

**Q&A: Coronavirus Economic Relief for Transportation Services (CERTS) Act
Division N, Title IV, Subtitle B of the Consolidated Appropriations Act, 2021**

**U.S. Department of Treasury
** Updated April 6, 2022 ****

New Questions and Answers Added to the December 10th Q&A are Identified by “NEW”

**HOW TO APPLY UNDER DIFFERENT CORPORATE AND OPERATING
STRUCTURES**

Each CERTS application must be linked one-to-one to a Federal tax return. The name, TIN, principal business activity code, and total annual revenues reported by a company in the CERTS application must match to the same values on a corresponding tax return. For each application, the difference in total annual revenues reported on the 2019 and 2020 tax returns will be the primary factor in calculating the grant amount.

The questions and answers in this section explain how this principle applies if a company has a complex corporate structure or if a company provides a combination of eligible transportation services and other ineligible services.

- 1. Case A: one company/TIN with multiple eligible services. Some companies provide multiple services that are eligible for a CERTS grant. For example, a company may have a mixed motor carrier fleet and provide both motorcoach services and school bus services as part of the same company under the same TIN and tax return. How do such companies categorize themselves and demonstrate their eligibility when they apply?**

A company that provides more than one eligible transportation service under one TIN and tax return should classify itself based on the service that generates the highest percentage of its annual revenues, and provide proof of eligibility based on that service. After identifying the service that generates the most revenue, the company would still report its total annual revenues from all activities as part of the application. If the application is approved, the grant funds may be used for allowable expenses (e.g., payroll costs) in any part of the company's business.

- 2. Case B: multiple eligible companies/TINs under common ownership filing separate tax returns. In some corporate organizations with a common ownership structure, there are separate companies with separate TINs and separate tax returns that each provide eligible transportation services. For example, one affiliate may be a motorcoach company filing its own tax return, and another affiliate may be a school bus company filing its own tax return. How do entities with that corporate structure apply?**

Each eligible company must submit a separate application in its own name and TIN, and must provide its own supporting documents, including its own annual tax return. If the applications are approved, each company would receive a grant based on its own reported revenue loss.

- 3. Case C: one company/TIN with mix of eligible and ineligible services. Some individual companies provide a mix of eligible and ineligible services. For example, a single company with one TIN and tax return may provide eligible motorcoach services but may also generate revenues providing limousine services or acting as a travel agent. Are such companies eligible for a CERTS grant?**

Such companies are eligible for a CERTS grant if their principal business activity – that is, the activity from which the company derives the highest percentage of its total sales or receipts as reported to the IRS – is an eligible transportation service: motorcoach services, school bus services, passenger vessel services, or pilotage services. In addition to having a qualifying principal business activity code, the company must pass the other requirements for that type of eligible transportation service.

After demonstrating that its principal business activity is an eligible service, the company would still report its total annual revenues from all activities as part of the application. If the application is approved, the grant funds may be used for allowable expenses (e.g., payroll costs) in any part of the company's business.

- 4. Case D: affiliated eligible companies/TINs under a common parent corporation that files a consolidated tax return. Some large national and regional transportation service providers have multiple corporate entities but file a consolidated tax return for the affiliated companies. Some of the affiliated companies included in the consolidated tax return may provide eligible transportation services and some may not provide eligible transportation services. How do entities with that corporate structure apply?**

The common parent company or holding company that files the consolidated return must submit a single application in its own name and TIN reflecting the total revenues on the consolidated tax return. Such parent or holding companies are eligible provided the principal business activity reported to the IRS on the consolidated tax return is an eligible transportation service. In addition to uploading their consolidated tax returns, such companies must upload copies of their IRS Form 851 Affiliations Schedule to report the principal business activities of the affiliates.

The common parent company would report its total annual revenues generated by all its subsidiaries. If the application is approved, the grant funds may be used for allowable expenses (e.g., payroll costs) in any part of the parent company's business.

- 5. Case E: companies with bundled motorcoach services. Some companies use motorcoach transportation services as part of bundled excursion packages that include other holiday and sightseeing services. Are such companies eligible if they use a principal business activity code that does not identify the motorcoach or passenger transportation industry?**

The CERTS Act specifically defines as an eligible transportation service provider a company that offers tour or excursion service that includes features in addition to motorcoach transportation, such as meals, lodging, admission to points of interest or special attractions, or the services of a guide. Therefore, such companies are eligible if their principal business activity

code identifies an acceptable industry packaged with the motorcoach service, provided they meet the other requirements for motorcoach companies, such as a USDOT# and information on their vehicle fleet.

