performed by the Department. The Department's only obligation to the OPEB Plan is its required annual contribution.

Funding Policy:

The contribution requirements of the OPEB Plan members and the State are established by the DBM Secretary. Each year the DBM Secretary recommends to the Maryland Governor the State's share of the costs of the OPEB Plan. Beginning in fiscal year 2008, Maryland State law requires DBM to transfer any subsidy received as a result of the Federal Medicare Prescription Drug Improvement Act of 2003 or a similar subsidy to the OPEB Trust to prefund the costs of retirees' health benefits. Also, funds may be separately appropriated in the State's budget to transfer to the OPEB Trust.

Generally, a retiree may enroll and participate in the health benefit options if the retiree retired directly from State service with at least five years of creditable service, ended State service with at least 10 years of creditable service and within five years before the age at which a vested retirement allowance normally would begin or ended State service with at least 16 years of creditable service. Based on current practice, the State subsidizes approximately 50 to 85% of retiree premiums to cover medical, dental, prescription and hospitalization costs, depending on the type of insurance plan. The OPEB Plan is a cost sharing plan with the State of Maryland and assesses a charge to retirees for post-employment health care benefits, which is based on health care insurance charges for current employees. The Department's share of these retirees health insurance costs were $28,981,000 for the year ending June 30, 2013, and was included in the health care costs allocated to all participating employers.

The Schedule of Employer Contributions for the OPEB of the Maryland Department of Transportation Plan is as follows:

(amounts expressed in thousands)

Fiscal Year Ended June 30,	Annual Required Contribution	Annual Contribution Paid	Net OPEB Obligation	Percentage Contributed
2011	$ 17,670	$ 17,670	$ -	100.0 %
2012	24,526	24,526	-	100.0
2013	28,981	28,981	-	100.0

<u>Maryland Transit Administration Pension Plan - OPEB</u>:

Plan Description:
The members of the Maryland Transit Administration Pension Plan are provided post employment health care benefits through the State Employee and Retiree Health Plan or the MTA Health Plan. The MTA currently funds retirees' health care cost on a pay-as-you-go basis. As retirees incur expenses, the MTA pays out funds based on the appropriate benefit structure. The MTA does not currently have a separate fund set aside to pay health care costs. The MTA provides health care coverage for over 1,400 retirees. Retirees make the same contributions as active employees; however, Medicare contributions are handled separately.

Funding Policy:
The Department is required by law to provide funding each year to the OPEB Plan for the Department's share of the pay-as-you-go amount necessary to provide current benefits to retired employees and their dependents. The MTA healthcare benefits including Medical (PPO or HMO), prescription drug, dental and vision plans are provided to retirees meeting the following eligible criteria:

1. Age 65 with 5 years of service
2. Age 52 with 30 years of service
3. Age 55 with at least 30 years of service, including military and other qualifying service credits
4. Disabled with 5 years of service
5. Surviving spouse subsidized benefit for 3 years

Annual OPEB Costs and Net OPEB Obligation:
The Department's annual OPEB cost, related to the MTA Pension Plan, is calculated based on the annual required contribution (ARC), an amount actuarially determined in accordance with the parameters of GASB Statement No. 45, *Accounting and Financial Reporting by Employers for Post Retirement Employment other than Pensions*. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal costs each year and amortize any unfunded liabilities over a period not to exceed 30 years.

The annual OPEB cost and net OPEB obligation for the Maryland Transit Administration Pension Plan as of June 30, 2013 was:

(amounts expressed in thousands)

Annual Required Contribution (ARC)	$ 70,512
Interest on OPEB obligations	7,195
Adjustment to the OPEB cost	(11,843)
Annual OPEB cost	65,864
Contributions made in current fiscal year	(14,147)
Increase in OPEB obligation	51,717
Net OPEB obligation beginning of year	169,285
Net OPEB obligation end of fiscal year	$ 221,002

The three-year historical trend information for the Maryland Transit Administration Pension Plan is as follows:

(amounts expressed in thousands)

Fiscal Year Ended June 30,	Annual OPEB Cost	Annual Contribution Paid	Net OPEB Obligation	Percentage Contributed
2011	$ 48,807	$ 14,230	$ 132,177	29.2 %
2012	52,211	15,103	169,285	28.9
2013	65,864	14,147	221,002	21.5

Funded Status and Funding Progress:
The funded status of the OPEB Plan for the Maryland Transit Administration Pension Plan is as follows:

(amounts expressed in thousands)

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability	Unfunded Actuarial Accrued Liability (UAAL)	Covered Payroll	Percentage of UAAL over Covered Payroll
6/30/2009	$ -	$ 431,500	$ 431,500	$ 151,560	284.7 %
6/30/2011	-	527,679	527,679	147,474	357.8
6/30/2013	-	670,833	670,833	137,596	487.5

Actuarial Methods and Assumptions:
An actuarial valuation of an ongoing plan involves estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality and healthcare cost trends. Actuarially determined amounts are subject to continual revision as actual results are compared with the past expectations and new estimates are made about the future.

A projection of benefits for financial reporting purposes are based on the substantive plan and includes the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the employer and the plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce the efforts of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

The actuarial method and significant assumptions listed below were used in the actuarial valuation of the OPEB Plan for the Maryland Transit Administration Pension Plan as of June 30, 2013, was as follows:

Actuarial Cost Method:	Entry Age Normal, Level Dollar
Asset Valuation Method:	Market Value
Amortization Method:	Level dollar
Status of Period (open or closed):	Closed
Remaining Amortization Period:	21 years as of June 30, 2013
Rate of Return on Investments:	4.25%
Projected Inflation Rate:	4.5%
Projected Post-retirement Cost Rate:	Medical/Prescription 8.0%/9.0% in FY2013 and decreasing to 4.5% over 12 years Dental/Vision: 5.00% for future years Administrative Expenses 4.0% for future years

16. Retirement Systems and Pension Plans:

State Retirement and Pension System of Maryland:

The Department contributes to the State Retirement and Pension System of Maryland (System), established by the State to provide pension benefits for State employees (other than employees covered by the Maryland Transit Administration Pension Plan described below) and employees of various participating political subdivisions or other entities within the State. The non-State entities that participate within the System receive separate actuarial valuations in order to determine their respective funding levels and actuarial liabilities. While the System is an agent multiple-employer public employee retirement system, the Department accounts for the plan as a cost sharing multiple-employer public employee retirement system as a separate valuation is not performed for the Department and the Department's only obligation to the plan is its required annual contributions. Retirement benefits are paid from the System's pooled assets rather than from assets relating to a particular plan participant. Consequently, the System is accounted for as a single plan as defined in GASB Statement No. 25, *Financial Reporting for Defined Benefit Pension Plans and Note Disclosure for Defined Contribution Plans*. The System is considered part of the State's financial reporting entity, and is not considered part of the Department's reporting entity. The System prepares separate audited Financial Statements, which can be obtained from the State Retirement and Pension System of Maryland, 120 East Baltimore Street, Suite 1600, Baltimore, MD 21202.

Plan description:

The System is administered in accordance with State Personnel and Pensions Article of the Annotated Code of Maryland and consists of several plans which are managed by the Board of Trustees for the System. All State employees, with the exception of employees covered by the Maryland Transit Administration Pension Plan, and employees of the participating entities are covered by the plans.

"Retirement System" – retirement programs for substantially all State employees, teachers, State police and judges who are not members of the State Pension System.

"Pension System" – retirement programs for employees and teachers hired after January 1, 1980, and prior employees who have elected to transfer from the Retirement System.

The System provides retirement, death and disability benefits in accordance with State statutes. Vesting begins after completing 5 years of service. A member terminating employment before attaining retirement age but after completing 5 years of service becomes eligible for a vested retirement allowance provided the member lives to age 60 (age 62 for the Pension System, age 50 for State Police) and does not withdraw his or her accumulated contributions. Members of the Retirement System may retire with

full benefits after attaining the age of 60 or completing 30 years of service credit, regardless of age. Members of the Pension System may retire with full benefits after attaining age 62 or after completing 30 years of service credit, regardless of age. State police members may retire with full benefits after attaining age 50 or completing 22 years of service credit, regardless of age. Members of the Law Enforcement Officers System may retire with full benefits at age 50 or completing 25 years of service credit, regardless of age.

The annual benefit for Retirement System members is equal to 1/55 (1.8%) of a member's highest three-year average salary multiplied by the number of years of service credit. A member may retire with reduced benefits after completing 25 years of service, regardless of age. Legislation enacted during the 1998 legislative session changed certain provisions of the Pension System and provided for a Contributory Pension System and a Non-Contributory Pension System. A member of the Contributory Pension System will generally receive, upon retirement, an annual service retirement allowance equal to 1.2% of the member's highest three-consecutive-year average salary multiplied by the number of years of service credit on or before June 30, 1998, plus 1.4% of the highest three-consecutive-year average salary multiplied by the number of years of service credit after July 1, 1998. The annual benefit for the Non-Contributory Pension System member is equal to 0.8% of the member's highest three-consecutive-year average salary multiplied by the number of years of service credit, with a provision for additional benefits for compensation earned in excess of the Social Security wage base. A member of either Pension System may retire with reduced benefits after attaining age 55 and completing 15 years of credited service.

On April 25, 2006, new legislation was enacted with an effective date of July 1, 2006, that enhanced the pension benefits for active members, as of June 30, 2006, of the Pension System. According to the State Employees and Teacher's Pension Enhancement Benefit Act of 2006, the annual service retirement allowance remains equal to 1.2% of average final compensation times service credit to June 30, 1998 and increases to 1.8% of average final compensation times service credit from July 1, 1998 forward.

