

# EXHIBIT 14

Metra's Compliance with Federal Lobbying Requirements Procedure

## METRA COMPLIANCE WITH FEDERAL LOBBYING REQUIREMENTS

### I. PURPOSE

To provide Metra policies and procedures to comply with Federal requirements concerning restrictions on lobbying.

### II. POLICY

A. Federal law, 31 U.S.C. § 1352 (“Section 1352”), prohibits a recipient of a Federal contract, grant, loan, or cooperative agreement from using Federal appropriated funds to pay any person for influencing or attempting to influence an officer or employee of any Federal agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with any covered Federal action.

B. Section 1352 also requires recipients of a Federal contract, grant, loan, or cooperative agreement to furnish a declaration consisting of a certification of compliance and disclosure of the use of other than appropriated funds used to pay any person for influencing or attempting to influence an officer or employee of any Federal agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with any covered Federal action. Periodic updates of the disclosure are also required. Additionally, the declaration requires that recipients flow-down the certification and disclosure requirement to contractors, and that the contractors make the required disclosure to the recipient so that the recipient can make necessary disclosures to the appropriate Federal agency.

C. The requirements of Section 1352 are implemented by the U.S. Department of Transportation (“DOT”) pursuant to 49 C.F.R. Part 20, New Restrictions on Lobbying (“Part 20”). This regulation is most pertinent to Metra because the large majority of “covered Federal actions” concerning Metra are grants from the Federal Transit Administration (“FTA”), a DOT agency. Other agencies have similar regulations that may need to be consulted in connection with Metra involvement with covered Federal actions concerning those agencies.

D. The requirements of Part 20 are contained in FTA’s Master Agreement for FTA grants, and FTA provides guidance on those requirements in FTA Circular 4220.1F (as amended or updated).

E. Metra will not use Federal assistance to pay the costs of influencing or attempting to influence any covered Federal person in connection with any covered Federal action. Metra will comply with Part 20 and similar regulations of other Federal agencies, and will assure compliance by each contractor at any tier on projects financed with Federal assistance. Additionally, Metra will comply with other applicable Federal laws prohibiting the use of Federal assistance for

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activities designed to influence Congress or a State legislature with respect to legislation or appropriations except through proper official channels.

F. Metra implements and complies with the requirements of Section 1352 and Part 20 through its financial administration, grants and contracts management processes, and this procedure provides the responsibilities for implementation and compliance.

G. Metra personnel (1) engaged in activities to influence or attempt to influence any covered Federal person in connection with any covered Federal action, (2) connected with the selection, award, and administration of Metra consultant contracts for the purpose of influencing or attempting to influence any covered Federal person in connection with any covered Federal action, and/or (3) connected with the selection, award, and administration of Federal grants and contracts in connection therewith, should be familiar with this procedure, Section 1352 and Part 20.

H. While this procedure provides guidance for compliance with Section 1352 and Part 20, it is not a substitute for them. The Federal law and regulation govern in the event of a conflict with this procedure, and they should be consulted in the event of a compliance question. All inquiries and issues concerning Federal lobbying restrictions should be directed to the Metra Law Department.

### **III. DEFINITIONS**

A. "Agency," as defined in 5 U.S.C. 552(f), includes Federal executive departments and agencies, as well as independent regulatory commissions and Government corporations, as defined in 31 U.S.C. 9101(1).

B. "Covered Federal action" means: (1) awarding of any Federal contract; (2) making any Federal grant; (3) making any Federal loan; (4) entering into any cooperative agreement; and/or (5) extending, continuing, renewing, amending, or modifying any Federal contract, grant, loan, or cooperative agreement.

C. "Covered Federal person" means: an officer or employee of any Federal agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress. An "officer or employee of an agency" includes the following individuals who are employed by an agency: (1) an individual who is appointed to a position in the Government under Title 5, U.S. Code, including a position under a temporary appointment; (2) a member of the uniformed services as defined in 37 U.S.C. § 101(3); (3) a special Government employee as defined in 18 U.S.C. § 202; and (4) an individual who is a member of a Federal advisory committee, as defined by the Federal Advisory Committee

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Act, Title 5, U.S. Code, Appendix 2.

D. "Federal assistance" means (1) any funds, or property in lieu of funds, received by Metra from a Federal agency as a result of or in connection with a Federal contract, grant, loan, cooperative agreement, or (2) a commitment or agreement by a Federal agency to insure or guarantee a loan to Metra.