SUPPORTING TAX DOCUMENTS

- 6. Extension to file 2020 tax returns. The CERTS guidelines indicate that applicants must report total revenues reported to the IRS for 2019 and 2020, and must upload a copy of their annual corporate tax returns for 2019 and 2020. Some companies received an extension to file for 2020 and do not have a completed 2020 tax return. How do they complete the application?**

The application will allow companies to indicate if they do not have a 2020 Federal income tax return because they applied for an extension to file. Such companies must provide the amount of total revenues they expect to report on their 2020 tax return when they file. In lieu of uploading a copy of their 2020 tax return, they must upload a copy of their application for an extension to file (IRS Form 7004 for businesses or IRS Form 4868 for self-employed individuals) or, if they filed the application for extension electronically, a copy of the IRS's electronic acknowledgement. They must also certify that they have internal company income statements or other financial statements to clearly substantiate the total annual revenues they are reporting for 2020, and will make those documents available upon request.

- 7. Use of Third-Party Payroll Providers. The CERTS guidelines indicate applicants must upload a copy their Employer's Quarterly Tax Returns (IRS Form 941). Some companies cannot supply an IRS Form 941 in their own name and TIN because they contract with a third-party to process their payroll and report their payroll taxes, such as a payroll service provider or a Professional Employer Organization (PEO). How does such a company complete the application if they can't upload their own IRS Form 941?**

Companies that do not have an IRS Form 941 to upload in their own name and TIN because they use a third-party payroll processor or PEO must complete and upload a standard form letter in lieu of an IRS Form 941. The form letter must be completed and signed by an authorized representative of the third-party service provider. The form letter is available [here for download](#).

- 8. Company name/TIN on Form 941 does not match application or annual tax return. The CERTS application requires companies to upload a copy of their IRS Form 941 for Q1 2020 in their own official company name and TIN. What should a company do if the name and TIN on their Form 941 differs from their official company name and TIN entered into the application and included in their annual tax returns?**

In general, the name and TIN on the Form 941 should match the official company name and TIN on the CERTS application and the company's annual tax returns. However, there are specific instances, listed below, where the name and TIN on the Form 941 may not match the name and

TIN on the CERTS application. In these instances, companies must still upload all relevant documents as described below.

- Use of Third-Party Payroll Providers. The company applying does not have a Form 941 in its own company name and TIN because its contracts with a third-party to process payroll and report payroll taxes, such as a payroll service provider or a Professional Employer Organization (PEO). Such companies must upload a form letter signed by their service provider to validate their number of employees and compensation for Q1 2020. See the answer to question #7 “Use of Third-Party Payroll Providers.”
- Consolidated Tax Filers. The company applying does not have a Form 941 in its own company name and TIN because it files its annual tax returns on a consolidated basis at the parent company level, but its Form 941s are filed in the names and TINs of subsidiary operating companies. Such companies must upload copies of each IRS Form 941 for Q1 2020 linked to their consolidated entity to validate the consolidated number of employees and compensation for Q1 2020.
- Parent/holding company vs. operating subsidiary company. The company applying does not have a Form 941 in its own company name and TIN because an operating subsidiary company serves as the employer and/or payroll processor for the business’s employees. Such companies must upload the IRS Form 941 for Q1 2020 of the operating subsidiary company, which should be identified in the application as a subsidiary of the company applying in the question requiring a listing of all parents, subsidiaries, and affiliates of the applying company.

REGISTRATION IN ID.ME

9. **Role of ID.me registrant.** The CERTS guidelines state that, to submit an application for a CERTS grant in the CERTS portal, a company representative must be registered with credentials issued through the ID.me identity service. Does the person registered in ID.me need to be a corporate officer?

No, the ID.me registrant does not need to be a corporate officer. The role of the ID.me registrant is to access the CERTS portal to answer the application questions, upload required documents, and perform other administrative functions in the portal. ID.me ensures that Treasury knows the individual accessing the government system.

However, once the application is filled out in the CERTS portal, it must be certified with an electronic signature by an authorized company official who can legally bind the company, such as a corporate officer. The ID.me registrant filling out the application must identify the name and email address of the authorized company official. Once the ID.me registrant is finished filling out the application, a DocuSign email will be sent automatically to the authorized company official allowing them to electronically sign the certification statement that must accompany the application.