Funding policy:
The Department's required contributions are based upon actuarial valuations. Effective July 1, 1980, in accordance with the law governing the Systems, all benefits of the System are funded in advance. The aggregate entry age normal cost method is the actuarial cost method used to determine the employers' contribution rates and the actuarial accrued liability. Members of the Retirement System are required to contribute to the System a fixed percentage of their regular salaries and wages (7.0% or 5.0% depending on the retirement plan selected). Members of the Contributory Pension System are required to contribute to the System 5.0% of their regular salaries and wages. Members of the Non-Contributory Pension System are required to contribute to the System 5.0% of their regular salaries and wages that exceeds the Social Security wage base. State Police members are required to contribute 8.0% of their regular salaries and wages to the System. Members of the Law Enforcement Officers Pension System are required to contribute 4.0% of their earnable compensation to the System. All contributions are deducted from each member's salary, and the resulting payments are remitted to the System on a regular and periodic basis.

Beginning July 1, 2011, the General Assembly enacted pension reforms affecting both current active members and new hires. The member contribution rate was increased for members from 4% to 6% in fiscal year 2013 and 7% in fiscal year 2014 and beyond for members of the Law Enforcement Officers' Pension System. In addition, the benefit attributable to service on or after July 1, 2011 in many of the pension systems now will be subject to different cost-of-living adjustments (COLA) that is based on the increase in the Consumer Price Index (CPI) and capped at 2.5% or 1.0% based on whether the market

value investment return for the preceding calendar year was higher or lower than the investment return assumption used in the valuation (currently 7.75%). There were also changes to the provisions for members hired on or after July 1, 2011. The actuarial valuation as of June 30, 2013 was the first valuation which included members covered under the Reformed Benefit Plans applicable to members hired on or after July 1, 2011.

The contribution requirements of the System members and the Department are established and may be amended by the Board of Trustees for the System. The Department made its contribution during the fiscal years ended June 30, 2013, 2012 and 2011 of $44,634,000, $38,671,000 and $37,687,000, respectively, which represented 64.6%, 58.5%, and 60.3%, respectively; of the required contributions for the Department. As of June 30, 2013, since the Department did not make the total contribution required by the State, cumulative the Department has an obligation of $173,678,000, which includes the interest accrual on the unpaid contribution amount. The Department has reported this obligation for required contributions related to employee services that have not been made to the cost-sharing plan.

The three-year historical trend information for the Department's portion of the State Retirement and Pension System of Maryland is as follows:

(amounts expressed in thousands)

Fiscal Year Ended June 30,	Annual Pension Cost	Annual Contribution Paid	Net Pension Obligation	Percentage of Required Contributions
2011	$ 62,521	$ 37,687	$121,853	60.3 %
2012	66,050	38,671	149,232	58.5
2013	69,080	44,634	173,678	64.6

<u>Maryland Transit Administration Pension Plan</u>:

Plan description:

The Maryland Transit Administration Pension Plan (Plan) is a single employer noncontributory plan that covers all Maryland Transit Administration (MTA) employees covered by a collective bargaining agreement and all those management employees who were employed by the Baltimore Transit Company. In addition, employees who enter the management group as a result of a transfer from a position covered by a collective bargaining agreement maintain their participation. The Plan is part of the Department's financial reporting entity and is included in the Department's financial statements as a Pension Trust Fund. The Plan prepares separate audited Financial Statements, which can be obtained from the Maryland Transit Administration Pension Plan, William Donald Schaefer Tower, 8 Saint Paul Street, Baltimore, Maryland 21202. The Plan is administered and funded in compliance with the collective bargaining agreements, which established the Plan.

The Plan provides retirement (normal and early), death and disability benefits. Members may retire with full benefits at age 65 with five years of credited service or age 52 with 30 years of credited service. The annual normal retirement benefit is 1.4-1.6% (1.3% prior to September 8, 2002) of final average compensation multiplied by credited service, with minimum and maximum benefit limitations. Participants are fully vested after five years of credited service prior to May 19, 2013 and seven years after May 18, 2013. Benefit provisions are established and may be amended through the collective bargaining agreement.

As of June 30, 2013, membership total 4,854 in the Plan includes 1,609 retirees and beneficiaries

currently receiving benefits, 495 terminated members entitled to but not yet receiving benefits and 2,750 current active members. There were no investments in, loans to, or leases with parties related to the Plan. There were no Plan investments representing 5% or more of total Plan assets. For the year ended June 30, 2013, the Administration's covered and total payroll was $137,596,000.

Summary of significant accounting policies – basis of accounting and valuation of investments:
As a part of the Pension Trust Fund, the accounts and financial statements of the Plan, including benefits paid, contributions, and refunds are maintained and prepared using the accrual basis of accounting. Plan member contributions are recognized in the period in which the contributions are due. The Department's contributions are recognized when due and a formal commitment to provide the contributions has been made. Benefits and refunds are recognized when due and payable in accordance with the terms of the Plan. All Plan investments are reported at fair value, which is determined by the State Retirement and Pension System of Maryland based on securities data. Investment expenses are not readily separable from the investment income or the general administrative expenses of the Plan.

Funding policy:
The MTA's required contributions are based on actuarial valuations. The entry age normal cost method is the actuarial cost method used to determine the employer's contribution rates and the actuarial accrued liability. All administrative costs of the Plan are paid by the Plan. Employer contributions to the Plan totaling $29,519,000 (21.5% of covered payroll) for fiscal year 2013 were made in accordance with actuarially determined contribution requirements based on an actuarial valuation performed as of June 30, 2013. This amount consisted of $5,169,000 normal cost and $24,350,000 amortization of the actuarial accrued liability (3.8% and 17.7%, respectively, of covered payroll). The collective bargaining agreement is the authority under which the obligation of the employer to contribute to the Plan is established or amended. The liquidation period for the unfunded actuarial accrued liabilities (as provided by law) is 8 years from June 30, 2013. Significant actuarial assumptions used to compute contribution requirements are the same as those used to compute the net pension obligation. The computation of the annual required contribution requirements for fiscal year 2013 was based on the same actuarial assumptions, benefit provisions, actuarial funding method, and other significant factors used to determine pension contribution requirements in the previous year.

Annual Pension Costs and Net Pension Obligation:
The MTA's annual pension cost for the fiscal year ended June 30, 2013, was $34,582,000. The Administration contributed 85.4% of the annual pension cost to the Plan, for the fiscal year ended June 30, 2013. The Department's fiscal year 2013 required contribution was determined as a part of an actuarial valuation as of June 30, 2013 using the entry age normal actuarial cost method.

The annual pension cost and net pension obligation for the Maryland Transit Administration Pension Plan as of June 30, 2013 was:

(amounts expressed in thousands)

Annual Required Contribution (ARC)	$ 36,328
Interest on net pension asset	(1,746)
Annual Pension Cost	34,582
Contributions made in current fiscal year	(29,519)
Increase (Decrease) in NPO	5,063
Net pension obligation/ (asset) July 1, 2012	(22,679)
Net pension obligation/ (asset) June 30, 2013	$(17,616)

The three-year historical trend for the Maryland Transit Administration Pension Plan is as follows:

(amounts expressed in thousands)

Fiscal Year Ended June 30	Annual Pension Cost	Annual Contributions Paid	Net Pension Obligation/(Asset)	Percentage Contributed
2011	$ 33,928	$ 47,528	$ (22,679)	140.1 %
2012	32,859	32,859	(22,679)	100.0
2013	34,582	29,519	(17,616)	85.4

Funded Status and Funding Progress:
The funded status for the Maryland Transit Administration Pension Plan is as follows:

(amounts expressed in thousands)

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability	Unfunded Actuarial Accrued Liability (UAAL)	Funded Ratio (percent)	Covered Payroll	Percentage of UAAL over Covered Payroll
6/30/2011	$187,918	$433,637	$ 245,719	43.3 %	$147,474	166.6 %
6/30/2012	200,260	451,288	251,029	44.4	152,276	164.9
6/30/2013	210,737	495,101	284,364	42.6	137,596	206.7

The complete Schedule of Funding Progress for the Plan, reported in the RSI section of this report, presents multiyear trend information about whether the actuarial value of the Plan assets is increasing or decreasing over time relative to the actuarial accrued liability for benefits. There were no changes in actuarial assumptions or benefit provisions during fiscal year 2013. The significant actuarial assumptions listed below were used for the Plan.

Actuarial Cost Method:	Entry Age Normal, Level Dollar
Asset Valuation Method:	Five Year Open Period Smoothing (Market Value vs. Expected Actuarial Value)
Amortization Method:	Level Dollar (years depends on type of base)
Rate of Return on Investments:	7.70%
Projected Rate of Salary Increase:	3.50% - 9.50%
Projected Inflation Rate:	3.50%
Remaining Amortization Period:	12.9 years weighted average
Status of Period (Open or Closed):	Closed

17. <u>Federal Revenue</u>:

Federal revenue consists principally of grants from the Federal Transit Administration for rail and bus projects for the Baltimore region and from the Federal Highway Administration in connection with highway construction projects. In addition, the Department receives Federal grants to aid in planning, design and construction of transportation facilities and to support the mass transit operations. Entitlement to the resources is generally conditioned upon compliance with terms and conditions of the grant agreements and applicable federal regulations including the expenditure of the resources for eligible purposes. Substantially all grants are subject to financial and compliance audits by the grantors. Any disallowances as a result of these audits become a liability of the Department. As of June 30, 2013, the Department estimates that no material liabilities will result from such audits.

