

MEETING AGENDA
METROPOLITAN TRANSPORTATION AUTHORITY BOARD
October 28, 2009 9:30 a.m.

347 Madison Avenue
Fifth Floor Board Room
New York, NY

AGENDA ITEMS

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Date of next MTA Board meeting: Wednesday November 18, 2009 at 9:30 a.m.

The legal and popular names of the Metropolitan Transportation Authority operating agencies are used throughout this agenda package. The following table displays the official name and corresponding legal name for each agency.

<u>Popular</u>	<u>Legal Name</u>	<u>Abbreviation</u>
MTA New York City Transit	New York City Transit Authority	NYC Transit
MTA Long Island Rail Road	The Long Island Rail Road Company	LIRR
MTA Long Island Bus	Metropolitan Suburban Bus Authority	LI Bus
MTA Metro-North Railroad.	Metro-North Commuter Railroad Company	MNR
MTA Bridges and Tunnels	Triborough Bridge and Tunnel Authority	B&T
MTA Capital Construction	MTA Capital Construction Company	MTA CC
MTA Bus Company	MTA Bus Company	MTA Bus

The Staten Island Rapid Transit Operating Authority is a subsidiary of the Metropolitan Transportation Authority. Its popular name is MTA Staten Island Railway, abbreviated as SIR.

Manhattan and Bronx Surface Transit Operating Authority, abbreviated MaBSTOA, is a subsidiary of the New York City Transit Authority.

Sections of the Board book are separated by blue pages and are color coded as follows:

<u>Section</u>	<u>Color</u>
Information and Action Items	White
Non-Competitive Procurements	Green
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Ratifications	Red

**Metropolitan Transportation Authority
Special Board Meeting
347 Madison Avenue
New York, NY 10017**

**Wednesday, September 16, 2009
11:00 a.m.**

The following members were present:

**Hon. Andrew M. Saul, Vice Chairman
Hon. Andrew Albert
Hon. John H. Banks, III
Hon. Allen P. Cappelli
Hon. Donald Cecil
Hon. Doreen M. Frasca
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Norman Seabrook
Hon. James L. Sedore, Jr.
Hon. Nancy Shevell
Hon. Carl V. Wortendyke**

The following members were absent:

**Hon. Robert C. Bickford
Hon. Norman E. Brown
Hon. Susan Metzger**

Helena Williams, MTA Interim Executive Director and President of LIRR, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Gary J. Dellaverson, Chief Financial Officer, Board Member Ira Greenberg, Board Member Vincent Tessitore, Jr., Howard H. Roberts, Jr., President of NYCTA, Howard Permut, President of Metro-North, Joseph A. Smith, President, LI Bus, MTA Bus & Sr. V.P. NYCT Dept. of Buses, Michael Horodniceanu, President of MTA Capital Construction, Benito Fernandez, Director of Labor Relations, and Douglas Sussman, Director, Community Affairs also attended the meeting. At the time of the vote on Item 2.b. below, Board members Shevell and Cecil were not present.

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Metropolitan Suburban Bus Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road, the Metro-North Commuter Railroad Company, the MTA Capital

Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

Unless otherwise indicated, these minutes reflect items on the agenda of the Board of the Metropolitan Transportation Authority, the Metropolitan Suburban Bus Authority, and the First Mutual Transportation Assurance Company.

Vice Chairman Andrew Saul called the meeting to order and stated that, at the request of Chairman Jay Walder, he would be presiding over today's Board meeting. Vice Chairman Saul noted that this is a special board meeting, notice of which was duly provided to Board members as required by the By-Laws. Under the By-Laws, the matters under consideration are limited to those matters provided in the notice.

1. **PUBLIC SPEAKERS.**

Murray Bodin – Mr. Bodin commented on studies used by Metro-North and TBTA and suggested that the studies were outdated and irrelevant.

2. **EXECUTIVE SESSION.** Upon motion duly made and seconded, the Board voted to convene an executive session to consider a matter leading to the appointment, employment, promotion, demotion, discipline, suspension dismissal or removal of a person or corporation and a matter regarding proposed pending, or current litigation.

a. Upon motion duly made and seconded, the Board approved a resolution authorizing and approving of the entry by the MTA into an agreement with Jay H. Walder, as Chairman and Chief Executive Officer, setting forth terms and conditions of his employment as MTA Chairman and Chief Executive Officer. Board member Shevell voted in opposition. Board members Banks, Kay, Lebow and Page abstained from the vote.

b. Upon motion duly made and seconded, the Board voted to table a motion concerning a litigation matter. Board member Seabrook voted in opposition to the motion made to table.

3. **PUBLIC SESSION RESUMED.** Upon motion duly made and seconded, the public session resumed.

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 12:30 p.m.

Respectively submitted,

Victoria Clement
Assistant Secretary

**Minutes of a Special Board Meeting
MTA New York City Transit, Manhattan and Bronx Surface
Transit Operating Authority, MTA Bus Company
And
Staten Island Rapid Transit Operating Authority**

**Meeting Held At:
Metropolitan Transportation Authority
347 Madison Avenue
New York, NY 10017**

**Wednesday, September 16, 2009
11:00 a.m.**

The following members were present:

Hon. Andrew M. Saul, Vice Chairman
Hon. Andrew Albert
Hon. John H. Banks, III
Hon. Allen P. Cappelli
Hon. Donald Cecil
Hon. Doreen M. Frasca
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Norman Seabrook
Hon. James L. Sedore, Jr.
Hon. Nancy Shevell
Hon. Carl V. Wortendyke

The following members were absent:

Hon. Robert C. Bickford
Hon. Norman E. Brown
Hon. Susan Metzger

Helena Williams, MTA Interim Executive Director and President of LIRR, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Gary J. Dellaverson, Chief Financial Officer, Board Member Ira Greenberg, Board Member Vincent Tessitore, Jr., Howard H. Roberts, Jr., President of NYCTA, Howard Permut, President of Metro-North, Joseph A. Smith, President, LI Bus, MTA Bus and Senior Vice President, NYC Transit Department of Buses, Michael Horodniceanu, President of MTA Capital Construction, Benito Fernandez, Director of Labor Relations, and Douglas Sussman, Director, Community Affairs also attended the meeting.

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, and the MTA Bus Company.

1. **VICE CHAIRMAN ANDREW SAUL CALLED THE MEETING TO ORDER**

Details of Vice Chairman Andrew Saul's opening statement are set forth in minutes recorded by the MTA, copies of which are on file with the records of the meeting of the Board of the NYC Transit/SIR/MTA Bus Company.

2. **PUBLIC SPEAKERS.**

No public speakers addressed NYC Transit issues.

3. **EXECUTIVE SESSION**

Upon motion duly made and seconded, the Board voted to convene an executive session to consider a matter leading to the appointment, employment, promotion, demotion, discipline, suspension dismissal or removal of a person or corporation and a matter regarding proposed pending, or current litigation.

Upon motion duly made and seconded, the Board approved a resolution authorizing and approving of the entry by the MTA into an agreement with Jay H. Walder, as Chairman and Chief Executive Officer, setting forth terms and conditions of his employment as MTA Chairman and Chief Executive Officer. Board member Shevell voted in opposition. Board members Banks, Kay, Lebow and Page abstained from the vote.

Upon motion duly made and seconded, the Board voted to table a motion concerning a litigation matter. Board member Seabrook voted in opposition to the motion made to table, and Members Shevell and Cecil were not present.

4. **PUBLIC SESSION RESUMED**

Upon motion duly made and seconded, the public session resumed. Upon motion duly made and seconded, the Board voted to adjourn the meeting at 12:30 p.m.

Respectively submitted,


Gena Usenheimer
Assistant Secretary

**Minutes of Special Board Meeting
Long Island Rail Road
Meeting held at
347 Madison Avenue
New York, NY 10017**

**Wednesday, September 16, 2009
11:00 a.m.**

The following members were present:

Hon. Andrew M. Saul, Vice Chairman
Hon. Andrew Albert
Hon. John H. Banks, III
Hon. Allen P. Cappelli
Hon. Donald Cecil
Hon. Doreen M. Frasca
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Norman I. Seabrook
Hon. James L. Sedore, Jr.
Hon. Nancy Shevell
Hon. Carl V. Wortendyke

The following members were absent:

Hon. Robert C. Bickford
Hon. Norman E. Brown
Hon. Susan Metzger

Helena Williams, MTA Interim Executive Director and President of LIRR, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Gary J. Dellaverson, Chief Financial Officer, Board Member Ira Greenberg, Board Member Vincent Tessitore, Jr., Howard H. Roberts, Jr., President of NYCTA, Howard Permut, President of Metro-North, Joseph J. Smith, President of LI Bus, MTA Bus, & Sr. V.P. NYCT Department of Buses, Michael Horodniceanu, President of MTA Capital Construction, Benito Fernandez, Director of Labor Relations, and Douglas Sussman, Director, Community Affairs, also attended the meeting. At the time of the vote on Item 2.b below Board Members Shevell and Cecil were not present.

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Metropolitan Suburban Bus Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road, the Metro-North Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

Unless otherwise indicated, these minutes reflect items on the agenda of the Board of the Metropolitan Transportation Authority, the Metropolitan Suburban Bus Authority, and the First Mutual Transportation Assurance Company.

Vice Chairman Andrew Saul called the meeting to order and stated that, at the request of Chairman Jay Walder, he would be presiding over today's Board meeting. Vice Chairman Saul noted that this is a special board meeting, notice of which was duly provided to Board members as required by the By-Laws. Under the By-Laws, the matters under consideration are limited to those matters provided in the notice.

1. **PUBLIC SPEAKERS.**

Murray Bodin – Mr. Bodin commented on studies used by Metro-North and TBTA and suggested that the studies were outdated and irrelevant.

2. **EXECUTIVE SESSION.** Upon motion duly made and seconded, the Board voted to convene an executive session to consider a matter leading to the appointment, employment, promotion, demotion, discipline, suspension dismissal or removal of a person or corporation and a matter regarding proposed pending, or current litigation.

a. Upon motion duly made and seconded, the Board approved a resolution authorizing and approving of the entry by the MTA into an agreement with Jay H. Walder, as Chairman and Chief Executive Officer, setting forth terms and conditions of his employment as MTA Chairman and Chief Executive Officer. Board member Shevell voted in opposition. Board members Banks, Kay, Lebow and Page abstained from the vote.

b. Upon motion duly made and seconded, the Board voted to table a motion concerning a litigation matter. Board member Seabrook voted in opposition to the motion made to table.

3. **PUBLIC SESSION RESUMED.** Upon motion duly made and seconded, the public session resumed.

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 12:30 p.m.

Respectfully submitted,



Catherine A. Rinaldi
Secretary

Minutes of the Special Meeting
Metro-North Commuter Railroad Company
347 Madison Avenue
New York, NY 10017

Wednesday, September 16, 2009
11:00 a.m.

The following members were present:

Hon. Andrew M. Saul, Vice Chairman
Hon. Andrew Albert
Hon. John H. Banks, III
Hon. Allen P. Cappelli
Hon. Donald Cecil
Hon. Doreen M. Frasca
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Norman Seabrook
Hon. James L. Sedore, Jr.
Hon. Nancy Shevell
Hon. Carl V. Wortendyke

The following members were absent:

Hon. Robert C. Bickford
Hon. Norman E. Brown
Hon. Susan Metzger

Helena Williams, MTA Interim Executive Director and President of LIRR, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Gary J. Dellaverson, Chief Financial Officer, Board Member Ira Greenberg, Board Member Vincent Tessitore, Jr., Howard H. Roberts, Jr., President of NYCTA, Howard Permut, President of Metro-North, Joseph A. Smith, President, LI Bus, MTA Bus & Sr. V.P. NYCT Dept. of Buses, Michael Horodniceanu, President of MTA Capital Construction, Benito Fernandez, Director of Labor Relations, and Douglas Sussman, Director, Community Affairs also attended the meeting. At the time of the vote on Item 2.b. below, Board members Shevell and Cecil were not present.

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Metropolitan Suburban Bus Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road, the Metro-North Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

Vice Chairman Andrew Saul called the meeting to order and stated that, at the request of Chairman Jay Walder, he would be presiding over today's Board meeting. Vice Chairman Saul noted that this is a special board meeting, notice of which was duly provided to Board members as required by the By-Laws. Under the By-Laws, the matters under consideration are limited to those matters provided in the notice.

1. **PUBLIC SPEAKERS.**

Murray Bodin – Mr. Bodin commented on studies used by Metro-North and TBTA and suggested that the studies were outdated and irrelevant.

2. **EXECUTIVE SESSION.** Upon motion duly made and seconded, the Board voted to convene an executive session to consider a matter leading to the appointment, employment, promotion, demotion, discipline, suspension dismissal or removal of a person or corporation and a matter regarding proposed pending, or current litigation.

a. Upon motion duly made and seconded, the Board approved a resolution authorizing and approving of the entry by the MTA into an agreement with Jay H. Walder, as Chairman and Chief Executive Officer, setting forth terms and conditions of his employment as MTA Chairman and Chief Executive Officer. Board member Shevell voted in opposition. Board members Banks, Kay, Lebow and Page abstained from the vote.

b. Upon motion duly made and seconded, the Board voted to table a motion concerning a litigation matter. Board member Seabrook voted in opposition to the motion made to table.