The ID.me registrant who enters data into the portal and fills out the application could be (but does not have to be) the authorized company official who electronically signs the application certification, as long as that person has the legal authority to bind the company.

10. Applying for multiple companies. In some corporate organizations, there are two separate companies with separate TINs under common ownership that are both eligible for a CERTS grant, and the corporate organization will be submitting two separate applications. Do they need two different people – one for each company – to register in ID.me to enter the application data in the CERTS portal?

No, one person could be registered in ID.me to complete both applications in the CERTS portal. However, for each company's application, an authorized company official must electronically sign a certification accompanying the application, as described above, since it is a legally binding document.

DISCLOSING OTHER FEDERAL FUNDS RECEIVED IN RESPONSE TO COVID-19

11. Main Street Lending Program. The CERTS application requires disclosure of the total amount of Federal financial assistance received up to the date of the application, if any, under other Federal grant, loan, and tax credit programs in response to COVID-19. The application has fields to enter amounts received under the Paycheck Protection Program Loan, an Economic Injury Disaster Loan, and other Federal COVID-19 response programs, but it does not specifically list the Main Street Lending Program (MSLP) established by the Federal Reserve System. If a company received an MSLP loan, must it report the amount of the MSLP loan as other financial assistance?

No. Applicants do not need to report amounts received from their bank under the MSLP established by the Federal Reserve System. The MSLP is not included in the definition of Federal financial assistance.

REPORTING LOST REVENUES

12. Fiscal year tax filers vs. calendar year tax filers. Some companies file taxes on a fiscal year basis that differs from the calendar year. These companies may have not filed their 2020 taxes yet, such as companies whose fiscal year ends in June. In addition, the size of lost revenues due to COVID-19 may be different if calculated on a fiscal year basis versus a calendar year basis. What guidance is available to assist companies that file their annual taxes on a fiscal year basis rather than a calendar year basis?

The CERTS application has been updated to allow companies to indicate if they file their annual tax returns on a fiscal year basis rather than a calendar year basis. Fiscal year tax filers will be prompted to provide their 2019 and 2020 revenues on both a fiscal year basis and a calendar year basis. These changes with instructions appear in Tab 6 "Eligibility Information" under the question "Lost Revenues Percentage" in the CERTS application. Moreover, the application has been updated to reflect that fiscal year filers may not be able to upload their 2020 annual tax returns because they are not due yet.

REPORTING EMPLOYEE NUMBERS

13. Employees vs. 1099 Independent Contractors. The CERTS application asks companies several questions about numbers of employees, including the number of employees on March 1, 2020 and the annual average employees in 2019, and whether parents, subsidiaries, and affiliates of the applying company have more than 500 employees. When answering these questions should companies include individuals who are 1099 independent contractors?

No, individuals who are 1099 independent contractors should not be included in the answers to these questions on the application. Only employees (including full-time, part-time, and temporary/seasonal employees) should be included in the answers to these questions.

However, if a company is approved for a CERTS grant, the grant proceeds may be used to pay compensation to individuals who are 1099 independent contractors.

PRINCIPAL BUSINESS ACTIVITY CODES

14. System Validation Messages for Principal Business Activity Codes. The CERTS application asks companies to enter the Principal Business Activity Code (PBAC) from their 2019 income tax return. In some cases, after users click the button to “Confirm the Code You Entered,” they receive a system message that the PBAC may not be related to eligible transportation services, or a message to ensure the PBAC matches what was entered on their 2019 tax return. If a company sees such a system message, does the company need to take any other action? Will their application be processed?

If a company sees such a system message, it should simply ensure the PBAC entered into the application matches the PBAC on its 2019 tax return, and proceed with completing the application, which will be processed in full. The system has been updated to remove confusing messages about eligibility. The only system message users may now see is to “Please make sure the Principal Business Activity Code you have entered matches the code as it was entered on your 2019 tax return, and then proceed with completing the application.”

COMPANIES IN U.S. TERRITORIES

15. Are companies in U.S. territories eligible for a CERTS grant?

Yes, private companies formed in Guam, Puerto Rico, the U.S. Virgin Islands, American Samoa, and the Commonwealth of the Northern Mariana Islands are eligible for a CERTS grant. Companies in the U.S. territories that do not file annual income tax returns with the U.S. Internal Revenue Service should complete the CERTS application using information from their equivalent U.S. territory income tax forms. More information for companies in the U.S. territories is available here: [Information for Companies in U.S. Territories Applying for a CERTS Grant](#).