E. "Federal grant" means an award of financial assistance in the form of money, or property in lieu of money, by the Federal Government or a direct appropriation made by law to any person. The term does not include technical assistance that provides services instead of money, or other assistance in the form of revenue sharing, loans, loan guarantees, loan insurance, interest subsidies, insurance, or direct United States cash assistance to an individual.

F. "Federal loan" means a loan made by an agency. The term does not include loan guarantee or loan insurance.

G. "Influencing or attempting to influence" means making, with the intent to influence, any communication to or appearance before an officer or employee or any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with any covered Federal action.

H. "Loan guarantee and loan insurance" means an agency's guarantee or insurance of a loan made by a person.

I. "Person" means an individual, corporation, company, association, authority, firm, partnership, society, State, or local government, regardless of whether such entity is operated for profit or not for profit.

J. "Recipient" means Metra and all its contractors, subcontractors at any tier, and subgrantees at any tier of the recipient of funds received in connection with a Federal contract, grant, loan, or cooperative agreement. The recipients other than Metra are referred to herein as "contractors."

K. Other definitions are provided at Part 20 and should be consulted as necessary.

**IV. RESPONSIBILITIES**

A. Segregation of Federal Assistance Funds: Federal assistance funds, including funds received by Metra in connection with a loan insured or guaranteed by a Federal agency, will be maintained in bank accounts separate from the bank account used for payment of lobbying fees, expenses and costs.

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The bank account used for the payment of lobbying fees, expenses and costs will be funded directly and solely by the Regional Transportation Authority from Metra's share of sales tax proceeds. Metra's Chief Financial Officer, Controller, and Senior Director, Grant Management and Accounting, are responsible for maintaining the segregation of Metra funds.

B. Payment of Lobbying Fees, Expenses and Costs: All fees, expenses and costs incurred in connection with influencing or attempting to influence a covered Federal person in connection with a covered Federal action shall be paid from a separate Metra bank account that is funded directly and solely by the Regional Transportation Authority from Metra's share of sales tax proceeds. Metra's Executive Director/CEO, Chief Financial Officer, and Controller, are responsible for implementing and complying with this requirement.

C. Execution of Lobbying Certifications: Metra's Executive Director/CEO will execute certifications to Federal agencies in connection with lobbying restrictions.

D. Standard Form LLL Reports: Each calendar quarter, Metra will submit to FTA Region V an initial Standard Form (SF) LLL when required by Part 20, or a material change SF LLL when an event constituting a material change in a prior SF LLL has occurred in that quarter. If there has not been a material change event during a calendar quarter, Metra will submit a written statement to FTA Region V to that effect. Those reports should be submitted to FTA Region V within 30 days after end of each quarter. A similar practice shall be employed for other Federal agencies that provide Metra with Federal assistance. Metra's Senior Director, Grant Management and Accounting, will prepare and execute SF LLL reports to Federal agencies. Metra's Executive Director/CEO shall advise the Senior Director, Grant Management and Accounting, as necessary, as to the activities of those Metra personnel involved in influencing or attempting to influence covered Federal persons in connection with covered Federal actions, and the Senior Division Director, General Administration, shall provide the Senior Director, Grant Management and Accounting, with each Metra contract action concerning Metra consultants retained to influence or attempt to influence covered Federal persons in connection with covered Federal actions.

E. Contractor Compliance: The Certification of Restrictions on Lobbying and Affidavits/Certifications For Consultants, see Exhibit 1, are used as attachments to Metra contracts to cover Federal requirements that under the FTA Master Agreement must be flowed down to Metra contractors. (The Certification of Restrictions on Lobbying is used for Invitations For Bids, and Affidavits/Certifications For Consultants is used for Professional Services contracts.) These certifications cover the lobbying certification and disclosure required by Part 20 for contractors, and the respective certification shall be

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included in the contract, agreement or similar document with each contractor on Metra projects supported by Federal assistance. Metra contracting officers shall assure that the respective certification is executed by the contractor prior to award of a contract, agreement or grant. Executed certifications shall be maintained by Metra contracting officers with the contract or grant file. Contractors on Metra projects supported by Federal assistance shall also be provided with the guidance letter, see Exhibit 2, to remind them of their obligations under each certification to flow-down the lobbying certification and disclosure requirement to their sub-recipients and to file SF LLLs with Metra as appropriate.