3. **PUBLIC SESSION RESUMED.** Upon motion duly made and seconded, the public session resumed.

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 12:30 p.m.

Respectively submitted,



Linda Montanino
Assistant Secretary

**Minutes of Special Board Meeting
Triborough Bridge and Tunnel Authority
347 Madison Avenue
New York, NY 10017**

September 16, 2009

11:00 a.m.

The following members were present:

Hon. Andrew M. Saul, Vice Chairman
Hon. Andrew Albert
Hon. John H. Banks, III
Hon. Allen P. Cappelli
Hon. Donald Cecil
Hon. Doreen M. Frasca
Hon. Jeffrey A. Kay
Hon. Mark D. LeBow
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Norman I. Seabrook
Hon. James L. Sedore, Jr.
Hon. Nancy Shevell
Hon. Carl V. Wortendyke

The following members were absent:

Hon. Robert C. Bickford
Hon. Norman E. Brown
Hon. Susan Metzger

Helena E. Williams MTA Interim Executive Director and President of Long Island Rail Road; James B. Henly, General Counsel; MTA Catherine Blue, Acting Corporate Secretary; Gary Dellaverson, Chief Financial Officer; Board Member Ira Greenberg; Board Member Vincent Tessitore, Jr.; Michael F. Horodniceanu, President MTA Capital Construction Company; David Moretti, Executive Vice President, MTA Bridges and Tunnels; Howard R. Permut, President, Metro-North Commuter Railroad; Howard H. Roberts, Jr., President, New York City Transit; Joseph J. Smith, President, MTA Bus/Long Island Bus; and Douglas R. Sussman, Director, Community Affairs, MTA also attended the meeting. At the time of the vote on Item 2.b. below, Board members Shevell and Cecil were not present.

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Metropolitan Suburban Bus Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road, the Metro-North Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

September 16, 2009
Special Board Meeting

Vice Chairman Saul called the meeting to order and stated that at the request of Chairman Jay Walder, he would be presiding over today's Board meeting. Vice Chairman Saul stated that this is a special board meeting, notice of which was duly provided to the Board members as required by the B-Laws. Under the By-Laws, the matters under consideration are limited to those matters provided in the notice.

1. **Public Speakers:**

There were one public speaker, Mr. Murray Bodin, Concerned Grandparents. He stated that he is a proponent of open road tolling on Triborough Bridge and Tunnel Authority facilities.

2. **Executive Session**

Upon a motion duly made and seconded, the Board voted to convene in Executive Session to consider a matter leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a person or corporation, and a matter regarding proposed pending or current litigation.

- a. Upon a motion duly made and seconded, the Board approved a resolution authorizing and approving the entry by the MTA into an agreement with Jay H. Walder, as Chairman and Chief Executive Officer, setting forth terms and conditions of his employment as MTA Chairman and Chief Executive Officer. Board member Shevell voted in opposition. Board members Banks, Kay, Lebow, and Page abstained for the vote.
- b. Upon a motion duly made and seconded, the Board voted to table a motion concerning a litigation matter. Board member Seabrook voted in opposition to the motion.

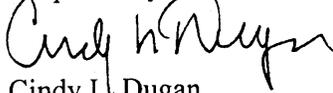
3. **Public Session**

Upon a motion duly made and seconded, the Board unanimously voted to re-convene in Public Session.

4. **Adjournment**

Upon motion duly made and seconded, the Board adjourned the meeting at 12:30 p.m.

Respectively submitted,



Cindy L. Dugan
Assistant Secretary

September 16, 2009
Special Board Meeting

**Metropolitan Transportation Authority
MTA Capital Construction Company
Special Board Meeting
347 Madison Avenue
New York, NY 10017**

**Wednesday, September 16, 2009
11:00 a.m.**

The following members were present:

**Hon. Andrew M. Saul, Vice Chairman
Hon. Andrew Albert
Hon. John H. Banks, III
Hon. Allen P. Cappelli
Hon. Donald Cecil
Hon. Doreen M. Frasca
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Norman Seabrook
Hon. James L. Sedore, Jr.
Hon. Nancy Shevell
Hon. Carl V. Wortendyke**

The following members were absent:

**Hon. Robert C. Bickford
Hon. Norman E. Brown
Hon. Susan Metzger**

Helena Williams, MTA Interim Executive Director and President of LIRR, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Gary J. Dellaverson, Chief Financial Officer, Board Member Ira Greenberg, Board Member Vincent Tessitore, Jr., Howard H. Roberts, Jr., President of NYCTA, Howard Permut, President of Metro-North, Joseph A. Smith, President, LI Bus, MTA Bus & Sr. V.P. NYCT Dept. of Buses, Michael Horodniceanu, President of MTA Capital Construction, Benito Fernandez, Director of Labor Relations, and Douglas Sussman, Director, Community Affairs also attended the meeting. At the time of the vote on Item 2.b. below, Board members Shevell and Cecil were not present.

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Metropolitan Suburban Bus Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road, the Metro-North Commuter Railroad Company, the MTA Capital

Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

Unless otherwise indicated, these minutes reflect items on the agenda of the Board of the Metropolitan Transportation Authority, the Metropolitan Suburban Bus Authority, and the First Mutual Transportation Assurance Company.

Vice Chairman Andrew Saul called the meeting to order and stated that, at the request of Chairman Jay Walder, he would be presiding over today's Board meeting. Vice Chairman Saul noted that this is a special board meeting, notice of which was duly provided to Board members as required by the By-Laws. Under the By-Laws, the matters under consideration are limited to those matters provided in the notice.

1. **PUBLIC SPEAKERS.**

Murray Bodin – Mr. Bodin commented on studies used by Metro-North and TBTA and suggested that the studies were outdated and irrelevant.

2. **EXECUTIVE SESSION.** Upon motion duly made and seconded, the Board voted to convene an executive session to consider a matter leading to the appointment, employment, promotion, demotion, discipline, suspension dismissal or removal of a person or corporation and a matter regarding proposed pending, or current litigation.

a. Upon motion duly made and seconded, the Board approved a resolution authorizing and approving of the entry by the MTA into an agreement with Jay H. Walder, as Chairman and Chief Executive Officer, setting forth terms and conditions of his employment as MTA Chairman and Chief Executive Officer. Board member Shevell voted in opposition. Board members Banks, Kay, Lebow and Page abstained from the vote.

b. Upon motion duly made and seconded, the Board voted to table a motion concerning a litigation matter. Board member Seabrook voted in opposition to the motion made to table.

3. **PUBLIC SESSION RESUMED.** Upon motion duly made and seconded, the public session resumed.

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 12:30 p.m.

Respectively submitted,

**Metropolitan Transportation Authority
Regular Board Meeting
347 Madison Avenue
New York, NY 10017**

**Wednesday, September 23, 2009
9:30 a.m.**

The following members were present:

**Hon. Andrew M. Saul, Vice Chairman
Hon. Andrew Albert
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Norman E. Brown
Hon. Allen P. Cappelli
Hon. Donald Cecil
Hon. Doreen M. Frasca
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Norman Seabrook
Hon. James L. Sedore, Jr.
Hon. Nancy Shevell
Hon. Carl V. Wortendyke**

Helena Williams, MTA Acting Chief Executive Officer and President of LIRR, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Board Member James Blair, Board Member Ira Greenberg, Board Member Ed Watt, Howard H. Roberts, Jr., President of NYCTA, Howard Permut, President of Metro-North, David Moretti, Executive V.P. of TBTA, Joseph J. Smith, President of MTA Bus, LI Bus & Sr. V.P. NYCT Department of Buses, Michael Horodniceanu, President of MTA Capital Construction, and Douglas Sussman, Director, Community Affairs also attended the meeting

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Metropolitan Suburban Bus Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road, the Metro-North Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

Unless otherwise indicated, these minutes reflect items on the agenda of the Board of the Metropolitan Transportation Authority, the Metropolitan Suburban Bus Authority, and the First Mutual Transportation Assurance Company. Refer to the agencies' minutes of this date for items on the agendas of the Boards of the other agencies.

Vice Chairman Saul called the meeting to order. The Vice Chairman stated that Jay Walder, Chairman and CEO, had requested he preside over the September Board meeting in Chairman Walder's absence. The Vice Chairman announced that Chairman Walder will be relocating to MTA headquarters beginning Monday, October 5, 2009, and noted that the Board is excited to have the Chairman on board and looks forward to his energy and new ideas. Vice Chairman Saul acknowledged the achievements of former Chairman Hemmerdinger and praised him for his dedication and hard work.

Vice Chairman Saul, noting that one of former Chairman Hemmerdinger's top priorities was advancing the capital program, stated that a draft of the 2010-2014 Plan was released in August for review and comment by the public, elected officials and the Board. Mr. Saul said that discussion of the revised 2010-2014 plan was on the Board agenda today in the context of its proposed submission to the Capital Program Review Board in Albany. Vice Chairman Saul stated that the plan is a blueprint that will guide the direction of the MTA for the next five years and beyond, and it is incumbent on all involved to make sure that the customers and elected officials understand the importance of fully funding the capital plan.

1. **PUBLIC SPEAKERS.** There were fourteen speakers. The following speakers addressed MTA agenda items. Refer to the MTA Agencies' minutes for the list of other speakers.

William Henderson, PCAC – Mr. Henderson commented on the Capital Plan stating that PCAC is pleased that many of its comments and suggestions were incorporated into the revised plan. Mr. Henderson commended the questions and answer page on the MTA website and said that the Plan is a very detailed and responsive document. Mr. Henderson highlighted what he said were some promising elements and some deficiencies in the operating agencies' investment plan. Mr. Henderson said that PCAC believes that the program's major deficiency is its lack of resources and he said that PCAC is willing to work with the MTA and the federal, state, and local governments to identify additional funding.

Hon. Elizabeth Crowley, NYC Councilmember – Councilmember Crowley provided the Board with a letter, signed by several of her colleagues, suggesting that a site owned by LIRR located in the center of the district that she represents be turned into green space. Councilmember Crowley said although the site is currently in the 2013 Capital Plan, the community has the potential to raise funds to hire a contractor to do work on the site sooner than planned. Councilmember Crowley also mentioned other projects in the district that could use funding and said that she looks forward to working with the Board on the projects.

Kate Slevin, Tri-State Transportation Campaign – Ms. Slevin commented that sufficient and new revenue sources must be found to fund the continuation of various expansion projects contained within the MTA's 2010-2014 Capital Program. Ms. Slevin said that she is pleased that the Capital Plan does include significant funds for the bus rapid transit project in New York City and the Tappan Zee Bridge corridor. Ms. Slevin said that the Tri-State Campaign looks forward to working with the MTA to make these projects a reality. Ms. Slevin asked the

Board to work with Councilmember Crowley on community projects which she said might help to boost the MTA's credibility in neighborhoods.

George Haikalis, Institute for Rational Urban Mobility – Mr. Haikalis commended the MTA on its 2010-2014 Capital Program, and he highlighted various aspects of the MTA's Capital Needs Assessment Plan, placing particular emphasis on the plans for regional connectivity. Mr. Haikalis urged the MTA to release its sixteen hundred page major investment study and asked that the MTA work with New Jersey Transit and the Port Authority to advance a world-class regional plan that would link the nations' two largest railway stations and enhance economic activity in the region.

2. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the regular Board meeting held on July 27, 2009.

3. **COMMITTEE ON FINANCE.**

A. **Action Items.** Upon motion duly made and seconded, the Board approved the following action items. The specifics are set forth in the attached staff summaries and documentation. In advance of voting upon the following items, a number of Board members commented on item #1 below. The details of Board members' comments are included in the audiotape of the meeting produced by the MTA and maintained in its records.

1. **Proposed 2010-2014 MTA Capital Program Plan.** Approved the submission of the 2010-2014 Capital Program Plan to the MTA Capital Program Review Board ("CPRB") in accordance with PAL 1269-b (exclusive of the Bridges and Tunnels program, which does not require CPRB review).
2. **Loan from Federal Railroad Rehabilitation and Improvement Program.** Approved the filing of a loan application with the Federal Railroad Administration ("FRA") on behalf of LIRR and Metro-North in connection with the installation of Positive Train Control ("PTC") on both systems.

B. **Procurement Items.** Upon motion duly made and seconded, the Board approved the following procurement items. The specifics are set forth in the attached staff summaries and documentation.

1. **Colleen P. Gray – Yardi Real Estate Information Software System – No. 08336-0100.** Approved a competitive contract to provide assistance in maintaining the operational reliability of the Yardi proprietary Real Estate Information Software System.
2. **P&A Administrative Services, Inc. and TransitCenter, Inc. – Administrative and Record-keeping Services – Nos. 09060-0100 and -0200.** Approved competitive contracts to provide administrative and record-keeping services in connection with the operation of a voluntary

tax-favored program, which is operated for the benefit of employees of the MTA and its subsidiaries and affiliates.