GRANT PAYMENTS

16. How and when will approved grantees get paid their award?

Treasury had originally indicated that most approved applicants should expect to receive a one-time payment for the entire grant amount. However, for the reasons below, most approved applicants should expect to receive two grant payments: an initial payment representing approximately 80% of the total final grant award, and a second smaller “top off” payment to the extent additional funds are available to be distributed to approved grantees.

Treasury will send each approved grantee a grant agreement to sign. The initial payment will generally be initiated one business day after an approved grantee returns a signed grant agreement. The second payment will be made several weeks later to the extent additional CERTS funds are available to be distributed to approved grantees after Treasury completes its review of the entire applicant pool.

Paying the grant award in two tranches, rather than one lump sum amount, ensures that each approved grantee receives the bulk of its funds as soon as possible. Because CERTS grants are formula grants, not competitive grants, Treasury must review all grant applications and approve or reject each one to determine the specific share each approved applicant will receive under the formula for calculating the awards. Only the approved applicants receive a share of the \$2 billion appropriated to the program. Rather than require each approved grantee to wait to receive a payment until after Treasury adjudicates every application, Treasury will make an initial payment representing the bulk of the grant to approved grantees on a rolling basis. Then, to the extent there are funds available after all reviews are completed, Treasury will make a “top off” payment when Treasury has determined of each grantee’s final share of the funding pool.

The grant agreement sent to approved applicants for signature will include the amount of the initial payment. Treasury will notify grantees of the specific timing and amount of the second payment and the total final award amount.

TREASURY OFFSET

17. In some cases, the payment amount deposited into an approved grantee’s bank account is less than the payment amount included in the grant agreement. Why is there a difference?

The amount deposited may be less than the amount in the grant agreement due to Federal debt collection processes. To the extent prescribed by Federal law, delinquent debts owed to the Federal Government or a State government are collected by offsetting or levying (i.e., reducing) Federal payments to the debtor through the Treasury Offset Program (TOP). CERTS grant payments are subject to this collection process through TOP. TOP matches individuals and entities that owe delinquent Federal and State debts against Federal payments that are issued. When a match occurs, TOP withholds (offsets or levies) an amount from the payment necessary to repay the delinquent debt.

Any difference between the CERTS payment amount a grantee receives and the amount stated in its CERTS grant agreement is most likely due to TOP. Grantees can find more information at the [TOP website](#), and through the TOP automated voice response system at 1-800-304-3107. If the grantee believes that the difference may be due to a levy for a federal tax debt owed to the Internal Revenue Service (IRS), the grantee should contact IRS at 1-800-829-7650.

RECALL AND REHIRE REQUIREMENTS

18. Are grantees obligated to recall or rehire employees that were involuntarily furloughed or terminated during the pandemic? If so, what are the rules for such employee recalls or rehires?

The CERTS statute provides that Treasury must require grantees, as a condition of receiving a CERTS grant, to recall or rehire any employees laid off, furloughed, or terminated after March 27, 2020, but only to the extent recalls or rehires are warranted by service levels. The statute further provides that this requirement does not apply immediately, but after the date that is 30 days after the receipt of funds.

A grantee may offer, but is not required, to restore lost pay and benefits to rehired employees. Such restored employee compensation is an eligible use of grant funds.

For more detailed information on the requirements for recalls or rehires, please review this document on [CERTS recall requirements](#).

USE OF GRANT FUNDS

The following questions and answers provide a summary of key concepts governing the eligible use of grant funds. Grantees should review their grant agreement for the full terms and conditions of the grant award.

19. What expenses are eligible uses of CERTS funds?

The following types of operating expenses are eligible uses of grant funds. (Note that the “effective date” of the grant agreement referenced below is the date that the grant agreement is signed by both the grantee and Treasury.)

Payroll costs for employees for pay days on or after the effective date of the grant agreement, including:

- salary, wages, commissions, and similar compensation
- cash tips or an equivalent
- vacation, parental, family, medical, or sick leave
- group health care and other group insurance benefits (such as workers’ compensation), including premiums
- retirement benefits contributions for current employees
- State and local taxes on employee payroll (but not Federal payroll taxes or withholdings)
- paid administrative leave

However, compensation paid to an individual employee in excess of an annualized salary rate of \$100,000 (i.e., salary in excess of \$8,333 per month, \$3,846 per biweekly period, \$1,923 per week, etc.) is not an eligible use of funds. In addition, any bonus or other form of additional employee compensation not listed above is not an eligible use of funds.