**V. INSTRUCTIONS**

**Responsibility**

**Action**

Senior Division Director,

1. Provide the Senior Director, Grant Management and Accounting each Metra Contract action, new contract issued or change order processed, concerning Metra consultants retained to influence or attempt to influence covered Federal persons in connection with covered Federal actions.

Executive Director/CEO

2. Advise the Senior Director, Grant Management and Accounting as to the activities of those Metra personnel involved in influencing or attempting to influence covered Federal persons in connection with covered Federal actions.

Senior Director,  
Grant Management and Accounting

3. Submit to FTA Region V an initial Form (SF) LLL, or, to any other Federal Agency that provides Federal assistance.
4. Submit to FTA Region V on a quarterly Basis a Material change (SF) LLL when an event constitutes a material change in a prior (SF) LLL has occurred in that quarter. If there has not been a material

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change event during a calendar quarter,  
submit a written statement to FTA

**V. INSTRUCTIONS (Continued)**

**Responsibility**

**Action**

Materials Management

Region V stating so. Submit to any other Federal Agency that provides Federal assistance.

5. Assure that the respective certification is executed by the contractor prior to award of a contract or purchase order and that the executed certifications are part of the respective contract/purchase order file.

6. Provide guidance letter, see Exhibit 2, to contractors for Metra projects supported by Federal assistance, to remind them of their obligations under each certification to flow-down the lobbying certification and disclosure requirements to their contractors and to file (SF) LLLs with Metra as appropriate.

Treasury

7. Review each check paid to Legislative Consultants to ensure that payment is from the proper disbursement bank account.

AFFIDAVITS /CERTIFICATIONS FOR CONSULTANTS

FILL IN THE BLANKS AND SUBMIT THIS FORM WITH PROPOSAL.  
HAVE APPLICABLE SIGNATURES NOTARIZED ON LAST PAGE.

STATE OF \_\_\_\_\_

COUNTY OF \_\_\_\_\_

The Undersigned represents that s/he is \_\_\_\_\_ ("Undersigned") the  
(Print Name)

\_\_\_\_\_ of \_\_\_\_\_  
(Print President or other Proper Title) (Print Name of Entity)

("Company" or "Undersigned") and is authorized to attest on behalf of himself/herself and

\_\_\_\_\_, and states as follows:  
(Print Name of Company)

A. PROHIBITED INTERESTS AND CONFLICTS OF INTEREST.

1. PUBLIC OFFICER PROHIBITED ACTIVITIES ACT AFFIDAVIT.

The Company is the proposer submitting this proposal and that the proposer is in compliance with provisions set forth in the Public Officer Prohibited Activities Act, 50 ILCS 105/0.01, et sea., and to the best of its knowledge and belief, no person holding office, either by election or appointment under the laws or constitution of this State, is in any manner interested, either directly or indirectly, in his/her own name, or in the name of any other person, association, trust, or corporation, in this contract or the performance of any work/services under this contract which such officer has been or may be called upon to act or vote.

2. METRA'S CONFLICTS OF INTEREST ORDINANCE.

Pursuant to 4.03 of Metra's Bidding Regulations:

Members of the Board, officers, and employees of Metra, their spouses, their children, their parents, their brothers and sisters and their children, are prohibited from having or acquiring any contract or any direct pecuniary interest in any contract which will be wholly or partially performed by the payment of funds or the transfer of property of the Metra. Any firm, partnership, association, or corporation from which any member of the Board, officer, or employee of the Metra is entitled to receive more than seven and one half percent (7-1/2%) of the total distributable income, is prohibited from having or acquiring any contract or direct pecuniary interest in any contract which will be performed in whole or in part by payment of funds or the transfer of property of Metra.

Any firm, partnership, association, or corporation from which members of the Board, officers, employees of Metra, their spouses, their children, their parents, their brothers and sisters and their children, are entitled to receive in the aggregate more than fifteen percent (15%) of the total distributable income, is prohibited from having or acquiring any contract or direct pecuniary interest in any contract which will be performed in whole or in part by the payment of funds or the transfer of property of Metra.