18. Passenger Facility Charges:

The Aviation Safety and Capacity Expansion Act of 1990 (the "1990 Safety Act"), enacted by the United States Congress ("Congress"), allows a public agency to impose an airport PFC for enplaned passengers. The proceeds of such PFCs are to be used to finance eligible airport-related construction projects, as approved by the Federal Aviation Administration (the "FAA"). The MAA received FAA approval in July 1992 to collect PFCs for four projects. The MAA amended its PFC program in April 1994 to increase the total to six projects. In 1994, the Authority issued special obligation revenue bonds secured by PFCs to construct the International Terminal at BWI Marshall Airport and provide for other landside and airside facilities. These bonds were defeased during fiscal year 2003.

The Aviation Investment and Reform Act for the 21st Century, enacted by Congress in April of 2000, together with the 1990 Safety Act, increased the maximum per passenger PFC allowed to be charged by qualifying airports from $3.00 to $4.50. In June 2002, the MAA received FAA approval to increase its collection level to $4.50 to support PFC approved projects in MAA's capital program. The FAA further allows the MAA to impose and use PFCs for the payment of debt service for bonds used to fund PFC approved projects. (see note 9 Operating and Capital Leases) PFC collections not needed for debt service are used for PFC approved paygo projects. The FAA approved additional applications for PFC eligible projects in June 2006, July 2007, February 2008, September 2010, March 2012 and September 2012.

19. Rent Revenue:

The Department leases terminal space at various marine terminals (including the Seagirt Marine Terminal), airport facilities and office space in the World Trade Center building, Baltimore, Maryland, pursuant to various operating leases. The Department's total minimum future rental revenues totaled $935,970,000 as of June 30, 2013 and do not include contingent rentals that may be received under certain concession leases on the basis of a percentage of the concessionaire's gross revenue in excess of stipulated minimums. Rental revenues collected included in operations were approximately $167,723,000 for the year ended June 30, 2013. Assets of the Department under lessor operating lease agreements, totaling $1,529,782,000 are included in the Capital assets, net of accumulated depreciation in the amount of $773,355,000 on the Statement of Net Position.

Minimum future rental revenues for the Department are as follows:

(amounts expressed in thousands)

Year Ending June 30,	Operating Leases Minimum Future Rental Revenues
2014	$ 125,355
2015	122,681
2016	119,871
2017	118,396
2018	118,057
2019-2023	331,611
Total	$ 935,970

20. Fund Balances:

The Department's Balance Sheet for the reservation of fund balance includes the following categories: (1). Nonspendable fund balance (which includes inventory of supplies and prepaid items), (2). Restricted fund balance (like for debt service items), (3). Committed fund balance (like for encumbrances), and (4). Assigned fund balance (like for loans receivable, agency activities and other function related activities) for Special Revenue funds within the Department.

When both restricted and unrestricted resources are available for use, it is the Department's policy to use restricted resources first, then unrestricted resources (committed, assigned and unassigned) as they are needed. When unrestricted resources (committed, assigned and unassigned) are available for use it is the Department's policy to use committed resources first, then assigned, and then unassigned as they are needed.

The Department reported the following fund balances on the Department's Balance Sheet on page 32 is as follows:

Nonspendable fund balance is reported for a portion of the Special Revenue Fund balance in the amount of $92,410,000 that is for inventories of supplies, while the amount of $90,945,000 is recorded for prepaid items as of June 30, 2013.

Restricted fund balance is reported for the Debt Service fund in the amount of $5,056,000 which relates to the premium for the retirement of transportation bonds.

Committed fund balance is reported for the Department's encumbrance balance in the amount of $11,499,000, as of June 30, 2013.

Assigned fund balance is reported in the amount of $561,000 as of June 30, 2013 and represents non-budgeted agency activities. The amount that represents the balance in the Department's Transportation Trust Fund for future transportation programs is $108,318,000 as of June 30, 2013.

21. Pollution Remediation Obligations:

The Department has recognized a pollution remediation obligation on the Statement of Net Position for governmental activities. A pollution remediation obligation is an obligation to address the current or potential detrimental effects of existing pollution by participating in pollution remediation activities, including pre-cleanup activities, cleanup activities, government oversight and enforcement, and post remediation monitoring. Obligating events that initiate the recognition of a pollution remediation liability include any of the following: (a) There is an imminent and substantial endangerment to the public; (b) The Department is in violation of a pollution prevention related permit or license; (c) The Department is identified as a responsible party or potentially responsible party by an environmental regulator; (d) The Department is named or has evidence that it will be named in a lawsuit to participate in pollution remediation; or (e) The Department voluntarily commences, or legally obligates itself to commence, cleanup activities, monitoring or operations and maintenance of pollution remediation efforts.

The pollution remediation obligation is an estimate and subject to change resulting from price increases or reductions, technology advances or from changes in applicable laws or regulations. The liability is recognized as it becomes estimable. In some cases, this may be at inception. In other cases, components of a liability are recognized as they become reasonably estimable. At a minimum, the liability is reviewed for sufficiency when various benchmarks occur and as remediation is implemented and

monitored. The measurement of the liability is based on the current value of outlays to be incurred using the expected cash flow technique. This technique measures the sum of probability-weighted amounts in a range of possible potential outcomes – the estimated mean or average.

The Department's pollution remediation liability for the fiscal year ended June 30, 2013, is estimated to be $156,161,000 for cleanup projects at the State Highway Administration, the Maryland Port, the Maryland Transit Administration and the Maryland Aviation with no expected recoveries from third parties to reduce the liability. Included in this liability are cost estimates for site monitoring and repair excavation of road and infrastructure, and replacement of buildings as a result of contaminations by hazardous materials under Federal and State law. In these cases, either the Department has been named in a lawsuit by a State Regulator or the Department has legally obligated itself under the Environmental Article, Section 7-201, of the Annotated Code of Maryland. These cost estimates for the Department's pollution remediation, due to site contamination from hazardous materials, are based on engineering design estimates. The estimated long-term costs that the Department may be responsible for over the next 15 years include: various cleanup projects related to several MTA construction sites and projects related to cleanup of underground hazardous substances at one of the MPA's marine terminals. The MPA is only responsible for 23% of the total remediation costs. The Department did not incur any significant costs to reduce the liability or identify any new technology that would change the liability during the current fiscal year ended June 30, 2013.

22. Energy Savings Project (ESP):

The Department of General Services (DGS) implemented an Energy Performance Contract program for the Department in fiscal year 2011, with a goal to reduce Maryland's energy consumption through energy efficiency projects. The Maryland State Treasurer's Office secured the financing required to fund the construction of the improvements. The savings resulting from the projects are used to offset the costs of the services.

The State Highway Administration (SHA), Maryland Transit Administration (MTA), Maryland Aviation Administration (MAA) and the Maryland Port Administration (MPA) participated in the ESP. Construction is complete for all the modes except SHA and MPA, but will be fully completed in fiscal year 2014. The assets related the project for the fiscal year ended June 30, 2013, are included on the Department's Statement of Net Position as ESP Assets in the amount of $53,587,000 and due from-ESP Assets for $11,284,000. As of June 30, 2013, the total amount due in long-term liability for ESP obligations is $57,950,000.

23. Subsequent events:

The Department sold $225,000,000 in Consolidated Transportation Bonds on November 20, 2013. The sale was competitive. Closing on the bonds was December 12, 2013.

REQUIRED SUPPLEMENTARY INFORMATION

MARYLAND DEPARTMENT OF TRANSPORTATION
Required Supplementary Information
Schedule of Funding Progress
Maryland Transit Administration OPEB Plan
(amounts expressed in thousands)

Actuarial Valuation Date June 30,	Actuarial Value of Assets	Actuarial Accrued Liability-Entry Age	Unfunded Actuarial Accrued Liability	Funded Ratio (percent)	Covered Payroll	Unfunded Actuarial Accrued Liability as Percentage of Covered Payroll
2009	$ -	$ 431,500	$431,500	- %	$151,560	284.71 %
2011	-	527,679	527,679	-	147,474	357.81
2013	-	670,833	670,833	-	137,596	487.54

MARYLAND DEPARTMENT OF TRANSPORTATION
Required Supplementary Information
Schedule of Employer Contributions
Maryland Transit Administration OPEB Plan
(amounts expressed in thousands)

Year Ended June 30,	Annual Required Contribution	Annual Contribution Paid	Percentage of Required Contributions
2009	$ 43,900	$ 10,100	23.0 %
2010	45,500	10,900	24.0
2011	51,268	14,230	27.8
2012	55,852	15,103	27.0
2013	70,512	14,147	20.1

MARYLAND DEPARTMENT OF TRANSPORTATION
Required Supplementary Information
Schedule of Funding Progress
Maryland Transit Administration Pension Plan
(amounts expressed in thousands)