In addition, see the answer to question #24 “*What expenses are NOT eligible uses of funds?*” which identifies certain payroll-related costs that are NOT included in the CERTS statutory definition of “payroll costs” and are therefore not an eligible use of funds.

Payroll costs for independent contractors for pay days on or after the effective date of the grant agreement (if independent contractors are paid using the same payroll systems as employees) or for current expenses outstanding as of or after the effective date of the grant agreement, including payments to independent contractors that are wages, commissions, retainers, or similar compensation. However, compensation of an individual independent contractor in an annualized amount exceeding \$100,000 (as measured and prorated during the period from the effective date of the grant agreement to the date on which all grant funds have been expended) is not an eligible use of funds.

Payroll costs for sole proprietors drawn on or after the effective date of the grant agreement, including compensation or income that is a wage, commission, income, draw, net earnings from self-employment, or similar compensation. However, compensation or income of a sole proprietor in an annualized amount exceeding \$100,000 (as measured and prorated during the period from the effective date of the grant agreement to the date on which all grant funds have been expended) is not an eligible use of funds.

Certain debt incurred for payroll, specifically prepayment or repayment of principal on a debt obligation incurred during the COVID-19 pandemic (i.e., after March 27, 2020) for the direct purpose of maintaining the payment of payroll costs during the COVID-19 pandemic. Payment of principal on any other debt is not an eligible use of funds.

COVID-19 protection costs for current expenses outstanding as of or after the effective date of the grant agreement (regardless of when they were acquired), specifically for the acquisition of services, equipment (including personal protective equipment), and other measures needed to protect workers and customers from COVID-19.

Operations and maintenance costs related to existing capital equipment and facilities, for current expenses outstanding as of or after the effective date of the grant agreement, including the cost of:

- rent
- leases
- insurance
- interest on regularly scheduled debt service related to operations and maintenance of capital equipment and facilities
- facilities operating costs such as utilities

- equipment operating costs such as fuel, tolls, access fees, licenses, tour expenses, and payments to vendors or subcontractors providing or operating equipment
- facilities maintenance costs such as upkeep and non-capital repairs
- equipment maintenance costs such as engine repair, parts, servicing, and payments to vendors or subcontractors providing equipment maintenance services.

Restored compensation for returning employees paid on or after the effective date of the grant agreement, including lost pay and benefits during the COVID-19 pandemic. However, compensation paid to a returning employee for lost pay and benefits must be offset by any previous furlough pay, severance pay, or separation pay, as well as by any amounts a returning employee received from unemployment insurance.

20. Can a grantee use funds to reimburse itself for old expenses it already paid during the pandemic prior to the effective date of the CERTS grant agreement, such as rent or salaries paid out earlier in 2021?

No. Reimbursing a grantee’s own company account for old expenses paid prior to the effective date of the grant agreement is not an eligible use of CERTS grant funds.

21. Can a grantee use funds to make payments or transfers into grantee, subsidiary, or affiliate accounts maintained for reserves or accruals?

No. Payments, transfers, or credits into internal accrual accounts, reserve fund accounts, contingency accounts, and that do not represent a disbursement for actual eligible expenses are not an eligible use of CERTS grant funds.

22. Are grantees mandated to use at least 60% of grant funds on payroll costs?

In general, the CERTS statute requires grantees to use at least 60% of grant funds on payroll costs, which include payroll for employees, independent contractors, and sole proprietors, and restored compensation for returning employees (see the answer to question #19 for a more detailed explanation of eligible payroll costs). The remainder of funds may be used on operations and maintenance, COVID-19 protection measures, and repayment of debt specifically accrued during the pandemic to maintain payroll.

However, a grantee may use less than 60% of grant funds on payroll costs if the grantee can make certain certifications about its current employee and pay levels that demonstrate it should not be required to use 60% of funds on payroll costs. Specifically, a grantee may use less than 60% of funds on payroll if the grantee is able to certify, after making adjustments for retirements and voluntary employee separation, it already has offered certain rehire opportunities and re-established certain salaries that were reduced, it already has seasonal employees equivalent to 2019 levels, and it will fully pay its employees while it has grant funds available. See paragraph 6 of the [CERTS grant agreement](#) for the specific certification requirements.

23. Can funds be used for the payroll of executive employees?

Yes. However, compensation paid to any individual employee in excess of an annualized salary rate of \$100,000 (i.e., salary in excess of \$8,333 per month, \$3,846 per biweekly period, \$1,923 per week, etc.) is not an eligible use of funds. Similarly, compensation or income to a sole proprietor in an annualized amount exceeding \$100,000 (as measured and prorated during the period from the effective date of the grant agreement to the date on which all grant funds have been expended) is not an eligible use of funds.