3. T. R. Joy & Associates, Inc. – Security and Burglar Alarm Systems – Nos. 09082-0100 and 09082-0200. Approved competitive contracts to furnish all labor, material and equipment necessary to provide as-needed maintenance of security systems, as well as day-to-day monitoring of 17 central burglar alarm systems for the MTA Police Department and MTA Headquarters.
 4. Eastern Communications, Ltd. – Voice Communications, Mobile Data and Vehicle Warning Systems – No. 05049-0100, C/O #2. Approved an increase in funding for a one year extension of a competitive contract to provide required maintenance and repair services for voice communications, mobile data and vehicle warning systems equipment for the MTA Police Department's and MTA Bridges and Tunnel's public safety and communications systems.
4. **COMMITTEE ON MSBA.** Upon motion duly made and seconded, the Board approved the following procurement items. The specifics are set forth in the attached staff summary and documentation.
1. Industries For The Blind of New York State, Inc. – Purchase of Cleaning Wipes Dispenser Packs - # E-3913. Approved the award of a non-competitive purchase contract to a NYS preferred source of supply for the purchase of cases of disposable cleaning wipes that are packaged in dispenser packs utilized by LI Bus mechanics at their work stations for the cleanup of parts, tools, and other various items.
 2. Industries For The Blind of New York State Inc. – Purchase Cleaning Wipes Jumbo Rolls - # E-3914. Approved the award of a non-competitive purchase contract to a NYS preferred source of supply for the purchase of cases of disposable cleaning wipes packaged in jumbo rolls that are provided to LI Bus mechanics for clean-up functions.
 3. Fleetwash, Inc. – Paratransit Bus Fleet Wash Services - # E-3764, C/O #2. Approved the extension and additional funding for a non-competitive contract to provide wash services for the Paratransit Bus Fleet.
 4. SimplexGrinnell LP – Fire Alarm System Maintenance and Repair - # E-3725, C/O #3. Approved change order # 3 to an existing competitive miscellaneous service contract extending the contract term for one year, adding coverage for the Rockville Centre and paratransit facilities, and additional funding to provide fire alarm system maintenance and repair.
 5. Syosset Truck Sales, Inc. and Country Lincoln Mercury West LLC – Preventive Maintenance Inspections (“PMIs”) and Repairs - # E-3859X, Renewal. Approved the award of two one-year competitive contracts for PMIs and small repairs on the paratransit bus fleet.

6. Atlantic Detroit Diesel Allison – Remanufactured Engine Parts - # E-3527. Approved a request for a budget adjustment for the purchase of remanufactured engine parts.
5. **COMMITTEE ON CAP. CONSTR., PLANNING & REAL ESTATE.** Upon motion duly made and seconded, the Board approved the following Real Estate items. The specifics are set forth in the attached staff summaries and documentation. Board member Banks recused himself from the vote on items 3-8. Refer to the minutes of the MTA Capital Construction Company for additional items related to this Committee.

New York City Transit Authority

1. License agreement with Consul International, Inc. for the operation of one newsstand located at the 96th Street Station, Lexington Line, Manhattan, N.Y.

Long Island Rail Road

2. Lease modification agreement with Jelibar Realty Corp. for five dedicated outdoor parking spaces located at 220-24 Jamaica Avenue, Queens, N.Y.

Metro-North Railroad

3. Encroachment permit from American Telephone and Telegraph Company (AT&T) allowing Metro-North to construct parking related improvements over AT&T's right-of-way located at Trinity Avenue, Cortlandt Manor (Section 55.09, Block 1, Lot 7), in support of Metro-North's Cortlandt Parking, Intermodal and Access Improvement Project, Cortland, N.Y.
4. Lease agreement with Dahlia, Inc. d/b/a Dahlia for the retail sale of local and imported flowers in the manner of a European-style open flower market located in Retail Space MC-01D and Kiosk Space K-01, Grand Central Terminal, N.Y.
5. Lease agreement with TNT Associates, Ltd. d/b/a Massato's Sushi for the operation of a non-national New York or Japan-based sushi bar engaged in the retail sale of high quality tenant produced fresh sushi and other traditional Japanese food and the incidental sale of beverages including Japanese beer and sake located in Retail Space LC-11, Grand Central Terminal, N.Y.
6. Lease agreement with Two Boots of 42nd Street, LLC d/b/a Two Boots for a high-quality pizzeria restaurant and bar, including the on-premises sale of alcoholic beverages located in Space LC-31, Grand Central Terminal, N.Y.

7. Lease agreement with Neuhaus (USA) Inc. d/b/a Neuhaus for the sale at retail of Neuhaus brand chocolates and confections as well as related gift items located at Retail space B-60, Grand Central Terminal, N.Y.
8. Lease agreement with Cobbler & Shine, LLC d/b/a Cobbler & Shine for a shoe shine and shoe repair service, including the sale at retail of shoe care and shoe maintenance supplies, foot care products, and key making services located at Retail Space MC-34, Grand Central Terminal, N.Y.

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:25 a.m.

Respectively submitted,

Victoria Clement
Assistant Secretary

**Minutes of Regular Board Meeting
MTA New York City Transit, Manhattan and Bronx Surface
Transit Operating Authority, MTA Bus Company
And
Staten Island Rapid Transit Operating Authority**

**Meeting Held At:
Metropolitan Transportation Authority
347 Madison Avenue
New York, NY 10017**

**Wednesday, September 23, 2009
9:30 a.m.**

The following members were present:

Hon. Andrew M. Saul, Vice Chairman
Hon. Andrew Albert
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Norman E. Brown
Hon. Allen P. Cappelli
Hon. Donald Cecil
Hon. Doreen M. Frasca
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Norman Seabrook
Hon. James L. Sedore, Jr.
Hon. Nancy Shevell
Hon. Carl V. Wortendyke

Helena Williams, MTA Interim Executive Director and President of LIRR, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Board Member James Blair, Board Member Ira Greenberg, Board Member Ed Watt, Howard H. Roberts, Jr., President of NYCTA, Howard Permut, President of Metro-North, David Moretti, Executive V.P. of TBTA, Joseph J. Smith, President of MTA Bus, LI Bus & Sr. V.P. NYCT Department of Buses, Michael Horodniceanu, President of MTA Capital Construction, and Douglas Sussman, Director, Community Affairs also attended the meeting

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, and the MTA Bus Company.

1. VICE CHAIRMAN ANDREW SAUL CALLED THE MEETING TO ORDER

Details of Vice Chairman Andrew Saul's opening statement are set forth in minutes recorded by the MTA, copies of which are on file with the records of the meeting of the Board of the NYC Transit/SIR/MTA Bus Company.

2. PUBLIC COMMENT PERIOD

Twelve public speakers addressed NYC Transit issues.

Stephan Thomas, of Transport Workers' Union ("TWU"), Local 100, urged enforcement of the NYC Transit and TWU arbitration award.

Brian Clarke, of TWU Local 100, urged the Board to treat TWU employees more fairly.

Richard Davis, of TWU Local 100, spoke in favor of the NYC Transit and TWU arbitration award.

Donald Yates, of TWU Local 100, criticized NYC Transit's service cuts.

Starlotte Patterson, of TWU Local 100, spoke against closing of station agent booths.

William Henderson, Permanent Citizens Advisory Committee, commented on the proposed 2010-2014 Capital Program, highlighting the need for increased sources of funding.

Ed Benjamin, of TWU Local 100, urged the Board to keep station booths staffed.

Andreeva Pinder, of TWU Local 100, spoke against service cuts and subway station booth closings.

Kate Slevin, of the Tri-State Transportation Campaign, commented on the 2010-2014 Capital Program, specifically calling attention to the need for new revenue sources.

Sean Conally, of TWU Local 100, urged enforcement of the NYC Transit and Transport Workers' Union arbitration award.

George Haikalis, from the Institute for Rational Urban Mobility, advocated for MTA cooperation in the continued development of regional connectivity under the proposed 2010-2014 Capital Plan.

Claude Fort, Civil Service Technical Guild, Local 375, urged the implementation of a wage increase on behalf of the members of his union.

3. MINUTES

Upon motion duly made and seconded, the Board unanimously approved the minutes of the regular meeting of MTA New York City Transit, the Manhattan and Bronx Surface Transit

Operating Authority, the Staten Island Railway Transit Operating Authority, and MTA Bus Company held on July 27, 2009.

**4. COMMITTEE ON NYC TRANSIT/SIR/MTA BUS COMPANY OPERATIONS
New York City Transit**

Procurements

Non-Competitive Procurements: Upon motion duly made and seconded, the Board approved the non-competitive procurements requiring a two-thirds vote (Schedule A in the Agenda) and those requiring a majority vote (Schedules F and I in the Agenda). Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of the NYC Transit/SIR/MTA Bus Company.

Competitive Procurements: Upon motion duly made and seconded, the Board approved the competitive procurements requiring a two-thirds vote (Schedule A in the Agenda) and those requiring majority vote (Schedules F, G, H, I and L in the Agenda). Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of the NYC Transit/SIR/MTA Bus Company.

Procurement Ratifications: Upon motion duly made and seconded, the Board ratified the procurements requiring a two-thirds vote (Schedule D in the Agenda) and those requiring a majority vote (Schedule K in the Agenda). Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of the NYC Transit/SIR/MTA Bus Company.

MTA Bus Company

Action Item

Upon motion duly made and seconded, the Board approved modification of the MTA Bus Company's 2000-2004 Capital Program to allow for the purchase of 45 compressed natural gas standard buses, at an estimated cost of \$25.6 million. The purchase is to be funded through the deferral and reduction of two existing projects. Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of the NYC Transit/SIR/MTA Bus Company.

Procurements

Non-Competitive Procurements: None

Competitive Procurements: None.

Procurement Ratifications: None.

6. **REAL ESTATE ITEMS**
New York City Transit

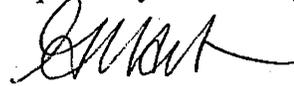
Upon motion duly made and seconded, the Board unanimously approved the following item pertaining to NYC Transit recommended to it by the Committee on MTA Capital Construction, Planning and Real Estate:

License Agreement with Consul International, Inc. for the operation of one (1) newsstand at 96th Street Station, Lexington Line, Manhattan, New York.

7. **ADJOURMENT**

Upon motion duly made and seconded, the Members unanimously voted to adjourn the meeting at 10:25 a.m.

Respectfully submitted,



Gena Usenheimer
Assistant Secretary

**MINUTES OF MEETING OF THE BOARD OF
THE LONG ISLAND RAIL ROAD COMPANY**

**Meeting Held At
347 Madison Avenue
New York, New York
September 23, 2009
9:30 A.M.**

The following members were present:

Hon. Andrew M. Saul, Vice Chairman
Hon. Andrew Albert
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Norman E. Brown
Hon. Hon. Allen P. Cappelli
Hon. Donald Cecil
Hon. Doreen M. Frasca
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Norman Seabrook
Hon. James L. Sedore, Jr.
Hon. Nancy Shevell
Hon. Carl V. Wortendyke

Helena Williams, MTA Acting Executive Director and President of LIRR, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Board Member James F. Blair, Board Member Ira Greenberg, Board Member Ed Watt, Howard H. Roberts, Jr., President of NYCTA, Howard Permut, President of Metro-North, David Moretti, Executive V.P. of TBTA, Joseph J. Smith, President of MTA Bus, LI Bus & Sr. V.P. NYCT Department of Buses, Michael Horodniceanu, President of MTA Capital Construction, and Douglas Sussman, Director, Community Affairs, also attended the meeting.

1. CHAIRMAN'S REPORT

Vice-Chairman Andrew Saul noted that Chairman and Chief Executive Officer Jay Walder would be beginning work at MTA on October 5. Vice-Chairman Saul thanked former Chairman H. Dale Hemmerdinger for his work on behalf of the MTA. Vice-Chairman Saul indicated that the five-year 2010-2014 Capital Program, which was released in August, would be discussed by the Board at today's meeting. Details of the Vice-Chairman's Report are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

2. PUBLIC SPEAKERS

There were fourteen (14) public speakers, four of whom spoke on issues pertinent to the LIRR. William Henderson, president of the Permanent Citizens Advisory Committee, addressed the 2010-2014 Capital Program and noted concern about the omission of funding for the Main Line Third Track Project and the shortfall in funding for LIRR's diesel fleet. Assembly Member Elizabeth Crowley requested assistance from LIRR to improve a site at the corner of Metropolitan Avenue and Fresh Pond Road in Queens, which the community would like to convert to a green space. Kate Slevin of the Tri-State Transportation Campaign addressed the 2010-2014 Capital Program and spoke of the need for the Main Line Third Track Project to remain a priority for LIRR. George Haikalis addressed the 2010-2014 Capital Program and addressed the importance of regional connectivity and through-running at the new Moynihan Station and of updating Penn Station.