Actuarial Valuation date June 30	Actuarial Value of Assets	Actuarial Accrued Liability-Entry Age	Unfunded Actuarial Accrued Liability	Funded Ratio (percent)	Covered Payroll	Unfunded Actuarial Accrued Liability as Percentage of Covered Payroll
2004	$ 95,219	$ 260,422	$ 165,203	36.6 %	$ 126,169	130.9 %
2005	101,810	261,536	159,726	38.9	121,415	131.6
2006	112,230	300,869	188,639	37.3	128,806	146.5
2007	124,496	322,597	198,101	38.6	135,098	146.6
2008	136,294	326,988	190,694	41.7	144,775	131.7
2009	143,320	337,668	194,348	42.4	151,560	128.2
2010	162,756	426,041	263,285	38.2	145,029	181.5
2011	187,918	433,637	245,719	43.3	147,474	166.6
2012	200,260	451,288	251,028	44.4	152,276	164.9
2013	210,737	495,101	284,364	42.6	137,596	206.7

MARYLAND DEPARTMENT OF TRANSPORTATION
Required Supplementary Information
Schedule of Employer Contribution
Maryland Transit Administration Pension Plan
(amounts expressed in thousands)

Year Ended June 30,	Annual Required Contribution	Annual Contribution Paid	Percentage of Required Contribution
2004	$ 19,187	$ 19,187	100.0 %
2005	19,695	19,695	100.0
2006	20,435	20,435	100.0
2007	24,245	20,872	86.1
2008	24,732	24,245	98.0
2009	24,782	27,254	110.0
2010	26,151	37,761	144.4
2011	33,287	47,528	142.8
2012	34,617	32,859	94.9
2013	34,582	29,519	85.4

MARYLAND DEPARTMENT OF TRANSPORTATION
Required Supplementary Information
Special Revenue Funds
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For the year ended June 30, 2013
(amounts expressed in thousands)

	Special Fund				Federal Fund			
	Budgeted Amounts			Variance with Final Budget - Positive	Budgeted Amounts			Variance with Final Budget - Positive
	Original	Final	Actual Amounts	(Negative)	Original	Final	Actual Amounts	(Negative)
REVENUES:								
Taxes:								
Motor vehicle taxes and fees	$ 1,415,781	$ 1,379,458	$ 1,383,566	$4,109				
Motor vehicle fuel taxes and fees	752,600	738,100	745,556	7,456				
Revenue sharing of state corporate income tax	66,286	83,726	76,746	(6,980)				
Revenue sharing of state sales tax	25,930	23,521	25,462	1,941				
Federal reimbursements					$ 924,209	$ 942,977	$ 851,952	$ (91,025)
Charges for services	397,902	424,266	455,858	31,592				
Investment earnings	2,500	2,000	758	(1,242)				
Other	21,700	22,100	30,785	8,685				
Total revenues	2,682,699	2,673,171	2,718,731	45,561	924,209	942,977	851,952	(91,025)
EXPENDITURES and ENCUMBRANCES:								
Current:								
General government:								
The Secretary's Office	719,431	731,564	663,069	68,495	29,300	23,350	10,068	13,283
State Highway Administration	718,809	775,615	730,504	45,111	580,050	621,473	604,383	17,090
Maryland Port Administration	146,500	143,585	121,688	21,897	700	6,868	6,724	144
Motor Vehicle Administration	186,787	187,377	175,764	11,613	7,885	14,281	7,093	7,187
Maryland Transit Administration	822,365	862,450	853,288	9,162	282,047	253,164	206,776	46,388
Maryland Aviation Administration	224,737	227,688	227,214	474	24,227	23,841	16,908	6,933
Total general government	2,818,629	2,928,279	2,771,527	156,752	924,209	942,977	851,952	91,025
Debt service:								
Principal	109,340	109,340	109,340	0				
Interest	82,575	82,575	64,938	17,637				
Total debt service	191,915	191,915	174,278	17,637				
Total expenditures and encumbrances	3,010,544	3,120,194	2,945,805	174,389	924,209	942,977	851,952	91,025
Excess of revenues over expenditures	(327,845)	(447,023)	(227,074)	219,950				
OTHER FINANCIAL SOURCES (USES):								
Proceeds from Bonds	315,000	315,000	165,000	150,000				
Transfers in (out)	185,491	160,421	101,713	(58,708)				
Total other financing sources and uses	500,491	475,421	266,713	91,292				
Net change in fund balances	172,645	28,398	39,639	311,241				
Fund balances, July 1, 2012	194,941	194,941	194,941					
Fund balances, June 30, 2013	$367,586	$223,339	$234,580	$311,241	$ -	$ -	$ -	$ -

MARYLAND DEPARTMENT OF TRANSPORTATION
Notes to the Required Supplementary Information
For the Year Ended June 30, 2013

1. Stewardship, Compliance and Accountability:

Budgeting and budgetary control:
The Maryland Constitution requires the Governor to submit to the General Assembly an annual balanced budget for the following fiscal year. This budget is prepared and adopted for the Special Revenue Fund, which includes the transportation activities of the Department, shared taxes and payments of debt service on transportation bonds. The budgetary Federal fund revenue and expenditures are included in the GAAP Special Revenue Fund as federal revenues and expenditures by function. An annual budget is also prepared for the Federal funds, which accounts for all Departmental grants from the Federal government.

Each year the Department prepares its annual budget and submits it to the Governor. The Governor then presents the State's annual budget (including the Department's) to the General Assembly in accordance with Constitutional requirements. The General Assembly is required to then enact a balanced budget for the next fiscal year.

The GAAP Special Revenue Fund includes both budgetary special and federal funds.

Special fund:
The Special fund includes all transportation activities of the Department and shared taxes with the political subdivisions.

Federal fund:
The Federal fund accounts for substantially all grants from the Federal government.

Budgetary fund equities and other accounts:
The Department's legal level of budgetary control is exercised at the agency appropriation (program) and fund level (legislative spending authority level). Encumbrances and expenditures cannot exceed appropriated amounts. Appropriation transfers between or within departments and any supplemental appropriations require both executive and legislative branch approvals. Unencumbered and unexpended appropriations lapse at fiscal year-end and become available for appropriation in the subsequent year. Encumbrance accounting is employed in governmental funds. Encumbrances (e.g., purchase orders, contracts) outstanding at year-end are reported as reservations of fund balances and do not constitute expenditures or liabilities because the commitments will be re-appropriated and honored during the subsequent fiscal year.

All Departmental budgetary expenditures for special and federal funds are made pursuant to appropriations in the annual budget, as amended from time to time. The Department may, with the Governor's approval, amend the appropriations by modal administration within the budgetary special and federal funds. Additionally, appropriations for programs funded in whole or in part from special or federal funds may permit expenditures in excess of the original special or federal fund appropriation to the extent that actual revenues exceed original budget estimates and such additional expenditures are approved by the Governor. Unexpended appropriations from special and federal funds may be carried over to the following year to the extent of (a) available resources and (b) encumbrances which are approved by the Department of Budget and Management. The Department did not receive any general fund appropriations in fiscal year 2013.

The Department's original and amended budget adopted by the General Assembly for special and federal funds is presented in the Required Supplementary Information - Special Revenue Funds - Schedule of Revenues, Expenditures and Changes in Fund Balances -- Budget and Actual -- For the Year Ended June 30, 2013 on page 66 of this report. The Department's budgetary fund structure and basis of budgeting, which is the modified accrual basis with certain exceptions, differs from that utilized to present financial statements in conformity with generally accepted accounting principles (GAAP). The budgetary system's principal departures from the modified accrual basis are the classification of the Department's budgetary funds and the timing of recognition of certain revenues and expenditures. The GAAP special revenue fund is an aggregate of the special and federal budgetary funds.

A summary of the effects of the fund structure differences and exceptions to the modified accrual basis of accounting, as of June 30, 2013, is provided in the Reconciliation of the Budgetary Special Fund, Fund Balance to the GAAP Special Revenue Fund, and Fund Balance in the Notes to the Required Supplementary Information section (see below).

MARYLAND DEPARTMENT OF TRANSPORTATION
Reconciliation of the Budgetary Special Fund, Fund Balance
to the GAAP Special Revenue Fund, Fund Balance
June 30, 2013
(amounts expressed in thousands)

Classification of budgetary fund equities and other accounts into governmental funds' fund structure:	***Special Revenue Fund***
Special fund-fund balance (page 66)	$234,580
Non-budgeted funds-fund balance	561
Total budgetary fund balance reclassified to GAAP fund structure	235,141
Accounting principle and timing differences :	
Assets recognized in governmental funds financial statements not recognized for budgetary purposes:	
Taxes receivable	3,271
Due from other state agencies	34,036
Inventories	92,410
Liabilities recognized in governmental funds financial statements not recognized for budgetary purposes:	
Other accounts payable	(1,437)
Deferred Revenue	(54,633)
Financial statement governmental funds' fund balance, June 30, 2013	$308,789

Maryland Department of Transportation
Comprehensive Annual Financial Report

SUPPLEMENTARY INFORMATION

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MARYLAND DEPARTMENT OF TRANSPORTATION
Statement of Changes in Assets and Liabilities
Agency Funds
For the year ended June 30, 2013
(amounts expressed in thousands)

	Balance July 1, 2012	Additions	Deletions	Balance June 30, 2013
ASSETS:				
Cash and cash equivalents	$ 16,218	$ 38,113	$ 18,508	$ 35,823
Total assets	$ 16,218	$ 38,113	$ 18,508	$ 35,823
LIABILITIES:				
Accounts payable and accrued liabilities	$ 16,218	$ 19,605	$ -	$ 35,823
Total liabilities	$ 16,218	$ 19,605	$ -	$ 35,823

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Maryland Department of Transportation
Comprehensive Annual Financial Report

STATISTICAL SECTION

MARYLAND DEPARTMENT OF TRANSPORTATION
STATISTICAL SECTION
JUNE 30, 2013

This part of the Maryland Department of Transportation's comprehensive annual financial report represents detailed information as a context for understanding what the information in the financial statements, not disclosures and required supplementary information says about the Department's overall financial health.