24. What expenses are NOT eligible uses of funds?

The CERTS statute provides that a grantee “shall use assistance provided...only for” the expense categories listed above in the answer to question #19.

Therefore, the following types of expenses, among others, are not eligible uses of funds:

- capital expenditures
- taxes of any kind (except for payroll taxes paid to a State or local government, but not payroll taxes or withholding paid to the Federal Government)
- payment or prepayment of principal on any debt, whether a loan, bond, note, mortgage, or other indebtedness (except for principal on a debt obligation accrued during the COVID-19 pandemic for the direct purpose of maintaining the payment of payroll costs during the COVID-19 pandemic)
- payment of refunds to customers

In addition, any expense for which funding or financing has been awarded, sub-awarded, or otherwise provided through another Federal program is not an eligible use of funds. That is, CERTS grantees cannot charge or claim the same expense to more than one Federal assistance program.

Finally, the CERTS statute specifically lists the following expenses as ineligible uses of funds:

- Federal payroll and withholding taxes under chapters 21 (Federal Insurance Contributions Act), 22 (Railroad Retirement Act Tax), or 24 (Collection of Income Tax at Source on Wages) of the Internal Revenue Code of 1986.
- any compensation of an employee whose principal place of residence is outside the United States
- any qualified sick leave wages for which a credit is allowed under section 7001 of the Families First Coronavirus Response Act (26 U.S.C. § 3111 note, Public Law 116–127)
- any qualified family leave wages for which a credit is allowed under section 7003 of that Act (26 U.S.C. § 3111 note, Public Law 116–127)
- any bonus
- a raise in excess of inflation
- any other form of additional employee compensation not included in the CERTS definition of payroll costs (see the CERTS definition of “payroll costs” in the answer to question #19 above, or in the definitions section of the [CERTS grant agreement](#)).

25. What documents or records does a grantee need to maintain to demonstrate that funds were used only for eligible purposes?

The CERTS grant agreement requires grantees to maintain records on the use of grant funds, to substantiate the information reported on the grantee's end-of-quarter reports to Treasury, and to maintain those records for a minimum of three years. (Grantees should review paragraph 12 of the CERTS grant agreement for the requirements on quarterly reports. Treasury will issue separate guidance on the form of and manner of filing quarterly reports.)

The specific records maintained to substantiate the use of funds for eligible purposes may differ by grantee, depending on a grantee's business, record keeping systems, payroll process, banking arrangements, and ledgers or accounting systems. Electronic storage of records is preferable, but records may be in hardcopy paper. The records must document both the eligible nature and the date of expenses. Below are illustrative examples of the types of records that should be retained to document eligible expenses.

Payroll costs for employees: internal company payroll reports or payroll service provider reports; Employer's Quarterly Federal Tax Returns (IRS Form 941); State income, payroll, and unemployment insurance filings; receipts for employer contributions to group benefit plans; receipts for retirement plan contributions for current employees.

Payroll costs (draws) of sole proprietors: documents substantiating sole proprietor draws such as bank account statements; Schedule C (IRS Form 1040).

Payroll costs related to independent contractors: payroll reports (if independent contractors are paid using the same systems as employees), invoices, or bills; receipts, cancelled checks, or accounts statements verifying payments; work contracts documenting hourly rates, project fees, retainer fees, or commissions; IRS Form 1099-NEC.

Debt incurred to maintain payroll during the pandemic: loan agreements, promissory notes, or similar evidence of incurring indebtedness; loan or debt account statements; payroll reports during the pandemic; payment receipts, cancelled checks, or bank account statements verifying expenditures for principal repayment.

COVID-19 protection costs: invoices, orders, or purchase orders; receipts, cancelled checks, or bank account statements verifying COVID-19 related expenditures.

Rent and lease payments: rent or lease agreements; monthly payment statements; payment receipts, cancelled checks, or bank account statements verifying expenditures.

Insurance payments: insurance bills, premiums statements, or renewal certificates; payment receipts, cancelled checks, or bank account statements verifying expenditures.

Interest on regularly scheduled debt service: amortization schedules or debt service schedules; mortgage or loan account statements; payment receipts, cancelled checks, or bank account statements verifying expenditures.

Facilities operating and maintenance costs: utility bills, invoices, orders, or purchase orders; payment receipts, cancelled checks, or bank account statements verifying expenditures.