Board members and employees are prohibited from participating in the selection, award, or administration of a contract supported by Metra funds, federal funds, or any other grant funds if a real conflict of interest or, to his or her knowledge, an apparent conflict of interest would be involved. A real or apparent conflict of interest would arise when any of the following has an interest in the entity selected for award: (a) an employee, officer, board member, or agent; (b) any member of his or her immediate family (as listed above in the first paragraph); (c) his or her business partner; or (d) an organization that employs, or intends to employ, any of the above. "Apparent" is defined under this paragraph as being one in which a person is an officer or director of an entity, or has an interest in the ownership or profits of an entity, and such interest appears substantial to a reasonable person. "Interest" is defined under this paragraph as a direct or indirect entitlement to receive any of the entity's profits.

In addition, Undersigned states that no officer of Metra has represented, either as an agent or otherwise, the proposer with respect to this application or bid for contract. Finally, Undersigned states that to best of its knowledge and belief, no officer of Metra has received or been offered from any person on behalf of the proposer, either directly or indirectly, any money or other thing of value as a gift, bribe, or means of influencing any vote or action in any official's capacity. Furthermore, Undersigned certifies that, to the best of its knowledge, it is in compliance with Metra's Bidding Regulations and is unaware of any of the foregoing persons having an interest prohibited by Section 4.03 of the Bidding Regulations.

**B. NON-COLLUSION AFFIDAVIT.**

The Company is the proposer submitting this proposal and that such proposal was not made in the interest of or on behalf of any undisclosed person, partnership, company, organization or corporation; that such proposal is genuine and not collusive or a sham and that said proposer has not been a party to any agreement or collusion among bidders/proposers or prospective bidders/proposers in restraint of freedom of competition by agreement to bid a fixed price or otherwise, or to refrain from proposing, and has not, directly or indirectly, by agreement, communication, or conference with anyone, attempted to induce action prejudicial to the interest of Metra, or of any proposer or anyone else interested in the proposed contract.

**C. CERTIFICATE FOR PROPOSAL.**

As a part of its offer to contract for services to Metra, the Undersigned hereby certifies that neither the Company nor any of its principals are barred from proposing on the aforementioned contract as a result of a violation of either Section 33 E-3 or 33-4 of 720 ILCS 5/33 E.

**D. CERTIFICATE OF DEBARMENT.**

As the potential contractor for a primary contract, or subcontractor to a primary contractor for subcontracts over \$100,000, the Undersigned certifies to the best of its knowledge and belief, the Company and its principals:

1. Are not included on the U.S. Comptroller General's Consolidated List of Persons or Firms Debarred from federal contracts for violations of various public contracts incorporating labor standard provisions;
2. Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any federal, state, or local government entity;

3. (a) have not been convicted under the laws of Illinois or any other state of bribery or attempting to bribe any government officer or employee or have made an admission of guilt of that conduct that is a matter of record but has not been prosecuted for that conduct. No business shall be barred from contracting with Metra as a result of a conviction under this Section of any employee or agent of the business if the employee or agent is no longer employed by the business and: i) the business has been finally adjudicated not guilty; or ii) the business demonstrates to Metra, and Metra finds that the commission of the offense was not authorized, requested, commanded, or performed by a director, officer, or high managerial agent on behalf of the business as provided in paragraph (2) of subsection (a) of Section 5-4 of the Criminal Code of 1961. For purposes of this Subsection (a), when an official, agent, or employee of a business committed the bribery or attempted bribery on behalf of the business and in accordance with the direction or authorization of a responsible official of the business, the business shall be chargeable with the conduct. Contractor hereby certifies that the contractor and its subcontractors are not barred from being awarded a contract or subcontract under this Section.

(b) are not convicted of a felony. No person or business shall do business with Metra from the date of conviction until 5 years after the date of completion of the sentence for that felony, unless no person held responsible by a prosecutorial office for the facts upon which the conviction was based continues to have any involvement with the business. Contractor hereby certifies that the Contractor is not barred from being awarded a contract under this Section.

4. Are not presently indicted for, or otherwise criminally or civilly charged by a government entity (federal, state or local) for any reason; or
5. Have not, within a three-year period preceding this proposal, had one or more public transactions (federal, state or local) terminated for cause or default.

(If the Undersigned is unable to certify to any of the statements in this certification, the Undersigned shall attach an explanation).