Table of Contents **Pages**

Financial Trends **75-79**
These schedules contain trend information to help the reader understand how the Department's financial performance and well-being have changed over time.

Revenue Capacity **80-81**
These Schedules contain information to help the reader assess the Department's two most significant revenue sources, the motor vehicle tax and motor vehicle fuel tax.

Debt Capacity **82-84**
These schedules present information to help the reader assess the affordability of the Department's current levels of outstanding debt and Department's ability to issue additional debt in the future.

Miscellaneous Statistics **85**

MARYLAND DEPARTMENT OF TRANSPORTATION
Net Position by Component
Last Ten Fiscal Years
(accrual basis of accounting)

	Fiscal Year Ended June 30,									
	2004	**2005**	**2006**	**2007**	**2008**	**2009**	**2010**	**2011**	**2012**	**2013**
Governmental activities:										
Net Investment in capital assets	$ 11,141,542	$ 11,888,421	$ 12,552,326	$ 13,047,662	$ 13,391,594	$ 13,349,027	$ 13,171,279	$ 13,068,635	$ 13,360,456	$ 13,819,782
Restricted	28,442	4,737	4,939	4,898	2,768	9,694	3,783	-	-	-
Unrestricted (deficit)	251,082	230,502	278,586	188,470	2,833	(62,463)	(201,647)	(205,960)	(278,008)	(322,784)
Total governmental activities net assets	$ 11,421,066	$ 12,123,660	$ 12,835,851	$ 13,241,030	$ 13,397,195	$ 13,296,258	$ 12,973,415	$ 12,862,675	$ 13,082,448	$ 13,496,998
Primary government:										
Net Investment in capital assets	$ 11,141,542	$ 11,888,421	$ 12,552,326	$ 13,047,662	$ 13,391,594	$ 13,349,027	$ 13,171,279	$ 13,068,635	$ 13,360,456	$ 13,819,782
Restricted	28,442	4,737	4,939	4,898	2,768	9,694	3,783	-	-	-
Unrestricted (deficit)	251,082	230,502	278,586	188,470	2,833	(62,463)	(201,647)	(205,960)	(278,008)	(322,784)
Total primary government net position	$ 11,421,066	$ 12,123,660	$ 12,835,851	$ 13,241,030	$ 13,397,195	$ 13,296,258	$ 12,973,415	$ 12,862,675	$ 13,082,448	$ 13,496,998

Source: Maryland Department of Transportation Comprehensive Annual Financial Report for fiscal years 2004-2013.

MARYLAND DEPARTMENT OF TRANSPORTATION
Changes in Net Position
Last Ten Fiscal Years
(accrual basis of accounting)
(amounts expressed in thousands)

	Fiscal Year Ended June 30,									
Governmental activities:	**2004**	**2005**	**2006**	**2007**	**2008**	**2009**	**2010**	**2011**	**2012**	**2013**
Expenses:										
Secretary's office	$ 743,780	$ 498,866	$ 347,219	$ 376,217	$ 406,315	$ 419,588	$ 459,933	$ 483,410	$ 498,029	$ 515,638
State highway administration	1,121,163	1,268,539	1,334,407	1,399,649	1,422,063	1,437,996	1,410,556	1,593,278	1,359,177	1,186,116
Port administration	170,011	142,502	159,358	187,187	152,107	189,603	186,516	107,521	115,211	87,445
Motor vehicle administration	123,488	129,129	143,531	155,700	161,796	176,300	165,933	178,529	182,839	195,803
Transit administration	566,078	576,835	528,918	617,442	683,821	782,548	818,465	1,056,590	864,702	888,137
Aviation administration	199,264	200,521	239,601	287,604	284,488	274,906	272,455	252,723	275,051	308,202
Interest on long-term debt	63,210	79,409	68,998	72,137	74,441	97,683	101,481	92,996	144,725	110,984
Total governmental activities expenses	2,986,994	2,895,801	2,822,032	3,095,936	3,185,031	3,378,624	3,415,339	3,765,047	3,439,734	3,292,325
Program Revenues:										
Charges for services:										
Secretary's office	159,836	45,596	7,496	23,467	(27,914)	2,291	9,447	27,503	5,336	5,630
State highway administration	71,854	69,663	28,927	35,035	48,491	51,983	40,399	44,071	38,495	59,284
Port administration	97,100	96,631	91,836	94,544	96,981	93,618	69,781	48,667	52,846	50,298
Motor vehicle administration	1,575	371	(917)	(133)	(236)	-	-	-	4	4
Transit administration	108,454	106,789	110,136	122,913	117,869	117,556	125,057	143,456	146,093	138,339
Aviation administration	183,445	185,335	215,091	236,401	244,579	241,083	282,646	291,535	297,935	418,588
Operating grants and contributions	76,499	79,892	70,827	72,597	79,228	93,729	90,762	90,732	92,739	72,397
Capital grants and contributions	626,950	743,294	789,619	710,163	667,219	668,442	714,144	709,029	830,922	779,557
Total governmental activities program revenues	1,325,713	1,327,571	1,313,015	1,294,987	1,226,217	1,268,702	1,332,236	1,354,993	1,464,370	1,524,097
Net (expense) revenue governmental activities	(1,661,281)	(1,568,230)	(1,509,017)	(1,800,949)	(1,958,814)	(2,109,922)	(2,083,103)	(2,410,054)	(1,975,364)	(1,768,228)
General Revenues and Other Changes in Net Assets:										
Taxes:										
Motor vehicle taxes	1,110,799	1,279,052	1,237,199	1,241,538	1,178,609	1,058,759	1,082,559	1,166,398	1,259,743	1,332,143
Motor fuel taxes	746,044	752,810	746,240	740,791	741,851	728,385	714,210	747,171	728,410	740,428
Corporation income tax share	107,397	209,458	202,755	185,557	167,102	150,554	153,275	156,758	180,653	76,746
State sales tax share	23,266	24,323	26,527	27,689	23,659	223,084	223,582	227,981	23,581	25,462
Unrestricted investment earnings	3,405	5,181	8,487	10,553	3,758	4,029	404	1,006	2,750	764
Other revenue	-	-	-	-	-	-	-	-	-	7,235
Loss on disposal of capital assets	-	-	-	-	-	-	(413,770)	-	-	-
Transfers out	-	-	-	-	-	-	-	-	-	-
Total governmental activities general revenues:	1,990,911	2,270,824	2,221,208	2,206,128	2,114,979	2,164,811	1,760,260	2,299,314	2,195,137	2,182,778
Change in Net Position:										
Governmental activities	329,630	702,594	712,191	405,179	156,165	54,889	(322,843)	(110,740)	219,773	414,550
Total primary government	$ 329,630	$ 702,594	$ 712,191	$ 405,179	$ 156,165	$ 54,889	$ (322,843)	$ (110,740)	$ 219,773	$ 414,550

Source: Maryland Department of Transportation Comprehensive Annual Financial Report for fiscal years 2004-2013.

MARYLAND DEPARTMENT OF TRANSPORTATION

Governmental Activities Tax Revenues by Source

Last Ten Fiscal Years

(accrual basis of accounting)

(amounts expressed in thousands)

Fiscal Year Ended June 30,	Motor Vehicle Tax	Motor Fuel Tax	Corporation Income Tax	State Sales Tax (1)	Total
2004	$1,110,799	$ 746,044	$ 107,397	$ 23,266	$ 1,987,506
2005	1,279,052	752,810	209,458	24,323	2,265,643
2006	1,237,199	746,240	202,755	26,527	2,212,721
2007	1,241,538	740,791	185,557	27,689	2,195,575
2008	1,178,609	741,851	167,102	23,659	2,111,221
2009	1,058,759	728,385	150,554	223,084	2,160,782
2010	1,082,559	714,210	153,275	223,582	2,173,626
2011	1,166,398	747,171	156,758	227,981	2,298,308
2012	1,259,743	728,410	180,653	23,581	2,192,387
2013	1,332,143	740,428	76,746	25,462	2,174,779

Source: Maryland Department of Transportation Comprehensive Annual Financial Report for fiscal years 2004-2013.

(1) Effective July 1, 2008 thru June 30, 2011 the Department received additional Sales Tax Revenue due to the increase of 1 percent on the State Sales Tax.

MARYLAND DEPARTMENT OF TRANSPORTATION

Fund Balances of Governmental Funds

Last Ten Fiscal Years

(modified accrual basis of accounting)

(amounts expressed in thousands)

	Fiscal Year Ended June 30,									
	2004	**2005**	**2006**	**2007**	**2008**	**2009**	**2010**	**2011**	**2012**	**2013**
Special revenue fund										
Nonspendable	$ 115,368	$ 126,470	$ 126,182	$ 136,723	$ 152,788	$ 158,650	$ 171,094	$ 182,156	$ 181,093	$ 183,355
Committed	28,191	38,021	37,025	25,170	23,931	861	-	12,442	8,182	11,499
Assigned	212,040	179,095	219,980	165,144	(26,468)	169,307	164,628	137,050	37,905	108,879
Total special revenue fund	$ 355,599	$ 343,586	$ 383,187	$ 327,037	$ 150,251	$ 328,818	$ 335,722	$ 331,648	$ 227,180	$ 303,733
All other governmental funds										
Restricted	$ 18,150	$ 1,756	$ 4,696	$ 2,381	$ -	$ 7,033	$ 1,126	$ -	$ -	$ 5,056
Total all other governmental funds	$ 18,150	$ 1,756	$ 4,696	$ 2,381	$ -	$ 7,033	$ 1,126	$ -	$ -	$ 5,056

Source: Maryland Department of Transportation Comprehensive Annual Financial Report for fiscal years 2003-2012.