3. APPROVAL OF MINUTES

Upon motion duly made and seconded, the Board unanimously approved the minutes of the Board meeting held on July 29, 2009.

4. COMMITTEE ON FINANCE

Upon motion duly made and seconded, the Board approved Finance Committee items. Included among those items were the following:

1. An action item authorizing the submission of the proposed 2010-2014 Capital Program to the MTA Capital Program Review Board. During the Board's discussion of this action item, Board Member Pally thanked President Williams and the LIRR for including wording in support of Main Line Corridor improvements from Bellerose to Ronkonkoma, for supporting a regional bus study and for supporting a study regarding additional service on the East End of Long Island. Board Member Greenberg also acknowledged language regarding the Main Line Third Track Project, noted the presence of bus rapid transit in the proposed Capital Program, and commented on the improved station maintenance program for NYCT, noting that LIRR was looking at this program as well. Detailed comments from Board members regarding the proposed Capital Program submission are contained in the minutes of the Metropolitan Transportation Authority held this day and the staff summaries and materials filed with those minutes.
2. An action item seeking authorization from the Board to file a loan application with the Federal Railroad Administration on behalf of the LIRR and Metro-North in connection with the installation of Positive Train Control on both systems. This matter had been presented to the Long Island Committee and to the Metro-North Committee as an information item.
3. A staff summary recommending Board approval of competitively-negotiated all-agency personal services contracts to (i) P & A Administrative Services, Inc. for administrative and record-keeping services in connection with the operation of the MTA Flexible Spending Account; and (ii) Transit Center, Inc. for operation of the commuter benefits administration plan.

The details of these items are contained in the minutes of the Metropolitan Transportation Authority held this day and the staff summaries and materials filed with those minutes.

5. **COMMITTEE ON NEW YORK CITY TRANSIT AUTHORITY/MaBSTOA/SIR/MTA BUS OPERATIONS**

Upon motion duly made and seconded, the Board approved items from the Committee on New York City Transit Authority/MaBSTOA/SIR/MTA Bus Operations. Included among these items was a staff summary seeking Board approval for an all-agency five-year miscellaneous service contract, with two options (3-year and 2-year option) for cash management and deposit services with JP Morgan Chase, N.A. and U.S. Bank, N.A.

The details of these items are contained in the minutes of the MTA New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the MTA Bus Company, and the Staten Island Rapid Transit Operating Authority held this day and the staff summaries and materials filed with those minutes.

6. **COMMITTEE ON LIRR/LI BUS OPERATIONS**

Upon motion duly made and seconded, the Board approved the following LIRR procurements recommended to it by the Committee on LIRR/LI Bus Operations. There were no ratifications

Non-Competitive Procurements

- | | | |
|----|--|------------------------------------|
| 1. | New York State Industries
For the Disabled (NYSID)
Non-Competitive
Three-Year Contract
Contract No. BP03450 | \$206,299
Not-to-Exceed |
|----|--|------------------------------------|

LIRR requests MTA Board approval to award a three-year contract, in a not-to-exceed amount of \$206,299, to the New York State Industries for the Disabled ("NYSID") to provide window, wall and floor cleaning services at Jamaica and Hempstead Station buildings, and all Control Towers located throughout Brooklyn, Queens, Nassau and Suffolk Counties. This renewal contract is being awarded to NYSID in accordance with Section 162 of the New York State Finance Law, (State Finance Law), which states that preferred sources shall be granted the right to provide services to New York State Agencies in order to advance social and economic goals. Pursuant to negotiations, NYSID's latest proposal reflects an aggregate increase of 21.2% from the previous three-year contract. NYSID's hourly labor rate for unscheduled, as-needed services increased from \$30/Hr to \$52.65/Hr from the previous three-year contract due to increases to NYS Dept. of Labor Prevailing Wages for Window Washers since the last solicitation (13.42% increase in NYC Counties, and 190% increase in Nassau and Suffolk Counties). NYS Office of General Services has reviewed and approved all pricing. Funding will be provided through the LIRR's Operating Budget.

- | | | |
|----|--|------------------------------------|
| 2. | Sybase, Inc.
Sole Source
Contract No. TBD | \$409,000
Not-to-Exceed |
|----|--|------------------------------------|

MTA LIRR is requesting MTA Board approval to award a sole source contract to Sybase, Inc. ("Sybase") for a system conversion and upgrade to its database product, which supports the LIRR's Train Information, Monitoring And Control System

(TIMACS). The amount of the award is not-to-exceed \$409,000, which also includes three years of software maintenance and support services. None of the other MTA Agencies has a need for Sybase software and support at this time.

Competitive Procurements

1. **ARAMARK Uniform Services, \$113,922**
A division of ARAMARK Uniform & Firm Fixed Price
Career Apparel, LLC
Competitive
LIRR Contract No. TBD

LIRR requests MTA Board approval to award a competitively bid, Miscellaneous Service contract to ARAMARK Uniform Services, a division of ARAMARK Uniform & Career Apparel, LLC ("ARAMARK") for the supply and weekly cleaning service of walk-off mats, at various LIRR locations. The term of this contract will be sixty (60) months, beginning October 1, 2009, in the total amount of \$113,922. This solicitation, a renewal of an existing contract, was advertised in the NYS Contract Reporter on June 29, 2009, and the New York Post on July 2, 2009. The bid price schedule is based on fixed pricing for weekly service at various LIRR's location. While ARAMARK's bid price represents a 26.39% increase over the LIRR's current 3-year contract, due in large part to the addition of the requirement to implement a bar code tracking system for these mats, its bid is 10% less than LIRR's internal cost estimate and 20.5% lower than the next lowest bid price. ARAMARK's bid is therefore considered to be fair and reasonable. Funding for these contracts is included within each Agency's Operating Budget.

Details of the above items are set forth in staff summaries, copies of which are on file with the records of this meeting.

7. COMMITTEE ON METRO-NORTH RAILROAD OPERATIONS

Upon motion duly made and seconded, the Board unanimously approved Metro-North Committee items. Included among those items were the following joint procurements:

1. A non-competitive, negotiated, three (3)-year miscellaneous purchase authorization for various OEM toilet replacement parts for Metro-North's M-2, M-3, M-4 and Coach car fleet and LIRR's M-3 rail car fleet with Monogram Systems, Inc.
2. A request for Board approval to pre-qualify 17 consultants to perform various rail planning consultant Services to support the strategic business planning needs of the railroads.

The details of these items are contained in the minutes of the Metro-North Commuter Railroad Company and the staff summaries and materials filed with those minutes.

8. **REAL ESTATE**

Upon motion duly made and seconded, the Board unanimously approved a lease modification agreement with Jelibar Reality Corp for five parking spaces at 220-24 Jamaica Avenue, Queens, New York.

Details of the above action item is set forth in a staff summary, a copy of which is on file with the records of this meeting.

9. **ADJOURNMENT**

Upon motion duly made and seconded, the Board unanimously voted to adjourn the meeting. The meeting was adjourned at 10:25 A.M.

Respectfully submitted,



Catherine A. Rinaldi
Secretary

Minutes of the Regular Meeting
Metro-North Commuter Railroad Company

Wednesday, September 23, 2009
9:30 a.m.

The following members were present:

Hon. Andrew M. Saul, Vice Chairman
Hon. Andrew Albert
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Norman E. Brown
Hon. Allen P. Cappelli
Hon. Donald Cecil
Hon. Doreen M. Frasca
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Norman Seabrook
Hon. James L. Sedore, Jr.
Hon. Nancy Shevell
Hon. Carl V. Wortendyke

Helena Williams, MTA Interim Executive Director and President of LIRR, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Board Member James Blair, Board Member Ira Greenberg, Board Member Ed Watt, Howard H. Roberts, Jr., President of NYCTA, Howard Permut, President of Metro-North, David Moretti, Executive V.P. of TBTA, Joseph J. Smith, President of MTA Bus, LI Bus & Sr. V.P. NYCT Department of Buses, Michael Horodniceanu, President of MTA Capital Construction, and Douglas Sussman, Director, Community Affairs also attended the meeting

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Metropolitan Suburban Bus Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road, the Metro-North Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

1. Vice Chairman Andrew M. Saul's Remarks – The details of Vice Chairman Saul's remarks are contained in the minutes of the Board of the Metropolitan Transportation Authority held this day.

2. Public Comment:

There were fourteen public speakers. Murray Bodin of Concerned Grandparents expressed his opinion that Metro-North should plant ivy on its fences. William Henderson of PCAC noted that he is happy about the institution of smart fares and the modernization of the Croton-Harmon Shop. George Haikalis of Institute for Urban Mobility noted that he is unhappy that the MTA withdrew from Access to the Region's Core and expressed his opinion that there should be a regional plan to link GCT to Penn Station. The details of the remaining comments made are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

3. Approval of Minutes – Upon motion duly made and seconded, the minutes of the July 27, 2009 meeting were unanimously approved.

4. Committee on Finance:

Upon motion duly made and seconded, the Board unanimously approved the following items recommended to it by the Committee on Finance.

- Proposed MTA 2010-2013 Capital Program.
- Loan from Federal Railroad Rehabilitation & Improvement Program.

Staff summaries and reports setting forth the details of the above items are filed with the records of this meeting.

5. Committee on Transit Operations

The Board voted on transit items. Among the items approved by the Board was a competitive miscellaneous service contract requiring majority vote to award an all-agency contract to JP Morgan Chase, N.A. (New York, New York) and U.S. Bank, N.A. (Minneapolis, Metro-North) for the provision of cash management and deposit services. The details of the above item are contained in the minutes of the Committee on Transit Operations and the staff summaries and reports filed with those minutes.

6. Committee on Metro-North Railroad Operations:

Mr. Sedore reported that Metro-North's east of Hudson on-time performance in August 2009 was 97.6%.

Action Item:

Upon motion duly made and seconded, the Board unanimously approved the following action item.

- NYSDOT Grant for Connecting Services

A staff summary setting forth the details of the above item is filed with the records of this meeting.

Procurements:

Upon motion duly made and seconded, the Board unanimously approved the following non-competitive procurements requiring two-thirds vote by the Board.

Non-Competitive Purchases and Public Work Contracts

- Schneller, Inc. – Purchase of reinforced fiberglass laminate for the M-3 Railcar Performance Improvement Program.
- Monogram Systems, Inc. – Purchase authorization for Monogram OEM toilet parts – MNR and LIRR.
- Railtech Boutet, Inc. – Three (3) year purchase agreement for field welding kits and supplies.

Upon motion duly made and seconded, the Board unanimously approved the following non-competitive procurements requiring majority vote by the Board.

Miscellaneous Procurement Contracts

- Tellabs North America – DACS Upgrade Equipment & Services.

Upon motion duly made and seconded, the Board unanimously approved the following competitive procurements requiring two-thirds vote by the Board.

Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)

- Pest Control Services – Grand Central Terminal (GCT).

Upon motion duly made and seconded, the Board unanimously approved the following competitive procurements requiring majority vote by the Board.

Personal Service Contracts

- Various Contractors – General rail planning consultant services – joint procurement (MNR and LIRR).

Miscellaneous Service Contracts

- ImageMap, Inc. – Track Geometry Testing MNR Territory, east of Hudson.

Modifications to Personal/Miscellaneous Service Contracts

- Various Contractors – Refuse, tie/tie stub removal and recycling services through MNR territory in NYS and CT.

Staff summaries and reports setting forth the details of the above items are filed with the records of this meeting.

7. Committee on MTA Capital Construction, Planning & Real Estate

The Board voted on MTA Capital Construction, Planning and Real Estate items.

Upon motion duly made and seconded, the Board, among other items, approved the following real estate items recommended to it by the Committee on MTA Capital Construction, Planning & Real Estate. Mr. Banks abstained from the vote.

- Encroachment permit from American Telephone & Telegraph Company in support of MetroNorth's Cortlandt Parking, Intermodal and Access Improvements Project in Cortlandt, New York.
- Lease Agreement with Dahlia, Inc. d/b/a Dahlia for the retail sale of local and imported flowers in the manner of a European-style open flower market; Retail Space MC-01 D and Kiosk Space K-01, Grand Central Terminal, New York.
- Lease Agreement with TNT Associates, Ltd. d/b/a Masato's Sushi for the operation of a nonnational New York or Japan-based sushi bar engaged in the retail sale of high quality tenant produced fresh sushi and other traditional Japanese food and the incidental sale of beverages including Japanese beer and sake; Retail Space LC-11, Grand Central Terminal, New York.
- Lease Agreement with Two Boots of 42nd Street, LLC d/b/a Two Boots for the operation of a high-quality pizzeria restaurant and bar, including the on-premises sale of alcoholic beverages; Retail Space LC-31, Grand Central Terminal, New York.
- Lease Agreement with Neuhaus (USA), Inc. d/b/a Neuhaus for the sale at retail of Neuhaus chocolates and confections as well as related gift items; Retail Space B-60, Grand Central Terminal, New York.
- Lease Agreement with Cobbler & Shine, LLC d/b/a Cobbler & Shine for a shoe shine and repair service, including the sale at retail of shoe care and shoe maintenance supplies, foot care products, and key making services; Retail Space MC-34, Grand Central Terminal, New York.