Equipment operating and maintenance costs: invoices, orders, or purchase orders; payment receipts, cancelled checks, or bank account statements verifying expenditures.

Restored Lost Pay and Benefits for Returning Employees: internal company payroll reports or payroll service provider reports; Employer's Quarterly Federal Tax Returns (IRS Form 941); State income, payroll, and unemployment insurance filings; receipts for employer contributions to group benefit plans; receipts for retirement plan contributions for current employees. (Note: this documentation must include amounts for any previous furlough pay, severance pay, or separations pay, which must be offset from any compensation for lost pay and benefits paid to returning employees.)

26. Can a grantee transfer grant funds to its operating subsidiaries, or use the grant funds to pay a related party, such as an affiliate under common control with the grantee?

The CERTS grant agreement sets forth the following definitions and requirements for transferring or paying grant funds to subsidiaries and affiliates of the grantee receiving the grant award.

Covered subsidiaries. A covered subsidiary is defined in the grant agreement as a company that is controlled by the grantee and whose income and deductions are included in the tax return filed by the grantee, such as an operating company that does not file its own taxes separate from the grantee company.

Covered subsidiaries are subject to all the terms, conditions, and reporting requirements in the grant agreement (including the restrictions on involuntary terminations and furloughs, and on reducing employee pay and benefits), and the grantee may transfer funds to a covered subsidiary for any eligible expense of the covered subsidiary.

Independent subsidiaries. An independent subsidiary is defined in the grant agreement as a company that is controlled by the grantee, but that files its own tax returns separate from the grantee company or whose income or deductions are reflected in the tax return of a company other than the grantee.

Independent subsidiaries are not automatically covered by the terms, conditions, and reporting requirements of the grant agreement. However, the grantee may use grant funds to pay or reimburse an independent subsidiary for payroll costs of employees performing necessary operating functions for the grantee, in which case the independent subsidiary is considered a "covered subsidiary" and the terms, conditions, and reporting requirements of the grant agreement are triggered and will apply to the independent subsidiary. In addition, the grantee may use grant funds to pay or reimburse an independent subsidiary for other eligible services or goods provided to the grantee (provided such services or goods are under ordinary course terms), in which case the independent subsidiary is considered a "covered subsidiary" and the terms,

conditions, and reporting requirements of the grant agreement are triggered and will apply to the independent subsidiary.

Affiliates. An affiliate is defined in the grant agreement to include a company that is under common parent control with the grantee. The term does not include any covered subsidiary or independent subsidiary of the grantee.

Affiliates are not automatically covered by the terms, conditions, or reporting requirements of the grant agreement. However, the grantee may use grant funds to pay or reimburse an affiliate for payroll costs of employees performing necessary operating functions for the grantee, provided the grantee certifies that the affiliate has agreed to comply with the terms, conditions, and reporting requirements of the grant agreement. In addition, the grantee may use funds to pay or reimburse an affiliate for other eligible services or goods provided to the grantee, provided such services or goods are under ordinary course terms, and provided the grantee certifies that the affiliate has agreed to comply with the terms, conditions, and reporting requirements of the grant agreement.

27. Is advertising for the grantee’s business an eligible use of funds?

Advertising is an eligible use of funds provided it relates directly to (1) the grantee’s provision of transportation services and (b) the operation of the grantee’s existing equipment and facilities.

An example of an eligible use of funds is advertising for a tour that is provided using the grantee’s existing motorcoaches. Advertising that meets these criteria is an eligible use of funds because it satisfies the CERTS statutory requirement to use funds on the continued operation and maintenance of existing capital equipment and facilities. Advertising that does not satisfy this CERTS statutory requirement, however, is not an eligible use of funds.

28. Is the purchase of office equipment and supplies an eligible use of funds?

Purchase of office equipment and supplies is an eligible use of funds provided it (a) relates directly to the operation or maintenance of an existing facility and (b) does not represent a capital expenditure or purchase of a fixed asset. Purchase of office equipment and supplies that meets these criteria is an eligible use of funds because it satisfies the CERTS statutory requirement to use funds on the continued operation and maintenance of existing facilities. Purchase of office equipment and supplies that would be treated as in the normal course of business as a capital expenditure (or as property that would be depreciated) is not an eligible use of CERTS funds.