MARYLAND DEPARTMENT OF TRANSPORTATION
Changes in Fund Balances, Governmental Funds
Last Ten Fiscal Years
(amounts expressed in thousands)

	Fiscal Year Ended June 30,									
	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
Revenues:										
Motor vehicle taxes and fees	$ 1,856,843	$ 2,031,862	$ 1,983,439	$ 1,982,329	$ 1,920,460	$ 1,787,144	$ 1,796,769	$ 1,913,569	$ 1,988,153	$ 2,072,571
Revenue sharing of state taxes	130,663	233,781	229,282	213,246	190,761	373,638	376,857	384,739	204,234	102,208
Federal reimbursements	703,449	823,186	860,446	782,760	746,447	762,171	804,906	799,761	850,631	868,121
Charges for services	545,299	416,878	372,626	407,386	376,563	399,271	419,691	431,261	439,785	579,850
Passenger facility charges and interest	41,045	41,770	37,017	42,171	45,609	40,824	44,054	45,066	46,648	48,534
Customer facility charges	11,210	29,105	33,576	28,392	31,932	23,176	45,467	48,970	13,446	12,902
Special parking revenues	-	-	-	-	-	-	-	-	38,603	28,630
Investment earnings	3,405	5,181	8,487	10,553	3,758	4,029	404	1,006	2,750	764
Other	24,710	16,632	9,354	34,278	25,666	13,260	18,118	34,734	3,481	6,103
Reimbursements from other state agencies	-	-	-	-	-	-	-	-	-	-
Total revenues	3,316,624	3,598,395	3,534,227	3,501,115	3,341,196	3,403,513	3,506,266	3,659,106	3,587,731	3,719,684
Expenditures:										
Department administration, operating and maintenance expenditures	1,143,707	1,218,027	1,175,711	1,254,313	1,305,618	1,358,247	1,447,811	1,239,600	1,422,847	1,408,232
Highway user revenues and federal funds	426,950	514,175	583,090	615,458	582,335	515,722	255,164	297,145	263,981	252,574
WMATA Grants	303,393	210,392	237,948	236,158	273,001	285,309	296,522	340,852	386,648	396,094
Distributions to other state agencies (1)	384,386	232,980	78,554	75,607	87,100	59,980	401,930	481,244	343,946	127,957
Debt service principal retirement and interest	136,021	170,546	142,060	119,316	121,390	142,359	150,954	158,662	174,215	180,308
Capital outlays	1,354,365	1,409,119	1,432,833	1,369,805	1,400,238	1,261,036	1,232,890	1,182,164	1,231,241	1,491,360
Total expenditures	3,748,822	3,755,239	3,650,196	3,670,657	3,769,682	3,622,653	3,785,271	3,699,667	3,822,878	3,856,525
Excess (deficiency) of revenues over expenditures	(432,198)	(156,844)	(115,969)	(169,542)	(428,486)	(219,140)	(279,005)	(40,561)	(235,147)	(136,841)
Other financing sources (uses):										
Capital leases	78,726	116,116	49,399	6,285	-	2,098	-	1,021	-	29,127
Other long-term liability	142,015	12,321	5,320	2,411	102	-	-	-	-	-
Other capital financing sources	-	-	-	-	-	-	-	34,340	-	-
Proceeds from bonds	346,257	-	103,814	102,381	249,217	402,642	140,002	-	323,967	189,323
Sale of future revenue rights	-	-	-	-	-	-	140,000	-	-	-
Payment to escrow agents	-	-	-	-	-	-	-	-	(193,288)	-
Transfers to the General Fund (1)	-	-	(23)	-	-	-	-	-	-	-
Net other sources (uses) of financial resources	566,998	128,437	158,510	111,077	249,319	404,740	280,002	35,361	130,679	218,450
Excess (deficiency) of revenues over expenditures and net other sources (uses) of financial resources	134,800	(28,407)	42,541	(58,465)	(179,167)	185,600	997	(5,200)	(104,468)	81,609
Fund balance, July 1 (3)	238,949	373,749	345,342	387,883	329,418	150,251	335,851	336,848	331,648	227,180
Fund balance, June 30	$ 373,749	$ 345,342	$ 387,883	$ 329,418	$ 150,251	$ 335,851	$ 336,848	$ 331,648	$ 227,180	$ 308,789

Source: Maryland Department of Transportation Comprehensive Annual Financial Report for fiscal years 2003-2012.

(1) Transfers to the general fund and Maryland Transportation Authority have been reclassified to expenditures in fiscal years 2002, 2004 and 2005.

MARYLAND DEPARTMENT OF TRANSPORTATION

General Government Tax Revenues By Source

Last Ten Fiscal Years

(modified accrual basis of accounting)

(amounts expressed in thousands)

Fiscal Year Ended June 30,	Motor Vehicle Tax	Motor Fuel Tax	Corporation Income Tax	State Sales Tax (1)	Total
2004	$ 1,110,799	$ 746,044	$ 107,397	$ 23,266	$ 1,987,506
2005	1,279,052	752,810	209,458	24,323	2,265,643
2006	1,237,199	746,240	202,755	26,527	2,212,721
2007	1,241,538	740,791	185,557	27,689	2,195,575
2008	1,178,609	741,851	167,102	23,659	2,111,221
2009	1,058,759	728,385	150,554	223,084	2,160,782
2010	1,082,559	714,210	153,275	223,582	2,173,626
2011	1,166,398	747,171	156,758	227,981	2,298,308
2012	1,259,743	728,410	180,653	23,581	2,192,387
2013	1,332,143	740,428	76,746	25,462	2,174,779

Source: Maryland Department of Transportation Annual Financial Report for fiscal years 2003-2013.

(1) July 1, 2008 thru June 30, 2011 the Department received additional Sales Tax Revenue due to the increase of 1 percent on the State Sales Tax.

MARYLAND DEPARTMENT OF TRANSPORTATION

Maryland's Ten Largest Employers

Calendar Years

(*Employer Listed Alphabetically)*

2013	2012
Helix Health System Inc	**Giant food Stores**
Johns Hopkins Hospital	**Helix Health System Inc**
University of Maryland Medical System	**Home Depot**
Johns Hopkins Univeristy	**Johns Hopkins Hospital**
Target	**Johns Hopkins Univeristy**
Wal-mart/Sam's Club	**Northrop Grumman Corporation**
Giant food Stores	**Safeway**
Safeway	**Target**
Home Depot	**University of Maryland Medical System**
Northrop Grumman Corporation	**Wal-mart/Sam's Club**

Source: Department of Labor, Licensing and Regulation: Office of Labor Market Analysis and Information - Major Employer List - March 2013

MARYLAND DEPARTMENT OF TRANSPORTATION
Transportation Trust Fund
Gasoline and Motor Vehicle Revenue Account
Last Ten Fiscal Years
(amounts expressed in thousands)
(unaudited)

	Fiscal Year Ended June 30,									
	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
Revenues:										
Motor vehicle fuel tax and fees	$ 746,155	$ 752,882	$ 757,959	$ 755,733	$ 755,176	$ 736,105	$ 721,295	$ 752,319	$ 733,563	$ 745,556
Motor vehicle titling tax (4) (5)	719,757	717,699	719,207	703,815	649,657	514,155	543,411	594,938	632,356	684,655
Licensing and registration (3)	198,787	351,333	360,981	372,498	354,967	354,982	350,098	360,514	357,247	362,324
Corporation income tax	107,397	209,061	202,755	185,557	167,102	151,304	154,025	157,993	180,653	76,746
Sales and use tax on rental vehicles	23,265	24,323	26,527	27,689	23,659	21,498	22,201	24,362	23,581	25,462
Total revenues	1,795,361	2,055,298	2,067,429	2,045,292	1,950,561	1,778,044	1,791,030	1,890,126	1,927,400	1,894,743
Deductions:										
1% portion -- Motor vehicle titling tax (1)	(143,951)	(143,540)	(143,841)	(140,763)	(129,931)	(171,385)	(181,137)	(198,313)	(210,785)	(228,218)
Other to the Trust Fund	(6,939)	(6,554)	(7,348)	(8,214)	(7,526)	(6,178)	(6,615)	(6,859)	(6,797)	(9,040)
Other	(43,097)	(43,487)	(45,907)	(46,688)	(47,337)	(44,407)	(45,744)	(45,585)	(57,413)	(51,500)
Total deductions	(193,987)	(193,581)	(197,096)	(195,665)	(184,794)	(221,970)	(233,496)	(250,757)	(274,995)	(288,758)
Net Highway User Revenue	$ 1,601,374	$ 1,861,717	$ 1,870,333	$ 1,849,627	$ 1,765,767	$ 1,556,074	$ 1,557,534	$ 1,639,369	$ 1,652,405	$ 1,605,985
Allocations (Highway User Revenue):										
Share to the Department	$ 996,444	$ 1,303,202	$ 1,309,233	$ 1,294,739	$ 1,236,037	$ 1,089,252	$ 1,090,274	$ 1,122,968	$ 1,278,618	$ 1,445,386
Share to the General Fund (1)	124,518	-	-	-	-	-	-	-	40,000	-
Share to counties and municipalities	207,972	255,932	293,184	328,309	313,564	279,232	29,593	9,836	23,134	30,514
Share to Baltimore City	170,000	200,143	219,416	226,579	216,166	187,590	133,948	129,510	123,930	130,085
Local Share to the General Fund (1) (2) (4)	102,440	102,440	48,500	-	-	-	303,719	377,055	186,722	-
Total allocations	$ 1,601,374	$ 1,861,717	$ 1,870,333	$ 1,849,627	$ 1,765,767	$ 1,556,074	$ 1,557,534	$ 1,639,369	$ 1,652,404	$ 1,605,985

Source: Maryland Department of Transportation, The Secretary's Office, Office of Finance.