THE UNDERSIGNED CERTIFIES OR AFFIRMS THE TRUTHFULNESS AND ACCURACY OF THE CONTENTS OF THE STATEMENTS SUBMITTED ON OR WITH THIS CERTIFICATION AND UNDERSTANDS THAT THE PROVISIONS OF THE FEDERAL FALSE CLAIMS ACT ARE APPLICABLE THERETO.

**E. CERTIFICATION OF RESTRICTIONS ON LOBBYING.**

This certification is required to be completed with the solicitation if the proposal exceeds \$100,000.00. Failure to return this certification with the solicitation may result in a determination that the offer is non-responsive or non-responsible.

The Undersigned certifies to the best of its knowledge or belief that:

1. No federal appropriated funds have been paid or will be paid, by or on behalf of the Undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any federal contract, the making of any federal grant, the making of a federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any federal contract, grant, loan, or cooperative agreement.

2. If any funds other than federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee or any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of federal contract, grant, loan, or cooperative agreement, the Undersigned shall complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions.

3. The Undersigned shall require that the language of this certification be included in the award document for all subawards at all tiers (including subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements), and that all subrecipients shall certify and disclose accordingly.

#### F. REVOLVING DOOR PROHIBITION.

The Undersigned has reviewed its list of employees (and subcontractors) involved in this procurement and it has no knowledge of any former Metra employee being involved in the solicitation process in violation of Section 4.05 of Metra's Bidding Regulations.

Section 4.05 states that all Metra Board members and non-contract personnel in specified positions are expressly prohibited, for a period of one (1) year after terminating employment with Metra, from engaging in any procurement activity with Metra. A "specified position" is one that is non-contract, is held for a period of six (6) months preceding such termination, is at a Grade P12 or above (including M Grades), and is not merely clerical or ministerial in nature. The prohibition includes, but is not limited to: lobbying the procurement process; specifying; bidding; or proposing bid, proposal, or contract documents on the part of the former employee or Board member, or in association with the former employee or Board member by or on behalf of any firm, partnership, association, or corporation affiliated with the former employee or Board member. The Undersigned certifies that the award and/or execution of a contract would not cause any violation of Section 4.05.

**G. CONTINUING OBLIGATION TO INFORM METRA.**

If Company acquires information after executing this certification that there may be an actual or apparent violation of any of the above Company shall promptly bring such information to the attention of Metra's procurement officer. Company shall thereafter cooperate with Metra's review and investigation of such information, and comply with any instruction it receives from Metra in regard to remedying the situation.

**H. PENALTIES.**

This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into the Contract pursuant to Metra's regulations and 31 U.S.C. 1352. A Company who makes a false statement, materials to the certification, is subject to termination for cause. The undersigned certifies or affirms the truthfulness and accuracy of each statement of its certification and disclosure, if any. In addition, the Company understands and agrees that the provisions of 31 U.S.C. 3801, et seq., apply to this certification and disclosure.

\_\_\_\_\_

(Print) Name of Company

By: \_\_\_\_\_  
Signature of Person Making Affidavit (Undersigned listed above)

Date: \_\_\_\_\_

\_\_\_\_\_

(Print) Title of Person Making Affidavit

**NOTARIZE HERE**

Subscribed and sworn to before me

This \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_.

\_\_\_\_\_

Notary Public

**CERTAIN SUBCONTRACTOR SIGNATURES REQUIRED ON NEXT PAGE**

SUBCONTRACTOR  
DEBARMENT CERTIFICATION

NOTE: PRIMARY CONTRACTOR IS RESPONSIBLE FOR THIS FORM BEING SUBMITTED PRIOR TO AWARD. SUBCONTRACTOR(S) WITH SUBCONTRACTS OVER \$100,000 MUST ALSO COMPLETE AND SIGN THE FOLLOWING:

STATE OF \_\_\_\_\_

COUNTY OF \_\_\_\_\_

The Undersigned represents that s/he is \_\_\_\_\_ ("Undersigned Subcontractor")  
the \_\_\_\_\_ (Print Name)

\_\_\_\_\_ of \_\_\_\_\_  
(Print President or Other Proper Title) (Print Name of Subcontractor Entity)

("Subcontractor" or "Undersigned Subcontractor") and is authorized to attest on behalf of himself/herself and Subcontractor Entity by stating as follows:

1. As a subcontractor to a primary contractor for subcontracts over \$100,000, the Undersigned Subcontractor certifies to the best of its knowledge and belief that the debarment statements in Section D above are truthful and accurate.
2. If Undersigned Subcontractor acquires information after executing this certification that there may be an actual or apparent violation of any of the above, Subcontractor shall promptly bring such information to the attention of Metra's procurement officer.
3. The provisions of Section H above are applicable.