Staff summaries setting forth the details of the above items are filed with the records of this meeting.

8. Next Meeting - October 28, 2009 at 9:30 a.m.

9. Upon motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 10:25 a.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Linda Montanino". The signature is written in a cursive, flowing style.

Linda Montanino
Assistant Secretary

Sept 2009 Board Minutes
Legal/Corporate

**Minutes of the Regular Meeting
Triborough Bridge and Tunnel Authority
September 23, 2009**

Meeting Held at
347 Madison Avenue
New York, New York 10017

9:30 A.M.

The following members were present:

Hon. Andrew M. Saul, Vice Chairman
Hon. Andrew Albert
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Norman E. Brown
Hon. Allen P. Cappelli
Hon. Donald Cecil
Hon. Doreen M. Frasca
Hon. Jeffrey A. Kay
Hon. Mark D. LeBow
Hon. Susan Metzger
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Norman Seabrook
Hon. James E. Sedore, Jr
Hon. Nancy Shevell
Hon. Carl V. Wortendyke

Not Present:

Hon. Vincent Tessitore

Helena E. Williams, Interim Executive Director and President of Long Island Rail Road; James B. Henly, General Counsel, MTA; Catherine Blue, Acting Corporate Secretary; Board Member James Blair; Board Member Ira Greenberg; Board Member Edward Watt; Michael F. Horodniceanu, President MTA Capital Construction Company; David Moretti, Executive Vice President, MTA Bridges and Tunnels; Howard R. Permut, President, Metro-North Commuter Railroad; Howard H. Roberts, Jr., President, New York City Transit; Operations, Joseph J. Smith, President MTA Bus, Long Island Bus and Senior Vice President, New York City Transit Department of Buses; and Douglas R. Sussman, Director, Community Affairs, MTA also attended the meeting.

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Metropolitan Suburban Bus Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road, the Metro-North Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

Chairman's Opening Remarks

Vice Chairman Saul stated that at the request of MTA Chairman Jay Walder, Vice Chairman Saul will preside over today's Board Meeting. Chairman Walder will start day-to-day management of the MTA on October 5, 2009. Vice Chairman Saul stated that he would like to thank former Chairman Dale Hemmerdinger, who will be formally recognized for his achievements at a later date. He stated that former Chairman Hemmerdinger did a terrific job at a challenging moment in MTA history.

Further details of Vice Chairman Saul's remarks are contained in the minutes of the Board of the Metropolitan Transportation Authority.

1. Public Speakers

There were fourteen public speakers. None of the speakers commented on issues regarding the Triborough Bridge and Tunnel Authority. The subject matter of the public comments is contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

2. Approval of the Minutes of the Board Meeting July 27, 2009

The Minutes of the meeting held July 27, 2009 were unanimously approved.

3. Committee on Finance

Commissioner Cappelli stated that he was pleased that the capital program includes among a number of items, capital projects for bridge repairs.

Commissioner Kay stated that he would like to bring to the Board's attention language which had been inserted into the capital program with respect to open road tolling on Bridge and Tunnel facilities. Commissioner Kay stated that it is time to embrace this technology. He stated that there is money in B&T's capital program to conduct a study of open road tolling and if the study recommends open road tolling, he has been assured there is money in the capital program to implement the study's recommendations.

Upon a motion duly made and seconded, the Board approved and authorized the submission of the MTA's Proposed \$28.1 billion 2010-2014 Capital Program to the MTA Capital Program Review Board (CPRB) in accordance with PAL section 1269-b (exclusive of the Bridges and Tunnels program, which does not require CPRB review).

The details of the above item are contained in the minutes of the MTA and the staff summary and reports filed with those minutes.

Upon a motion duly made and seconded, the Board approved:

- A MTA miscellaneous procurement contract with Eastern Communications, LTD. to exercise a one year option for the contractor to continue to provide maintenance and repair services for voice communications, mobile data and

vehicle warning systems equipment for B&T's public safety communications systems in the amount of \$448,200.

- An all-agency joint procurement item with Extreme Lighting (Contract No.: 09067-0100) for the installation, removal and repair of emergency lighting, communication and graphic equipment on B&T's patrol vehicles. This is a three year contract and B&T's portion is \$91,000.

The details of the above items are contained in the minutes of the MTA and the staff summary and reports filed with those minutes.

4. Committee on Transit Operations

Upon a motion duly made and seconded, the Board approved an all-agency competitively negotiated service contract with JPMorgan Chase N.A. for cash management and deposit services for five years. B&T's portion is \$326,969.

The details of the above item are contained in the minutes of the Committee on Transit Operations and the staff summary and reports filed with those minutes.

5. Committee for MTA Bridges and Tunnels Operations

Procurements

Non-Competitive Procurements

Commissioner Pally stated that there is one non-competitive procurement totaling \$364,000.

Upon a motion duly made and seconded, the Board approved the following non-competitive procurement item recommended to it by the Committee for MTA Bridges and Tunnels Operations.

Modifications to Miscellaneous Procurement Contracts

Surface Systems, Inc.	Contract No. 05-MNT-2755 Upgrade the weather system at the Henry Hudson, Marine Parkway-Gil Hodges Memorial and Cross Bay Veterans Memorial Bridges, add at all locations an uninterrupted power system for backup power supply, and install additional atmospheric sensors to increase redundancy in power supply and communications.	\$363,906.11
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Competitive Procurements

Chairman Pally stated the there are three competitive procurements totaling \$903,000.

Upon a motion duly made and seconded, the Board approved the following competitive procurement items recommended to it by the Committee for MTA Bridges and Tunnels Operations.

Modifications to Personal Service Contracts and Miscellaneous Service Contracts Awarded as Contracts for Services

AECOM USA, Inc.	Contract No. PSC-06-2802 Additional construction inspection services for cleaning and painting of the RFK Bridge's Harlem River Lift Span.	\$353,536.00
B&H Engineering, P.C.	Contract No. PSC-05-2752 Additional construction inspection services for Project TB-66, Dehumidification and Strand Re-Anchoring and Concrete Repairs at the Triborough Bridge (now RFK Bridge) Anchorages.	\$211,394.00

Modifications to Purchase & Public Works Contracts

American Bridge Company	Contract No. BW Task 23/C-52052 Additional work under Contract BW Task 23/C-52052, Miscellaneous Structural Retrofits at Authority Facilities.	\$337,870.35
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Ratifications

Commissioner Pally stated that there is one ratification in the amount of \$1.9 million.

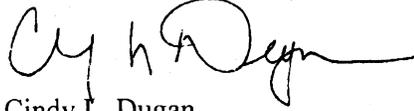
Upon a motion duly made and seconded, the Board approved the following ratification recommended to it by the Committee for MTA Bridges and Tunnels Operations.

Koch Skanska, Inc.	Contract No. TB-64B Additional work under Contract TB-64B, Deck Replacement on the Randall's and Ward's Island Viaducts at the Triborough Bridge (now RFK Bridge).	\$1,899,720.77
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6. **Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the Meeting at 11:30 a.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Cindy L. Dugan", with a long horizontal flourish extending to the right.

Cindy L. Dugan
Assistant Secretary

Metropolitan Transportation Authority
MTA Capital Construction Company
Regular Board Meeting
347 Madison Avenue
New York, NY 10017

Wednesday, September 23, 2009
9:30 a.m.

The following members were present:

Hon. Andrew M. Saul, Vice Chairman
Hon. Andrew Albert
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Norman E. Brown
Hon. Allen P. Cappelli
Hon. Donald Cecil
Hon. Doreen M. Frasca
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Norman Seabrook
Hon. James L. Sedore, Jr.
Hon. Nancy Shevell
Hon. Carl V. Wortendyke

Helena Williams, MTA Interim Executive Director and President of LIRR, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Board Member James Blair, Board Member Ira Greenberg, Board Member Ed Watt, Howard H. Roberts, Jr., President of NYCTA, Howard Permut, President of Metro-North, David Moretti, Executive V.P. of TBTA, Joseph J. Smith, President of MTA Bus, LI Bus & Sr. V.P. NYCT Department of Buses, Michael Horodniceanu, President of MTA Capital Construction, and Douglas Sussman, Director, Community Affairs also attended the meeting.

Vice Chairman Saul called the meeting to order.

Public Comment Period

There were no public speakers on any issues regarding MTA Capital Construction.

Approval of Minutes

Upon motion duly made and seconded, the MTA Board unanimously approved the minutes of the regular Board meeting held on July 29, 2009.

MTA Capital Construction Action Item

Upon motion duly made and seconded, the MTA Board approved an amendment to the previously approved design services agreement with 415 Madison LLP to fund final design and required utility relocations for the East Side Access 48th Street entrance.

MTA Capital Construction Procurements

Upon motion duly made and seconded, the MTA board approved the following procurement items:

- A modification to the 7 Line Extension consultant construction management contract with Hill International Inc., LiRo Engineers Inc., & Henningson Durham & Richardson Architecture and Engineering PC Joint Venture
- A modification to the East Side Access Harold Structures Part 1 contract with Perini Corporation
- A ratification of a modification to the Fulton Street Transit Center Foundation contract with Skanska USA Civil Northeast Inc.

Mr. Lebow recused himself from the vote on the modification to the Perini contract.

Adjournment

Upon motion duly made and seconded, the MTA Board voted to adjourn the public meeting at 10:25 a.m.

Respectfully submitted,

Miriam Cukier
Secretary

Subject TBTA Bond Anticipation Note Authorization
Department Finance
Department Head Name Gary Dellaverson, Chief Financial Officer
Department Head Signature 
Project Manager Name Patrick J. McCoy, Director of Finance


Date October 26, 2009
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Comm.	1/26	X		
2	Board	1/28	X		

Internal Approvals			
Order	Approval	Order	Approval
2		1	Legal 
	Chief of Staff		IST&P
	Procurement		
	Affirmative Action		

MTA Finance Department is seeking TBTA Board authorization and approval of the necessary documentation and delegation authority to issue a Series of Obligations and Bond Anticipation Notes (BAN's) in anticipation thereof (such Series of Obligations and BANs are herein collectively referred to as TBTA Obligations) to generate net proceeds of \$150 million for the purposes of providing capital to finance bridges and tunnels capital programs, and/or to refund existing TBTA indebtedness.

The MTA Finance Department will continue to report to the Finance Committee of the Board at each regularly scheduled meeting of such committee on the status of the proposed debt issuance schedule, the results of each bond issue, planned bond issues for the following month, the status of the ongoing commercial paper program as warranted, and any anticipated adjustment in the financing schedule.

PURPOSE:

1. To obtain, TBTA Board approval of the following resolution, documents and activities in connection with the issuance of BANs to provide a net proceeds amount of up to \$150 million, the proceeds of which BANs will be applied to pay for costs associated with existing approved capital projects of MTA bridges and tunnels and/or to refund existing TBTA indebtedness:

- Resolution authorizing TBTA Obligations, to provide the following:
 - o A net proceeds amount of BANs in one or more series necessary to finance capital projects of MTA Bridges & Tunnels, plus applicable issuance costs and any original issue discount, and
 - o A net proceeds amount of a Series of Obligations necessary to pay principal and interest accruing on the BANs, plus applicable issuance costs and any original issue discount.

2. With respect to the above-referenced financial transactions set forth in paragraph 1, to obtain the MTA and TBTA Board approval, as applicable, delegating authority to the Chairman and Chief Executive Officer, the Vice Chairman, and in each case, on behalf of MTA and TBTA, the Chief Financial Officer of MTA and the Director of Finance of MTA to award the TBTA Obligations either pursuant to competitive bid or to members (or entities related to such firms) of the MTA underwriting syndicate to execute and/or deliver in each case, where appropriate:

- o Notices of Sale and bid forms,
- o Purchase Agreements with underwriters,
- o Official Statements and other disclosure documents,
- o Continuing Disclosure Agreements and related filings,
- o Remarketing Agreements,
- o Issuing and Paying Agent Agreements,
- o Dealer and Broker-Dealer Agreements,
- o Escrow Agreements, and

o Investment Agreements.

Any such documents will be in substantially the form of any document previously entered into by MTA or TBTA for previous issues and programs, with such changes as approved by any one or more of the foregoing officers. In addition, such officers are hereby authorized to terminate, amend, supplement, replace or extend any such documents, related thereto, as they shall deem advisable. The MTA and TBTA Boards hereby further delegate to such officers authority to take such other actions as may be necessary or desirable to effectuate such transactions.

3. On behalf of MTA and its subsidiaries and affiliates, to authorize the Chairman and Chief Executive Officer, the Vice-Chairman, as appropriate, and in each case, the Chief Financial Officer of the MTA, and the Director of Finance of MTA to take such other actions as may be necessary or desirable to effectuate the issuance of the TBTA Obligations set forth in paragraphs 1 through 3.