(1) The 2003 Session of the Maryland General Assembly approved legislation (HB 935) requiring the deposit of $154,913,000 in FY 04 of motor vehicle registration fees and other user fees in the State General Fund rather than the Transportation Trust Fund. The deposit was made up of $124,518,000 of registration fees and $30,395,000 of other fees. The legislation further provided for the transfer of $102,440,000 from the Local Government share of the Highway User Revenues to the State General Fund in 2004.

(2) The 2004 Session of the Maryland General Assembly approved legislation (SB 508) providing for the transfer of $102,440,128 from the Local Government's share of Highway User Revenues to the State General Fund.

(3) The 2004 Session of the Maryland general Assembly approved legislation (HB 1467) increasing Vehicle Registration Fees.

(4) The 2005 Session of the Maryland General Assembly approved legislation (HB 147) providing for the transfer of $48,500,000 from the Local Government's share of Highway User Revenues to the State General Fund.

(5) The 2007 Special Session of the Maryland General Assembly approved legislation to increase the State's Sales Tax and the Vehicle Excise Tax (Titling) from 5% to 6%, effective Jan. 1, 2008. In addition, the percentage of Titling Tax to GMVRA was changed from 80% to 66 and 2/3%, effective July 1, 2008.

(6) The 2010 Session of the Maryland General Assembly approved legislation (SB141) changing the allocation of Highway User Revenues. Effective July 1, 2009, the allocation is 70% to the Department, 19.5% to the General Fund, 8.6% to Baltimore City, 1.5% to the Counties, and .4% to the Municipalities. Effective July 1, 2010, the allocation is 68.5% to the Department, 23% to the General Fund, 7.9% to Baltimore City, .5% to the Counties, and .1% to the Municipalities. Pursuant to legislation enacted by the General Assembly at its 2011 Session (Chapter 397), effecitve July 1, 2011, the allocation will be 79.8% to the Department, 11.3% to the General Fund, 7.5% to Baltimore City, .8% to Counties, and .6% to municipalities.

(7) The 2011 Session of the Maryland General Assembly approved legislation (Chapter 397) requiring the transfer from the Transportation Trust Fund of $40,000,000 of the Department's share of Highway User Revenues to the Revenue Stabilization Account in fiscal year 2012.

MARYLAND DEPARTMENT OF TRANSPORTATION

Legal Debt Margin Information

Last Ten Fiscal Years

(amounts expressed in thousands)

	Fiscal Year Ended June 30,									
	2004	**2005**	**2006**	**2007**	**2008**	**2009**	**2010**	**2011**	**2012**	**2013**
Debt limit	$ 1,253,000	$ 1,472,000	$ 1,333,475	$ 1,248,750	$ 1,497,060	$ 1,620,850	$ 1,830,010	$ 1,791,840	$ 1,888,995	$ 1,913,290
Net debt applicable to limit	1,185,650	1,069,945	1,078,475	1,108,692	1,266,434	1,574,902	1,643,884	1,561,840	1,562,630	1,618,290
Total legal debt margin	$ 67,350	$ 402,055	$ 255,000	$ 140,058	$ 230,626	$ 45,948	$ 186,126	$ 230,000	$ 326,365	$ 295,000
Net debt applicable to the limit as a percentage of debt limit	94.62%	72.69%	80.88%	88.78%	84.59%	97.17%	89.83%	87.16%	82.72%	84.58%

Legal Debt Margin Calculation for Fiscal Year 2013

Debt limit (1)	$ 1,913,290
Debt applicable to limit:	
Special revenue bonds	1,618,290
Total net debt applicable to limit	1,618,290
Legal debt margin	$ 295,000

Source: Maryland Department of Transportation Comprehensive Annual Financial Report for fiscal years 2004-2013.

(1) The Maryland Department of Transportation's legal debt limit is established by the Maryland General Assembly on a annual basis.

MARYLAND DEPARTMENT OF TRANSPORTATION

Ratio of Annual Debt Service Expenditures For Consolidated Transportation Bonded Debt to Total General Governmental Expenditures

Last Ten Fiscal Years

(amounts expressed in thousands)

Fiscal Year Ended June 30,	Principal	Interest	Total Debt Service	Total Noncapital Governmental Expenditures	Ratio of Debt Service to Noncapital Expenditures (percent)
2004	$ 94,710	$ 41,311	$ 136,021	$ 2,394,457	5.68 %
2005	116,470	54,076	170,546	2,346,120	7.27
2006	92,280	49,780	142,060	2,217,363	6.41
2007	68,290	51,026	119,316	2,300,852	5.19
2008	68,990	52,400	121,390	2,369,444	5.12
2009	71,325	71,031	142,356	2,361,617	6.03
2010	77,595	73,359	158,662	2,552,381	6.22
2011	83,170	75,492	158,662	2,517,503	6.30
2012	102,845	71,370	174,215	2,489,880	7.00
2013	109,340	70,968	180,308	2,365,165	7.62

Source: Maryland Department of Transportation Annual Financial Report for fiscal years 2004-2013.

MARYLAND DEPARTMENT OF TRANSPORTATION

Ratio of Outstanding Debt by Type

Last Ten Fiscal Years

(amounts expressed in thousands)

Fiscal Year Ended June 30,	Governmental Activities: Special Revenue Bonds	Governmental Activities: Capital Leases	Governmental Activities: Other Long-term Liability (2)	Total Governmental Activities Debt	Total Personal Income (1)	Percentage of Personal Income
2004	$ 1,188,090	$ 199,895	$ 400,813	$ 1,790,701	$ 215,981,695	0.83 %
2005	1,071,620	309,496	409,585	1,832,128	232,067,080	0.79
2006	1,079,340	348,470	404,318	1,845,458	245,063,048	0.75
2007	1,111,050	343,379	391,029	1,973,837	261,066,893	0.76
2008	1,268,815	331,703	373,319	2,256,441	272,901,349	0.83
2009	1,582,605	673,836	-	2,286,262	283,052,530	0.81
2010	1,645,010	641,252	-	2,166,502	282,152,796	0.77
2011	1,561,840	604,662	-	2,166,502	289,653,105	0.75
2012	1,562,630	562,656	-	2,125,286	306,001,368	0.69
2013	1,618,290	591,783	-	2,210,073	316,681,620	0.70

Source: Maryland Department of Transportation Comprehensive Annual Financial Report for fiscal years 2004-2013.

(1) US Department of Commerce, Bureau of Economic Analysis. Data for all years based on revised statistics of state personal income released on September 30, 2013. All estimates of state personal income are subject to BEA's flexible annual revison schedule.

(2) Other long-term liability items were reclassified as capital leases in fiscal year 2009.

MARYLAND DEPARTMENT OF TRANSPORTATION
Transportation Trust Fund
Taxes Pledged to Bonds and Net Revenues as Defined for Purposes of the Bond Coverage Test
Last Ten Fiscal Years
(amounts expressed in thousands)