29. Are bonuses an eligible use of funds?

No. Under the CERTS statutory definition of “payroll costs,” eligible payroll costs do not include “any bonus, raise in excess of inflation, or other form of additional compensation.” Although small hiring and retention bonuses may be customary in some transportation service industries – for example, when hiring new school bus drivers – the CERTS statute does not allow for funds to be used to pay bonuses or forms of compensation not specifically listed in the CERTS definition of “payroll costs.”

30. Can CERTS funds be used to make lump sum payments to employees for restored compensation?

If an employee was terminated or furloughed during the pandemic, then subsequently rehired, the CERTS statute permits the grantee to use funds to make a lump sum payment to returning employees for restored compensation representing lost pay and benefits.

If an employee was not terminated or furloughed during the pandemic, but remained on payroll and worked reduced hours, any amounts representing restored compensation for the lost hours should be included in normal payroll cycles and would be subject to the CERTS prohibition on compensation of in excess of an annualized salary rate of \$100,000, i.e., any compensation in excess of \$8,333 per month, \$3,846 per biweekly period, \$1,923 per week, etc. Thus, using CERTS funds for restored compensation in this instance is allowable, but it may need to be paid out in increments with the normal payroll cycle.

31. If the CERTS grantee is acquired by another company or merged into another company after receiving a CERTS grant, can the CERTS funding continue to be used after the acquisition or merger?

In general, yes. If the corporation that is the official CERTS grantee is wholly acquired and becomes a corporate subsidiary of the acquiring entity or is merged into another entity, the CERTS funding may continue to be used for the eligible expenses by the acquirer or the surviving entity of the merger transaction.

If an acquisition or merger transaction involving the grantee results in a change in control of the grantee, or the dissolution of the grantee, the grantee is required under the grant agreement, as well as the CERTS quarterly report, to promptly notify Treasury with a written description of the events and circumstances surrounding the relevant transaction. Grantees are obligated to provide such notice to ensure Treasury understands how the change may affect the official corporate entity or entities that are subject to the terms of the grant agreement.

BANK ACCOUNT GARNISHMENT

32. Will Treasury allow CERTS funds deposited into a grantee's bank account to be subject to garnishment by a judgement creditor, or to seizure by the grantee's bank for debts owed to the bank, or to similar actions or proceedings under State law?

No. The CERTS statute and Treasury's implementing guidelines do not contemplate that CERTS funds deposited into a grantee's bank account will be subject to garnishment, debt collection by a bank, and other similar actions or proceedings under State law. As the grantor Federal agency, Treasury retains its interest in the grant funds in a grantee's bank account until they are expended by the grantee for statutorily eligible purposes (or returned to Treasury). The CERTS statute and grant agreement contain specific restrictions on the eligible uses of grant funds, the conditions for receipt of funds, and audit and compliance requirements. As a general matter, garnishment, debt collection, and other similar actions or proceedings under State law

would prevent grantees from complying with these requirements and would be contrary to the purposes and uses Congress specified for CERTS grants.

EFFECTIVE DATE OF GRANT AGREEMENT

33. Several CERTS documents refer to the “effective date of the grant agreement.” What is the effective date of a grant agreement?

The effective date of a CERTS grant agreement is the date on which Treasury signed the CERTS grant agreement. A grantee may find this date on the last page of their CERTS grant agreement.

TAX TREATMENT OF CERTS GRANT

34. NEW: Is the CERTS grant taxable to the Recipient?

Yes. A federal grant is ordinarily taxable unless stated otherwise in the legislation authorizing the grant. Each grant issued pursuant to the Coronavirus Economic Relief for Transportation Services (CERTS) Act, Division N, Title IV, Subtitle B of the Consolidated Appropriations Act of 2021, is gross income, that is fixed in amount.

The amount of the grant paid to the grant recipient is reportable pursuant to Internal Revenue Code section 6041. Form 1099-G, *Certain Government Payments*, is used to report taxable grants from governments.

CERTS Grantees will need to report the total sum of all payments made to their company in 2021 by the CERTS Program on their federal income tax return.

35. NEW: Are CERTS grant funds used for eligible activities, such as for certain payroll costs or acquisition of services and equipment for COVID-19, deductible?

Yes. The Internal Revenue Code (Code) generally permits the payment of wages, salaries, and benefits to employees and other amounts paid to carry on a trade or business to be deducted as ordinary and necessary business expenses. Please contact your accountant or tax preparer to determine any business expenses are deductible under the Code.

Please refer to the IRS website link titled “*IRS Information on the Tax Treatment of CERTS Grants*,” for more information: www.Treasury.gov/CERTS