ALTERNATIVES:

There are no alternative sources of funds to provide for the capital needs of the TBTA capital programs and or to refund existing TBTA indebtedness.

RECOMMENDATION:

The MTA and TBTA Boards approve the above-referenced resolutions and documents and all other actions described above, including the execution and delivery of such other documents, and the taking of all other actions, from time to time deemed necessary or desirable by such officers in connection therewith. This authorization shall continue in effect until the issuance of such respective TBTA Obligations.

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

**SERIES 2009 GENERAL REVENUE
BOND ANTICIPATION NOTE
SUPPLEMENTAL RESOLUTION
AND RELATED BOND RESOLUTION**

Adopted October __, 2009

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**SERIES 2009 GENERAL REVENUE
BOND ANTICIPATION NOTE
SUPPLEMENTAL RESOLUTION
AND RELATED BOND RESOLUTION**

BE IT RESOLVED BY THE TRIBOROUGH BRIDGE AND TUNNEL
AUTHORITY (the "Issuer") as follows:

ARTICLE I

DEFINITIONS AND STATUTORY AUTHORITY

Section 1.01. Supplemental Resolution. This resolution is supplemental to, and is adopted in accordance with Article II, Article A-VIII and Section A-203 of a resolution of the Issuer adopted on March 26, 2002, entitled "General Resolution Authorizing General Revenue Obligations" as heretofore amended and supplemented (the "General Resolution").

Section 1.02. Definitions.

1. All capitalized terms which are used but not otherwise defined in this Series 2009 General Revenue Bond Anticipation Note Supplemental Resolution and Related Bond Resolution (the "BAN Supplemental Resolution") shall have the same meanings, respectively, as such terms are given by Section 102 of the General Resolution.

2. In this BAN Supplemental Resolution:

"Authorized Officer" shall include, in addition to the officers designated as such in the General Resolution, the Deputy Director of Finance, Manager of Financial Analysis, Treasurer and Deputy Director of Treasury of the Issuer.

"Book-Entry Series 2009 Bond Anticipation Notes" means Series 2009 Bond Anticipation Notes issued in book-entry-only form through the Securities Depository pursuant to Section 2.03 hereof.

"Code" shall mean the Internal Revenue Code of 1986, as amended, and regulations thereunder.

"Holder" means any Person who is in possession of any Series 2009 Bond Anticipation Notes, issued or endorsed to such Person or to the order of such Person or to bearer or in blank.

"Securities Depository" means The Depository Trust Company, a limited purpose trust company organized under the laws of the State of New York, and its successors and assigns ("DTC") or any other Person appointed by the Issuer to serve as securities depository for the Series 2009 Bond Anticipation Notes.

“Series 2009 Bond Anticipation Notes” means the Series 2009 Bond Anticipation Notes and issued by the Issuer pursuant to this BAN Supplemental Resolution.

“Series A Bonds” means the General Revenue Bonds of the Issuer authorized to be issued pursuant to this BAN Supplemental Resolution to retire the Series 2009 Bond Anticipation Notes.

“2009 Multiple Series General Revenue Bond Supplemental Resolution” means the supplemental resolution adopted by the Issuer January 28, 2009, as it may be supplemented from time to time.

Section 1.03. Authority for this BAN Supplemental Resolution. This BAN Supplemental Resolution is adopted pursuant to the provisions of the Act and the General Resolution.

ARTICLE II

AUTHORIZATION OF SERIES A BONDS AND SERIES 2009 BOND ANTICIPATION NOTES

Section 2.01. General Authorization. (a) Pursuant to the provisions of the General Resolution, there is hereby authorized to be issued a Series of General Revenue Obligations (constituting Capital Cost Obligations, which Series of General Revenue Obligations may be issued at any time to retire the Series 2009 Bond Anticipation Notes and which shall be referred to herein as the "Series A Bonds", subject to redesignation by Certificate of Determination) entitled to the benefit, protection and security of such provisions and are hereby authorized to be issued in an aggregate principal amount not exceeding the principal amount necessary so that, after giving effect to any original issue discount (exclusive of any premium) and underwriters' discount from the principal amount, the amount to be deposited in the Proceeds Account pursuant to, or otherwise applied up to an amount determined by Certificate of Determination to be necessary or advisable to pay the principal and accrued interest of the Series 2009 Bond Anticipation Notes (exclusive of the amount so deposited therein determined in any Certificate of Determination as estimated to be necessary to pay capitalized interest or to pay any Costs of Issuance of the Series A Bonds payable from such Proceeds Account or otherwise applied to pay such Costs of Issuance). Such Series A Bonds may otherwise be issued in accordance with the provision of the 2009 Multiple Series General Revenue Bond Supplemental Resolution, other than the limitation on the amount of Multiple Credit Series 2009 Net New Money Proceeds, which shall not apply to the Series A Bonds.

(b) There is hereby authorized to be issued Series 2009 Bond Anticipation Notes in an aggregate principal amount not to exceed One Hundred Fifty Million Dollars (\$150,000,000) in net proceeds for the purposes set forth in Section 2.02 of this BAN Supplemental Resolution. The limitation on the amount of Multiple Credit Series 2009 Net New Money Proceeds in the 2009 Multiple Series General Revenue Bond Supplemental Resolution shall not apply to the issuance of the Series 2009 Bond Anticipation Notes.

Section 2.02. Purposes. The purposes for which the Series 2009 Bond Anticipation Notes are issued shall be set forth in one or more Certificates of Determination and may include the payment of all or any part of the Capital Costs and the refunding or restructuring of all or any portion of any Outstanding Obligations or Parity Debt deemed advisable by an Authorized Officer in accordance with Section 204 of the General Resolution, all to the extent and in the manner provided in this BAN Supplemental Resolution.

Section 2.03. Dates, Maturities, Principal Amounts and Interest. The Series 2009 Bond Anticipation Notes, except as otherwise provided in the General Resolution, shall be dated the date or dates determined in the related Certificate of Determination. The Series 2009 Bond Anticipation Notes shall mature on the date or dates and in the year or years and principal amount or amounts, and shall bear interest at the rate or rates per annum, if any, specified in or determined in the manner provided in the related Certificate of Determination, provided that the Series 2009 Bond Anticipation Notes shall mature no later than November 15, 2014.

Section 2.04. Interest Payments. The Series 2009 Bond Anticipation Notes shall bear interest from their date or dates and be payable on such date or dates as may be determined pursuant to the related Certificate of Determination. Except as otherwise provided in a Certificate of Determination, interest on the Series 2009 Bond Anticipation Notes shall be computed on the basis of twelve 30-day months and a 360-day year.

Section 2.05. Source of Payment. (a) There are hereby pledged to the payment of the Series 2009 Bond Anticipation Notes (i) the proceeds of any renewals of such Series 2009 Bond Anticipation Notes issued to repay such Series 2009 Bond Anticipation Notes, (ii) the proceeds of the sale of the Series A Bonds, (iii) amounts available to pay Subordinated Indebtedness, or (iv) any other money available therefor and not pledged under the General Resolution. Such proceeds and other amounts set forth in clauses (i), (ii), (iii) and (iv) may be pledged for the payment of the principal and interest on such Series 2009 Bond Anticipation Notes, and any such pledge of the items set forth in clauses (i), (ii), (iii) and (iv) shall have priority over any other pledge created by the General Resolution, including Section 501 of the General Resolution.

(b) In connection with the issuance of the Series 2009 Bond Anticipation Notes, the Issuer intends to issue the Series A Bonds pursuant to the Series 2009 Bond Supplemental Resolution, which may constitute Tax-Exempt Obligations or Taxable Obligations, all or a portion of the net proceeds of which shall be used to pay principal of and interest on the Series 2009 Bond Anticipation Notes at maturity. In the event that the Issuer has not made available moneys sufficient to pay all amounts to come due on the Series 2009 Bond Anticipation Notes (whether from the proceeds of notes in renewal of the Series 2009 Bond Anticipation Notes or the proceeds of a Series of Obligations or otherwise) on or before thirty (30) days prior to the maturity date of the Series 2009 Bond Anticipation Notes, then the Issuer hereby covenants to issue notes in renewal of the Series 2009 Bond Anticipation Notes or a Series of Obligations under the General Resolution in an amount at least sufficient to provide for the payment of the Series 2009 Bond Anticipation Notes and to so apply the proceeds of such renewal notes or Series of Obligations. The Issuer hereby covenants that, until the principal and interest on the Series 2009 Bond Anticipation Notes has been paid or provided for, the Issuer will not issue any Obligations (other than Refunding Obligations) unless as of the date of such issuance there remains after the issuance of such Obligations sufficient capacity pursuant to the provisions of Section A-201 of the General Resolution to issue a principal amount of Obligations sufficient to refinance the Series 2009 Bond Anticipation Notes then Outstanding.

(c) Funds derived from the foregoing pledged sources shall, upon the direction of an Authorized Officer be applied on the maturity date of the Series 2009 Bond Anticipation Notes to the payment thereof.

(d) The pledge set forth in subsection (a) of this Section 2.05 shall be valid and binding from and after the date of issuance and delivery of the Series 2009 Bond Anticipation Notes, and the items set forth in such pledge shall immediately be subject to the lien of such pledge without any physical delivery thereof or further act and the lien of such pledge shall be valid and binding as against all parties having claims of any kind in tort, contract or otherwise against the Issuer irrespective of whether such parties have notice thereof.

(e) The Issuer shall at all times do and perform all acts and things necessary to cause interest on the Series 2009 Bond Anticipation Notes to be excluded from gross income for federal income purposes.

Section 2.06. Denominations, Numbers and Letters. Unless otherwise provided in the related Certificate of Determination, the Series 2009 Bond Anticipation Notes shall be issued in fully registered form without coupons in the denomination of \$5,000 or any integral multiple thereof.

The Series 2009 Bond Anticipation Notes shall be lettered and numbered as provided in the related Certificate of Determination.

Section 2.07. Places of Payment and Paying Agent. Except as otherwise provided in the related Certificate of Determination, the principal of and interest on the Series 2009 Bond Anticipation Notes shall be payable to the registered owner of each the Series 2009 Bond Anticipation Note when due upon presentation of such Series 2009 Bond Anticipation Note at the principal corporate trust office of the Trustee, or be paid by check or draft mailed on the maturity date by the Paying Agent, to the registered owner at his address as it appears on the registration books or, at the option of any Owner of at least one million dollars (\$1,000,000) in principal amount of the Series 2009 Bond Anticipation Notes, by wire transfer in immediately available funds upon written notice from such Owner to the Trustee, at such address as the Trustee may from time to time notify such Owner, containing the wire transfer address (which shall be in the continental United States) to which such Owner wishes to have such wire directed, if such written notice is received not less than twenty (20) days prior to the maturity date (such notice may refer to multiple interest payments).

Section 2.08. Redemption Prior to Maturity. The Series 2009 Bond Anticipation Notes may be subject to redemption prior to maturity as provided in the related Certificate of Determination.

Section 2.09. Form of Series 2009 Bond Anticipation Notes and Trustee's Authentication Certificate. Subject to the provisions of the General Resolution, the form of registered Series 2009 Bond Anticipation Notes, and the Trustee's certificate of authentication, shall be substantially in the form set forth in Exhibit A to this BAN Supplemental Resolution or such other form as the Issuer may from time to time prescribe in a Certificate of Determination, in each case with such appropriate subseries designations, insertions, omissions, substitutions and other variations as are permitted or required by this BAN Supplemental Resolution, and may have such letters, numbers or other marks of identification (including identifying numbers and letters of the Committee on Uniform Securities Identification Procedures, or CUSIP) and such legends and endorsements thereon as may, consistent herewith, be approved by an Authorized Officer.

Section 2.10. General Provisions. The provisions of Articles A-III and A-IX of the General Resolution regarding, respectively, general terms and provisions of Obligations and Amendments shall apply equally to the Series 2009 Bond Anticipation Notes as though set forth in full herein but with each reference to Obligations being a reference to Series 2009 Bond

Anticipation Notes, except as affected by the terms hereof and the procedures of the Securities Depository.