\_\_\_\_\_  
(Print) Name of Subcontractor Entity

By: \_\_\_\_\_ Date: \_\_\_\_\_  
Signature of Person Making Affidavit (Undersigned listed above)

\_\_\_\_\_  
(Print) Title of Person Making Affidavit

NOTARIZE HERE  
Subscribed and sworn to before me  
This \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_.

\_\_\_\_\_  
Notary Public  
C:\TEMP\rcv.cert affidavit.042303RFP.doc

**EXHIBIT 1**

**CERTIFICATION OF RESTRICTIONS ON LOBBYING**

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**METRA – CERTIFICATION OF RESTRICTIONS ON LOBBYING**

This certification is required to be completed and returned with the solicitation if the offer exceed \$100,000. Failure to return this certification with the solicitation may result in a determination that the offer is non-responsive or non-responsible.

The undersigned certifies, to the best of his or her knowledge or belief, that:

(1) No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.

(2) If any funds other than Federal appropriated funds have been paid or will be paid to any person for making lobbying contacts to any officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit Standard Form---LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions [as amended by "Government wide Guidance for New Restrictions on Lobbying," 61 FEd. Reg. 1413 (1/19/96). Note: Language in paragraph (2) herein has been modified in accordance with Section 10 of the Lobbying Disclosure Act of 1995 (P.L. 104-65, to be codified at 2 U.S. C. 1601, et seq)].

(3) The undersigned shall require that the language of this certification be included in the award documents for all subawards at all tiers (including subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements), and that all subrecipients shall certify and disclose accordingly.

This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by 31, U.S.C. § 1352 (as amended by the Lobbying Disclosure Act of 1995). Any person who fails to file the required certification shall be subject to civil penalty of not less than \$10,000 and not more than \$100,000 for each such expenditure or failure.

[Note: Pursuant to 31 U.S.C. § 1352(s)(1)-(2)(A), any person who makes a prohibited expenditure or fails to file or amend a required certification or disclosure form shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such expenditure or failure.]

The Contractor, \_\_\_\_\_, certifies or affirms the truthfulness and accuracy of each statement of its certification and disclosure, if any. In addition, the Contractor understand and agrees that the provisions of 31 U.S.C. A 3801, et seq, apply to this certification and disclosure, if any.

BY: \_\_\_\_\_

(Authorized Agent or Contractor)

**IMPORTANT: EXECUTE AND SUBMIT THIS CERTIFICATION WITH BID/PROPOSAL.**

## EXHIBIT 2

### COMPLIANCE WITH FEDERAL LOBBYING REQUIREMENTS [Individual Lobbyist]

Dear [Federal Lobbyist Contractor]:

In Exhibit 1-B, Section E of your contract with Metra, you provided Metra with a certification concerning restrictions on federal lobbying. This letter provides guidance for your compliance with that certification. This letter does not, however, alter or vary the terms of the certification, and in the event of a conflict between this letter and the certification, the terms of the certification control.

First, in Section E, you certified that appropriated funds have not been, and will not be, paid by or on behalf of you to any person for federal lobbying, as defined in the certification, in connection with certain covered federal actions, defined in the certification. That prohibition remains in effect throughout the term of your contract with Metra, and Metra expects that you will maintain adequate policies and procedures to assure continued compliance.

Second, in Section E, you agreed to provide a disclosure form, Standard Form LLL, Disclosure Form to Report Lobbying ("SF LLL"), to Metra if non-appropriated funds have been or will be paid for federal lobbying in connection with those covered federal actions. As your contract with Metra includes performing federal lobbying services for Metra in connection with those covered federal actions, the disclosure requirement is triggered immediately. Please submit a completed SF LLL to Senior Director, Materials Management at Metra within seven (7) days of receiving this letter, and in any event, no later than five (5) calendar days after close of the current calendar quarter. Metra will use the information in your SF LLL to prepare its SF LLL for filing with the appropriate federal agency.