	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
Revenues:										
Taxes pledged to bonds:										
Corporation income tax (GMVRA)	$ 75,178	$ 146,343	$ 141,929	$ 129,890	$ 116,971	$ 105,388	$ 107,293	$ 107,379	$ 143,370	$ 68,503
Fuel tax	505,173	510,572	513,033	510,735	510,630	500,114	489,004	500,801	567,431	651,196
Titling tax (4)	547,015	545,451	546,597	534,899	493,739	411,324	434,729	470,001	547,198	639,011
Sales and use tax (4) (5)	17,682	18,485	20,161	21,044	17,981	217,924	213,254	221,842	19,770	23,425
Total taxes pledged to bonds	1,145,048	1,220,851	1,221,720	1,196,568	1,139,321	1,234,750	1,244,280	1,300,023	1,277,769	1,382,135
Fees:										
Motor vehicle licenses and registrations (2)	124,519	230,756	236,661	244,472	231,379	231,773	227,954	229,748	256,350	298,071
Other	142,699	150,760	154,957	166,142	172,703	186,961	187,455	209,909	259,211	274,823
General fund share of fees (1)	(154,913)	-	-	-	-	-	-	-	(40,000)	-
Total taxes and fees	1,257,353	1,602,367	1,613,338	1,607,182	1,543,403	1,653,484	1,659,689	1,739,680	1,753,330	1,955,029
Operating revenues:										
Maryland Port Administration	90,600	94,697	91,027	94,499	96,880	93,635	69,222	49,156	57,302	49,030
Maryland Transit Administration	108,577	106,941	110,136	123,122	117,869	117,557	125,057	133,494	136,194	138,400
Maryland Aviation Administration	140,458	126,635	139,579	151,620	180,254	181,580	194,308	207,897	208,560	219,757
Total operating revenues	339,635	328,273	340,742	369,241	395,003	392,772	388,587	390,547	402,056	407,187
Other (3)	90,943	75,902	87,640	39,836	4	(3,666)	(3,600)	60,458	40,015	30,808
Investment income	3,374	4,928	8,211	10,574	3,683	3,996	394	1,004	2,750	758
Total revenues	1,691,305	2,011,470	2,049,931	2,026,833	1,942,093	2,046,586	2,045,070	2,191,689	2,198,151	2,393,782
Expenditures:										
Administration, operation and maintenance expenditures:										
The Secretary's Office	64,984	67,904	64,528	66,439	69,693	67,649	71,811	70,650	71,382	72,256
Washington Metro Transit Grants-in-Aid	145,027	153,250	167,041	170,961	193,026	210,394	215,736	228,594	256,722	263,690
State Highway Administration	222,158	219,703	204,764	236,245	240,192	240,742	296,445	253,615	226,926	251,994
Motor Vehicle Administration	124,111	125,699	133,666	140,436	145,838	148,106	146,316	157,344	161,329	171,344
Maryland Port Administration	97,230	99,092	95,423	98,718	104,887	97,901	68,237	44,454	41,612	42,157
Maryland Transit Administration	408,377	446,351	470,453	505,916	556,602	591,720	610,284	621,917	646,795	665,844
Maryland Aviation Administration	116,002	125,447	166,707	178,157	178,072	170,453	173,749	170,765	167,415	171,122
Total admin., operation and maintenance expend.	1,177,889	1,237,446	1,302,582	1,396,872	1,488,310	1,526,965	1,582,578	1,547,339	1,572,181	1,638,407
Less Federal funds:										
The Secretary's Office	(7,721)	(7,147)	(5,103)	(6,004)	(7,901)	(7,271)	(9,001)	(8,027)	(8,237)	(9,291)
State Highway Administration -- Highway Safety	(16,467)	(20,251)	(14,908)	(14,077)	(15,928)	(19,595)	(16,925)	(17,175)	(21,218)	(13,338)
Md. Transit -- Planning and program development	(51,957)	(51,923)	(50,376)	(52,077)	(54,392)	(65,894)	(63,775)	(64,496)	(62,430)	(42,028)
Motor Vehicle Administration	(78)	(240)	(161)	(90)	(351)	(313)	(404)	(379)	(150)	(7,090)
Maryland Aviation Administration	(280)	(331)	(280)	(350)	(656)	(656)	(656)	(656)	(702)	(650)
Total Federal funds	(76,503)	(79,892)	(70,828)	(72,598)	(79,228)	(93,729)	(90,761)	(90,733)	(92,737)	(72,397)
Total expenditures	1,101,386	1,157,554	1,231,754	1,324,274	1,409,082	1,433,236	1,491,817	1,456,606	1,479,444	1,566,010
Net revenues	$ 589,919	$ 853,916	$ 818,177	$ 702,559	$ 533,011	$ 613,350	$ 553,253	$ 735,083	$ 718,707	$ 827,772
Maximum annual principal and interest	$ 169,655	$ 141,172	$ 121,412	$ 129,550	$ 153,661	$ 197,281	$ 210,714	$ 210,714	$ 219,765	$ 237,394
Ratio of taxes pledged to principal and interest	6.75	8.65	10.06	9.24	7.41	6.26	5.91	6.17	5.81	5.82
Ratio of net revenues to principal and interest	3.48	6.05	6.74	5.42	3.47	3.11	2.63	3.49	3.27	3.49

Source: Maryland Department of Transportation, The Secretary's Office, Office of Finance.

(1) The 2003 Session of the Maryland General Assembly approved legislation (HB 935) requiring the deposit of $160M in FY2003 and $154.9M in FY2004 in the State's General Fund.

(2) The 2004 Session of the Maryland General Assembly approved legislation (HB 1467) increasing Motor Vehicle Registration Fees.

(3) Fiscal year 2007 was the last year for the transfer of $43M from Maryland Transportation Authority to the Transportation Trust Fund.

(4) The 2007 special Session of the Maryland General assembly approved legislation to increase the State's Sales Tax and the Vehicle Excise Tax (Titling) from 5% to 6%, effective Jan. 1, 2008. In addition, effective July 1, 2008, the percentage of Titling Tax retained by the Department was increased from 76% to 86.7%.

(5) The 2011 Session of the Maryland General Assembly approved legislation (Chapter 397) requiring the transfer from the Transportation Trust Fund of $40,000,000 of the Department's share of Highway User Revenues to the Revenue Stabilization Account in fiscal year 2012.

MARYLAND DEPARTMENT OF TRANSPORTATION
Schedule of Miscellaneous Statistics
Last Ten Fiscal Years
(unaudited)

	Fiscal Year Ended June 30,									
	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
State Highway Administration:										
Miles of State Highway (1)	5,133	5,133	5,134	5,140	5,140	5,138	5,143	5,145	5,266	5,145
Motor Vehicle Administration:										
Motor Vehicle Titles Issued	1,227,528	1,205,886	1,202,561	1,166,195	1,096,692	930,858	939,209	994,235	995,247	1,018,200
Motor Vehicle Registration Transactions	3,519,824	3,476,509	3,600,359	3,580,933	3,378,435	3,345,546	3,336,752	4,100,604	3,889,667	4,044,217
Motor Vehicle Fuel - Gallons Sold	3,154,305,826	3,196,587,508	3,197,252,545	3,238,848,801	3,223,523,234	3,139,151,697	2,862,255,721	3,178,835,403	3,149,605,108	3,250,923,911
Maryland Port Administration:										
Port of Baltimore (2):										
Export Commerce (2,000 lbs.)	6,882,129	7,420,411	8,365,476	11,291,633	15,052,545	10,216,952	17,596,350	23,852,386	23,757,853	N/A
Import Commerce (2,000 lbs.)	24,878,081	25,005,278	22,254,906	19,490,995	17,965,267	12,145,939	15,243,578	13,991,505	12,929,929	N/A
Total Foreign Commerce (2,000 lbs.)	31,760,210	32,425,743	30,620,470	30,782,628	33,017,812	22,362,891	32,839,928	37,843,891	36,687,782	N/A
General Cargo (2,000 lbs.) (included above)	8,160,376	8,694,474	9,239,964	8,893,780	8,905,872	7,155,595	8,373,255	9,126,585	9,557,401	N/A
Maryland Aviation Administration:										
Passenger Traffic	20,742,032	19,571,154	20,360,376	20,643,685	21,321,252	20,103,443	21,313,033	22,488,838	22,611,988	22,530,342
Commercial Air Carrier Operations	263,062	273,098	266,928	267,517	260,970	243,453	247,391	258,639	256,992	245,367
Total Aircraft Operations	306,293	311,806	304,648	303,721	290,945	266,273	272,997	277,435	273,966	263,360
Maryland Transit Administration (Baltimore Area) (3):										
Buses (4)	913	843	840	840	895	895	869	828	903	929
Route Miles	3,125	3,126	2,657	1,809	2,146	2,111	2,088	2,364	2,088	2,136
Vehicle Miles (7)	23,672,892	23,492,593	23,877,900	23,448,056	23,873,643	24,703,842	24,248,825	23,016,156	20,823,391	24,973,730
Trips	71,386,149	71,062,892	71,624,670	72,611,252	75,575,573	79,239,334	78,188,577	72,520,531	73,627,843	73,404,275
Subway Cars	100	100	100	100	100	100	100	100	100	98
Route Miles	15	15	15	15	15	15	15	15	15	15
Car Miles	4,743,157	4,715,695	4,681,521	4,735,303	5,193,972	5,285,406	4,480,709	4,706,797	4,764,148	5,103,781
Trips	12,425,656	12,863,412	12,918,530	13,225,843	13,955,325	13,566,823	1,363,903	14,002,609	15,199,117	15,208,352
Light Rail Cars (Baltimore Area) (5)	53	53	53	53	53	53	53	53	53	53
Route Miles	29	29	29	29	29	29	29	29	29	29
Car Miles	2,083,464	1,494,164	2,053,813	2,797,732	2,789,820	2,780,098	3,179,325	3,169,421	3,257,117	3,254,629
Trips	6,067,069	4,875,005	5,401,327	7,121,516	7,962,979	8,712,179	8,076,249	8,752,463	8,796,346	9,371,791
MARC Commuter Rail Cars	153	165	165	157	153	157	157	177	177	177
Number of Trains Daily	84	84	85	85	89	83	87	110	100	93
Number of Stations Served (6)	42	42	42	42	42	42	42	42	42	41
Car Miles (7)	4,854,629	5,030,652	4,997,902	5,030,652	5,124,244	5,706,147	5,651,786	5,270,162	5,821,508	6,924,056
Trips	6,699,250	6,884,083	7,274,737	7,505,226	7,897,602	8,081,155	8,095,577	8,232,729	8,532,214	9,030,039
Number of MDOT State Employees (8)	6,799	6,599	6,523	6,518	6,572	6,638	6,463	6,007	5,963	5,885

Source: Maryland Department of Transportation modal administrations.
(1) As of January 1.
(2) Calendar year basis.
(3) Data is estimated for FY 2006 and may have also been restated in prior fiscal years.
(4) Bus service statistics have been restated to include transportation provided by contractual bus companies.
(5) Service initiated in May, 1992; service extended to Hunt Valley in September, 1997, and to BWI Airport in December, 1997.
(6) Service initiated to Frederick and Monocacy on December 17, 2001.
(7) Vehicle and car miles have been restated to accurately reflect the revenue service miles.
(8) 2004-2012 does not include union employees.

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