Section 2.11. Delegation to an Authorized Officer. 1. There is hereby delegated to each Authorized Officer, and subject to the limitations contained in this BAN Supplemental Resolution and in the General Resolution, the following powers with respect to the Series 2009 Bond Anticipation Notes:

(a) to determine whether and when to issue any Series 2009 Bond Anticipation Notes constituting Capital Cost Obligations or Refunding Obligations and to determine the amount of the proceeds of the Series 2009 Bond Anticipation Notes to be applied to refunding purposes as well as the specific Obligations or Parity Debt or portions of either to be refunded and the date or dates, if any, on which such Refunded Bonds shall be redeemed, the amount of the proceeds of the Series 2009 Bond Anticipation Notes estimated to be necessary to pay the Costs of Issuance of the Series 2009 Bond Anticipation Notes and capitalized interest, if any;

(b) to determine the purpose or purposes for which the Series 2009 Bond Anticipation Notes are being issued, which shall be one or more of the purposes set forth in Section 2.02 of this BAN Supplemental Resolution;

(c) to determine the maturity date and principal amount of the Series 2009 Bond Anticipation Notes;

(d) to determine the date which the Series 2009 Bond Anticipation Notes shall be dated and the interest rate or rates of the Series 2009 Bond Anticipation Notes or the manner of determining such interest rate or rates; provided, however, that any Obligations issued as Tax-Exempt Obligations shall be subject to a maximum interest rate of not greater than 10% per annum, any Obligations issued as Taxable Obligations shall be subject to a maximum interest rate of not greater than 12% per annum;

(e) to determine whether the sale of the Series 2009 Bond Anticipation Notes shall be conducted on either a negotiated or competitive bid basis and, as applicable, to determine the purchase price for the Series 2009 Bond Anticipation Notes to be paid by the purchasers referred to in the Purchase Agreement or the purchase price for the Series 2009 Bond Anticipation Notes to be paid by the winning bidder, if such sale is conducted by competitive bid pursuant to a Notice of Sale, in either case as such document is described in Section 2.10 of the Series 2009 Bond Supplemental Resolution, which may include such original issue discount and original issue premium as shall be determined in the related Certificate of Determination; provided, however, that the underwriters' discount reflected in such purchase price shall not exceed \$10.00 for each one thousand dollars (\$1,000) principal amount of the Series 2009 Bond Anticipation Notes;

(f) to take all actions required for the Series 2009 Bond Anticipation Notes to be eligible under the rules and regulations of The Depository Trust Company ("DTC") for investment and trading as uncertificated securities, to execute and deliver a standard form of

letter of representation with DTC and, notwithstanding any provisions to the contrary contained in this BAN Supplemental Resolution, to include in the related Certificate of Determination such terms and provisions as may be appropriate or necessary to provide for uncertificated securities in lieu of Series 2009 Bond Anticipation Notes issuable in fully registered form;

(g) to make such changes in or from the form of this BAN Supplemental Resolution as may be necessary or desirable in order to cure any ambiguities, inconsistencies or other defects;

(h) to determine whether to (i) enter into an escrow agreement or other arrangement in connection with the issuance of Refunding Obligations, including the selection of escrow agents, verification agents and the manner of determining specified matters relating to the defeasance of Obligations and (ii) purchase SLGs or open market securities and the form and substance thereof and any related investment agreement, and to determine the application of any amounts released in connection with any such refunding; and

(i) to determine such other matters specified in or permitted by (i) Sections 202, 203, 204, A-201 and A-203 of the General Resolution or (ii) this BAN Supplemental Resolution or to determine matters relating to the payment or defeasance of Obligation Anticipation Notes, including preparation of any documentation therefor.

Any Authorized Officer shall execute one or more Certificates of Determination evidencing the determinations made pursuant to this BAN Supplemental Resolution and any such Certificate of Determination shall be conclusive evidence of the determinations of such Authorized Officer, as stated therein. More than one Certificate of Determination may be delivered to the extent more than one Series or subseries of Series 2009 Bond Anticipation Notes are delivered from time to time, or other authority is exercised under this BAN Supplemental Resolution from time to time and each such Certificate of Determination shall be delivered to the Trustee prior to the authentication and delivery of the respective Series or subseries of Series 2009 Bond Anticipation Notes by the Trustee or other documentation. Determinations set forth in any Certificate of Determination shall have the same effect as if set forth in this BAN Supplemental Resolution. Any such Authorized Officer may exercise any authority delegated under this BAN Supplemental Resolution from time to time following issuance of any Series 2009 Bond Anticipation Notes, as appropriate for any purposes.

Section 2.12. Appointment of Trustee and Paying Agent. Unless otherwise provided by Certificate of Determination, U.S. Bank Trust National Association shall be the Trustee under the General Resolution and the Paying Agent for the Series 2009 Bond Anticipation Notes.

Section 2.13. Exchange of Notes. Registered Series 2009 Bond Anticipation Notes, upon surrender thereof at the office of the Trustee with a written instrument of transfer satisfactory to the Trustee, duly executed by its registered owner or his duly authorized attorney, may, at the option of the registered owner thereof, be exchanged for an equal aggregate principal amount of registered Series 2009 Bond Anticipation Notes of any other authorized denominations.

Section 2.14. Negotiability, Transfer and Registry. All of the Series 2009 Bond Anticipation Notes issued under this BAN Supplemental Resolution shall be negotiable as provided in the Issuer Act, subject to the provisions for registration and transfer contained herein and in the Series 2009 Bond Anticipation Notes. So long as any of the Series 2009 Bond Anticipation Notes shall remain Outstanding, there shall be maintained and kept, at the office of the Trustee, books for the registration and transfer of Series 2009 Bond Anticipation Notes; and, upon presentation thereof for such purpose at said office, the Trustee shall register or cause to be registered therein, and permit to be transferred thereon, under such reasonable regulations as it may prescribe, any Series 2009 Bond Anticipation Note entitled to registration or transfer. So long as any of the Series 2009 Bond Anticipation Notes remain Outstanding, the Issuer shall make all necessary provisions to permit the exchange of Series 2009 Bond Anticipation Notes at the office of the Trustee.

Section 2.15. Book-Entry Notes. Series 2009 Bond Anticipation Notes may be held by a securities depository and transfers of such Series 2009 Bond Anticipation Notes may be effected by book-entry on the books of the securities depository as provided in Section A-309 of the General Resolution.

Section 2.16. Transfer of Registered Notes. The transfer of each registered Series 2009 Bond Anticipation Note shall be registrable only upon the books of the Issuer, which shall be kept for the purpose at the office of the Trustee, by the registered owner thereof in person or by his attorney duly authorized in writing upon surrender thereof together with a written instrument of transfer satisfactory to the Trustee duly executed by the registered owner or his duly authorized attorney and the payment of a charge sufficient to reimburse the Issuer or the Trustee for any tax, fee or other governmental charge required to be paid with respect to such registration of transfer. Upon the registration of transfer of any such registered Series 2009 Bond Anticipation Note the Issuer shall issue or cause to be issued in the name of the transferee, and cause the Trustee to authenticate, a new registered Series 2009 Bond Anticipation Note or Notes of the same aggregate principal amount as the surrendered Series 2009 Bond Anticipation Note. Any Series 2009 Bond Anticipation Note surrendered in exchange for a new registered Series 2009 Bond Anticipation Note pursuant to this Section shall be canceled by the Trustee.

The Issuer, the Trustee and each Paying Agent may deem and treat the person in whose name any Outstanding registered Series 2009 Bond Anticipation Note shall be registered upon the books of the Issuer maintained at the office of the Trustee as the absolute owner of such Series 2009 Bond Anticipation Note, whether such Series 2009 Bond Anticipation Note shall be overdue or not, for the purpose of receiving payment of, or on account of, the principal of and interest on such Series 2009 Bond Anticipation Note and for all other purposes, and all such payments so made to any such registered owner or upon his order shall be valid and effectual to satisfy and discharge the liability upon such Series 2009 Bond Anticipation Note to the extent of the sum or sums so paid, and neither the Issuer, the Trustee, nor any Paying Agent shall be affected by any notice to the contrary. The Issuer agrees to indemnify and save the Trustee and each Paying Agent harmless from and against any and all loss, cost, charge, expense, judgment or liability incurred by it, acting in good faith and without negligence under this BAN Supplemental Resolution, in so treating such registered owner.

Section 2.17. Regulations with Respect to Exchanges and Transfers. In all cases in which the privilege of exchanging Series 2009 Bond Anticipation Notes or registering the transfer of Series 2009 Bond Anticipation Notes is exercised, the Issuer shall execute and deliver, and the Trustee shall authenticate, Series 2009 Bond Anticipation Notes in accordance with the provisions hereof. All Series 2009 Bond Anticipation Notes surrendered in any such exchanges or transfers shall forthwith be canceled by the Trustee. For every such exchange or registration of transfer of Series 2009 Bond Anticipation Notes, whether temporary or definitive, the Trustee may make a charge sufficient to reimburse it for any tax, fee or other governmental charge required to be paid with respect to such exchange or transfer, and, except (i) with respect to the delivery of definitive Series 2009 Bond Anticipation Notes in exchange for temporary Series 2009 Bond Anticipation Notes, (ii) in the case of a registered Series 2009 Bond Anticipation Note issued upon the first exchange or registration of transfer of a Series 2009 Bond Anticipation Note or Notes surrendered for such purpose within sixty (60) days after the first authentication and delivery of any of the Series 2009 Bond Anticipation Notes, or (iii) as otherwise provided in this BAN Supplemental Resolution, may charge a sum sufficient to pay the cost of preparing each new Series 2009 Bond Anticipation Note issued upon such exchange or registration of transfer, which sum or sums shall be paid by the person requesting such exchange or transfer as a condition precedent to the exercise of the privilege of making such exchange or transfer. The Trustee shall not be obliged to make any such exchange or transfer of Series 2009 Bond Anticipation Notes during the period beginning on the Record Date for such Series 2009 Bond Anticipation Notes next preceding an the payment date on the Series 2009 Bond Anticipation Notes and ending on such payment date.

Section 2.18. Series 2009 Bond Anticipation Notes Mutilated, Destroyed, Stolen or Lost. In case any Series 2009 Bond Anticipation Note shall become mutilated or be destroyed, stolen or lost, the Issuer shall thereupon execute and deliver, and the Trustee shall authenticate, a new Series 2009 Bond Anticipation Note of like principal amount as the Series 2009 Bond Anticipation Note so mutilated, destroyed, stolen or lost, in exchange and substitution for such mutilated Series 2009 Bond Anticipation Note, upon surrender and cancellation of such mutilated Series 2009 Bond Anticipation Note or in lieu of and substitution for the Series 2009 Bond Anticipation Note destroyed, stolen or lost, upon filing with the Issuer evidence satisfactory to the Issuer and the Trustee that such Series 2009 Bond Anticipation Note has been destroyed, stolen or lost and proof of ownership thereof, and upon furnishing the Issuer and the Trustee with indemnity satisfactory to them and complying with such other reasonable regulations as the Issuer and the Trustee may prescribe and paying such expenses as the Issuer and the Trustee may incur. All Series 2009 Bond Anticipation Notes so surrendered to the Issuer or the Trustee shall be canceled by or on behalf of the Issuer.

Section 2.19. Cancellation and Destruction of Series 2009 Bond Anticipation Notes. All Series 2009 Bond Anticipation Notes paid shall be delivered to the Trustee when such payment is made, and such Series 2009 Bond Anticipation Notes shall thereupon be promptly canceled. Series 2009 Bond Anticipation Notes so canceled may, at any time, be destroyed by the Trustee, who shall execute a certificate of destruction in duplicate by the signature of one of its authorized officers describing the Series 2009 Bond Anticipation Notes so destroyed, and one executed certificate shall be filed with the Issuer and the other executed certificate shall be filed with the Trustee.

ARTICLE III

DISPOSITION OF SERIES 2009 BOND ANTICIPATION NOTE PROCEEDS

Section 3.01. Disposition of Series 2009 Bond Anticipation Note Proceeds.

Any proceeds of the sale of the Series 2009 Bond Anticipation Notes, other than accrued interest, if any, shall be deposited, simultaneously with the issuance and delivery of the Series 2009 Bond Anticipation Notes, at one time or from time to time in one or more Series or subseries, in the Proceeds Account which is deemed to be established for each Series in the Proceeds Fund to be applied, or shall otherwise be applied pursuant to a Certificate of Determination to:

- (a) the payment of all or any part of the Capital Costs;
- (b) the refunding of any Obligations or Parity Debt or portions of either; and
- (c) the balance of such proceeds, exclusive of accrued interest, shall be deposited in the Costs of Issuance Account and applied to the payment of Costs of Issuance or otherwise applied to the payment of Costs of Issuance.

Unless otherwise provided in a Certificate of Determination, the accrued interest, if any, and any capitalized interest, received on the sale of the Series 2009 Bond Anticipation Notes shall be deposited in the Debt Service Fund.

ARTICLE IV

ADDITIONAL COVENANT

Section 4.01. Additional Covenant. The Issuer agrees and covenants that, upon the issuance of the Series 2009 Bond Anticipation Notes and for so long as any Series 2009 Bond Anticipation Notes are outstanding, the Issuer shall pay or cause to be paid amounts with respect to the Series 2009 Bond Anticipation Note as they come due from (i) the proceeds of any renewals of such Series 2009 Bond Anticipation Notes issued to repay such Series 2009 Bond Anticipation Notes, (ii) the proceeds of the sale of the Series A Bonds, (iii) amounts available to pay Subordinated Indebtedness, or (iv) any other money available therefor and not pledged under the General Resolution, including the proceeds of any other Obligations or Parity Debt or from any other legally available source, as shall be determined by an Authorized Officer as set forth in a Certificate of Determination.