Third, you are to file additional SF LLLs with Metra for each calendar quarter in which there is a material change to a SF LLL that you previously submitted to Metra. Please file those SF LLLs within five (5) days of the close of the respective calendar quarter so that Metra can file its SF LLL with the appropriate federal agency within 15 days of the end of the quarter. We would also appreciate your advising Metra in writing each calendar quarter in which a material change has not occurred that your most recent SF LLL remains accurate. If Metra does not receive a SF LLL in a calendar quarter, Metra shall conclude that no material change has occurred and advise federal agencies accordingly.

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Finally, Section E of Exhibit 1-B also requires that you (a) include a similar certification in each subcontract made under Metra's contract, and (b) obtain the required SF LLL disclosure from the subcontractor. Accordingly, whenever you make a subcontract as defined in Section E, you are to include the required certification in the subcontract, obtain a SF LLL from the subcontractor, and assure that the subcontractor includes a similar certification in lower-tier subcontracts. This obligation would be triggered, for example, should you retain a contract, non-employee individual or firm to perform federal lobbying on Metra matters. A copy of the certification and SF LLL from the subcontractor is to be provided to the Senior Director, Materials Management at Metra promptly after the subcontract is made.

Your anticipated prompt cooperation is appreciated. If you have further questions concerning this matter, please feel free to contact me.

Sincerely yours,

Senior Director,  
Materials Management

## **EXHIBIT 2**

### **COMPLIANCE WITH FEDERAL LOBBYING REQUIREMENTS [Lobbyist Other Than Individual]**

Dear [Federal Lobbyist Contractor]:

In Exhibit 1-B, Section E of your firm's contract with Metra, your firm provided Metra with a certification concerning restrictions on federal lobbying. This letter provides guidance for your firm's compliance with that certification. This letter does not, however, alter or vary the terms of the certification, and in the event of a conflict between this letter and the certification, the terms of the certification control.

First, in Section E, your firm certified that appropriated funds have not been, and will not be, paid by or on behalf of your firm to any person for federal lobbying, as defined in the certification, in connection with certain covered federal actions defined in the certification. That prohibition remains in effect throughout the term of your firm's contract with Metra, and Metra expects that your firm will maintain adequate policies and procedures to assure continued compliance.

Second, in Section E, your firm agreed to provide a disclosure form, Standard Form LLL, Disclosure Form to Report Lobbying ("SF LLL"), to Metra if non-appropriated funds have been or will be paid for federal lobbying in connection with those covered federal actions. As your firm's contract with Metra includes performing federal lobbying services for Metra in connection with those covered federal actions, the disclosure requirement is triggered immediately. Your firm should submit a completed SF LLL to Senior Director, Materials Management at Metra within seven (7) days of receiving this letter, and in any event, no later than five (5) calendar days after close of the current calendar quarter. Metra will use the information in your firm's SF LLL to prepare its SF LLL for filing with the appropriate federal agency.

Third, your firm is to file additional SF LLLs with Metra for each calendar quarter in which there is a material change to a SF LLL that your firm previously submitted to Metra. Your firm should file those SF LLLs within five (5) days of the close of the respective calendar quarter so that Metra can file its SF LLL with the appropriate federal agency within 15 days of the end of the quarter. We would also appreciate your firm advising Metra in writing each calendar quarter in which a material change has not occurred that your firm's mostly recent SF LLL remains accurate. If Metra does not receive a SF LLL in a calendar quarter, Metra shall conclude that no material change has occurred and advise federal agencies accordingly.

Finally, Section E of Exhibit 1-B also requires that your firm (a) include a similar certification in each subcontract made under Metra's contract, and (b) obtain the required SF LLL disclosure from the subcontractor. Accordingly, whenever your firm makes a subcontract as defined in Section E, it is to include the required certification in the

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subcontract, obtain a SF LLL from the subcontractor, and assure that the subcontractor includes a similar certification in lower-tier subcontracts. This obligation would be triggered, for example, should your firm retain a contract, non-employee individual or another firm to perform federal lobbying on Metra matters. A copy of the certification and SF LLL from the subcontractor is to be provided to the Senior Director, Materials Management at Metra promptly after the subcontract is made.

Your firm's anticipated prompt cooperation is appreciated. If you or your firm have further questions concerning this matter, please feel free to contact me.

Sincerely yours,

Senior Director,  
Materials Management