ARTICLE V

TAX COVENANTS AND DEFEASANCE

Section 5.01. Tax Covenants Relating to the Series 2009 Bond Anticipation Notes. The Issuer covenants that, in order to maintain the exclusion from gross income for Federal income tax purposes of the interest on the Series 2009 Bond Anticipation Notes issued as Tax-Exempt Obligations, the Issuer will satisfy, or take such actions as are necessary to cause to be satisfied, each provision of the Code necessary to maintain such exclusion. In furtherance of this covenant, the Issuer agrees to comply with such written instructions as may be provided by Bond Counsel. In furtherance of the covenant contained in the preceding sentence, the Issuer agrees to continually comply with the provisions of any "Arbitrage and Use of Proceeds Certificate" or "Tax Certificate" to be executed by the Issuer in connection with the execution and delivery of any Series 2009 Bond Anticipation Notes issued as Tax-Exempt Obligations, as amended from time to time.

Notwithstanding any other provision of the General Resolution to the contrary, upon the Issuer's failure to observe, or refusal to comply with, the above covenant (a) the Owners of the Series 2009 Bond Anticipation Notes, or the Trustee acting on their behalf, shall be entitled to the rights and remedies provided to Owners or the Trustee under Section 702 of the General Resolution, and (b) neither the Owners of the Obligations of any Series or holders of any Parity Debt (other than the Series 2009 Bond Anticipation Notes or the Trustee acting on their behalf), nor the Trustee acting on their behalf, shall be entitled to exercise any right or remedy provided to the Owners, the Parity Debt holders or the Trustee under the General Resolution based upon the Issuer's failure to observe, or refusal to comply with, the above covenant.

The provisions of the foregoing covenants set forth in this Section shall not apply to any Series 2009 Bond Anticipation Notes, including any subseries thereof, which the Issuer determines pursuant to the applicable Certificate of Determination to issue as Taxable Obligations.

Section 5.02. Defeasance. In the event the Issuer shall seek, prior to the maturity date thereof, to pay or cause to be paid, within the meaning and with the effect expressed in the General Resolution, all or less than all Outstanding Series 2009 Bond Anticipation Notes issued as Tax-Exempt Obligations and the provisions of Section 4.01 hereof shall then be of any force or effect, then, notwithstanding the provisions of Article A-XI of the General Resolution, the Series 2009 Bond Anticipation Notes issued as Tax-Exempt Obligations which the Issuer then seeks to pay or cause to be paid shall not be deemed to have been paid within the meaning and with the effect expressed in Section A-1101 of the General Resolution unless (i) the Issuer has confirmed in writing that the Owners of the Series 2009 Bond Anticipation Notes issued as Tax-Exempt Obligations which the Issuer then seeks to pay or cause to be paid will continue, after such action, to have the benefit of a covenant to the effect of the covenant of the Issuer contained in Section 4.01 hereof or (ii) there shall have been delivered to the Trustee an Opinion of Bond Counsel to the effect that non-compliance thereafter with the applicable provisions of the Code will not affect the then current treatment of interest on the

Series 2009 Bond Anticipation Notes issued as Tax-Exempt Obligations in determining gross income for Federal income tax purpose.

EXHIBIT A

[FORM OF SERIES 2009 BOND ANTICIPATION NOTE]

Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the issuer or its agent for registration of transfer, exchange or payment, and any certificate issued is registered in the name of Cede & Co. or such other name as requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

As provided in the Resolution referred to herein, until the termination of the system of book-entry-only transfers through DTC and notwithstanding any other provision of the Resolution to the contrary, a portion of the principal amount of this Bond Anticipation Note may be paid or redeemed without surrender hereof to the Paying Agent. DTC or a nominee, transferee or assignee of DTC of this Bond Anticipation Note may not rely upon the principal amount indicated hereon as the principal amount hereof outstanding and unpaid. The principal amount hereof outstanding and unpaid shall for all purposes be the amount determined in the manner provided in the Resolution.

**TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY
GENERAL REVENUE BOND ANTICIPATION NOTE,
SERIES 2009**

REGISTERED NO.			DOLLARS \$
<u>INTEREST RATE</u>	<u>MATURITY DATE</u>	<u>DATED DATE</u>	<u>CUSIP</u>

Registered Owner:

Principal Sum:

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY (the “Issuer”), a body corporate and politic constituting a public benefit corporation, organized and existing under and by virtue of the laws of the State of New York, acknowledges itself indebted to, and for value received hereby promises to pay to the Registered Owner stated above, or registered assigns, on the Maturity Date set forth above, but solely from the Trust Estate defined below, upon presentation and surrender of this Bond Anticipation Note at the office or agency of the Issuer designated for such payment in the Borough of Manhattan, City and State of New York, or, at the option of the Registered Owner hereof, at any other office or agency of the Issuer designated by the Issuer for such payment, the Principal Sum set forth above in any coin or currency of the

United States of America which at the time of payment is legal tender for the payment of public and private debts, and to pay to the Registered Owner hereof interest on such Principal Sum, such payment to be made by U.S. Bank Trust National Association, as Paying Agent, from the Dated Date set forth above or such later date to which interest has been paid, at the Interest Rate per annum set forth above, payable on _____ and on the Maturity Date, until the Issuer's obligation with respect to the payment of such Principal Sum shall be discharged. Interest on the Series 2009 Bond Anticipation Notes shall be computed on the basis of a 360-day year consisting of 12 30-day months.

This Bond Anticipation Note is one of a duly authorized issue of obligations of the Issuer designated as its "General Revenue Bond Anticipation Notes, Series 2009" (herein called the "Bond Anticipation Notes") issued under and pursuant to the Triborough Bridge and Tunnel Authority Act, Title 3 of Article 3 of the Public Authorities Law, Chapter 43-A of the Consolidated Laws of the State of New York, as amended (herein called the "the TBTA Act"), and under and pursuant to a resolution of the Issuer adopted on March 26, 2002, entitled "General Resolution Authorizing General Revenue Obligations", as heretofore amended and supplemented. Said resolution, as supplemented and amended, is herein called the "Resolution". The Bond Anticipation Note is one of a series of Bond Anticipation Notes designated as "General Revenue Bond Anticipation Notes, Series 2009" (herein called the "Series 2009 Bond Anticipation Notes"), issued in the aggregate principal amount of \$150,000,000 under said Resolution. All capitalized terms used but not otherwise defined have the respective meanings ascribed by the Resolution.

Copies of the Resolution are on file at the office of the Issuer and at the principal corporate trust office of U.S. Bank Trust National Association, New York, New York, as Trustee under the Resolution, or its successor as Trustee (herein called the "Trustee"), in the Borough of Manhattan, City and State of New York, and reference to the Resolution and any and all supplements thereto and modifications and amendments thereof and to the TBTA Act is hereby made for a complete description of the pledge and covenants securing the Series 2009 Bond Anticipation Notes, the nature, extent and manner of enforcement of, and limitations with respect to, such pledge, the rights and remedies of the registered owners of the Series 2009 Bond Anticipation Notes, with respect thereto, and the terms and conditions upon which the Series 2009 Bond Anticipation Notes are issued and may be issued thereunder.

This Bond Anticipation Note is secured by a pledge, subject only to the provisions of the Resolution permitting the application thereof for the purposes and on the terms and conditions set forth in the Resolution, of all right, title and interest of the Issuer in the "Trust Estate", being (i) the proceeds of any renewals of such Series 2009 Bond Anticipation Notes issued to repay such Series 2009 Bond Anticipation Notes, (ii) the proceeds of the sale of the Series of Obligations in anticipation of which such Series 2009 Bond Anticipation Notes are issued, (iii) amounts available to pay Subordinated Indebtedness, or (iv) any other money available therefor and not pledged under the Resolution (collectively, the "Trust Estate").

The aggregate principal amount of Bond Anticipation Notes which may be issued under the Resolution is not limited except as provided in the Resolution, and all Bond Anticipation Notes issued and to be issued under the Resolution are and will be equally secured by the pledge and covenants made therein, except as otherwise expressly provided or permitted in the

Resolution. The holders of Bond Anticipation Notes, by their acceptance and holding of the Bond Anticipation Notes, waive, to the extent provided in the Resolution, all rights under subdivisions 2 and 3 of Section 563 of the TBTA Act with respect to certain competitive connections for vehicular traffic across the East River in The City of New York.

The events specified in the Resolution as such shall constitute Events of Default and the Trustee and the Owners shall have the rights and remedies provided by the Resolution. The principal of the Bond Anticipation Notes may be declared due and payable before maturity thereof as provided in the TBTA Act.

The aggregate principal amount of Parity Debt which may be issued or entered into under the Resolution is not limited except as provided in the Resolution.

To the extent and in the manner permitted by the terms of the Resolution, modification or amendment of the Resolution and of the rights and obligations of the Issuer and of the Owners of the Bond Anticipation Notes may be made by a Supplemental Resolution, in certain instances without the written consent of the Owners of the Bond Anticipation Notes. Reference is made to the Resolution for the terms and provisions thereof relating to amendments and supplements.

The registration of this Bond Anticipation Note is transferable, as provided in the Resolution, only upon the books of the Issuer kept for that purpose at the above mentioned office of the Trustee by the Registered Owner hereof in person, or by his attorney duly authorized in writing, upon surrender of this Bond Anticipation Note together with a written instrument of transfer satisfactory to the Trustee, duly executed by the Registered Owner or his duly authorized attorney, and thereupon a new registered Series 2009 Anticipation Note or Series 2009 Bond Anticipation Notes in the same aggregate principal amount, interest rate and maturity shall be issued to the transferee in exchange therefor as provided in the Resolution, and upon payment of the charges therein prescribed. the Issuer and each Fiduciary, including the Trustee and any Paying Agent, may deem and treat the person in whose name Bond Anticipation Note is registered as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal hereof and interest due hereon and for all other purposes.

The Series 2009 Bond Anticipation Notes are issued by means of a book-entry-only system, with no physical distribution of bond certificates to be made except as provided in the Resolution. One or more note certificates for each maturity, registered in the name of the Securities Depository Nominee, is being issued for deposit with the Securities Depository and immobilized in its custody. The book-entry-only system will evidence positions held in the Series 2009 Bond Anticipation Notes by the Securities Depository's participants; beneficial ownership of the Series 2009 Bond Anticipation Notes, in the principal amount of \$5,000 or any integral multiple thereof, shall be evidenced in the records of such participants. Transfers of ownership shall be effected on the records of the Securities Depository and its participants pursuant to rules and procedures established by the Securities Depository and its participants. the Issuer and the Trustee will recognize the Securities Depository Nominee, while the Registered Owner of this Bond Anticipation Note, as the owner of this Bond Anticipation Note for all purposes, including payments of principal of and interest on this Bond Anticipation Note, notices and voting. Transfers of principal and interest payments to participants of the Securities Depository will be the responsibility of the Securities Depository, and transfers of principal and

interest payments to beneficial owners of the Series 2009 Bond Anticipation Notes by participants of the Securities Depository will be the responsibility of such participants and other nominees of such beneficial owners. Neither the Issuer nor the Trustee will be responsible or liable for such transfers of payments or for maintaining, supervising or reviewing the records maintained by the Securities Depository, the Securities Depository Nominee, its participants or persons acting through such participants. While the Securities Depository Nominee is the owner of this Bond Anticipation Note, notwithstanding any provisions herein contained to the contrary, payments of principal of and interest on this Bond Anticipation Note shall be made in accordance with existing arrangements among the Trustee, the Issuer and the Securities Depository. In the event the Series 2009 Bond Anticipation Notes are no longer held in book-entry-only form, the Series 2009 Bond Anticipation Notes would be issuable in the form of fully registered notes without coupons in the denomination of \$5,000 or any integral multiple thereof.

The TBTA Act provides that neither the members of the Issuer nor any person executing the Bond Anticipation Notes shall be liable personally on the Bond Anticipation Notes or be subject to any personal liability or accountability by reason of the issuance thereof.

THE BOND ANTICIPATION NOTES SHALL NOT BE A DEBT OF THE STATE OF NEW YORK OR THE CITY OF NEW YORK AND NEITHER THE STATE NOR THE CITY SHALL BE LIABLE THEREON.

It is hereby certified and recited that all conditions, acts and things required by law and the Resolution to exist, to have happened and to have been performed precedent to and in the issuance of this Bond Anticipation Note, exist, have happened and have been performed and that the issue of the Series 2009 Bond Anticipation Notes, together with all other indebtedness of the Issuer, is within every debt and other limit prescribed by the laws of the State of New York.

This Bond Anticipation Note shall not be entitled to any benefit under the Resolution or be valid or become obligatory for any purpose until this Bond Anticipation Note shall have been authenticated by the execution by the Trustee of the Trustee's Certificate of Authentication hereon.

**IN WITNESS WHEREOF, TRIBOROUGH BRIDGE AND TUNNEL
AUTHORITY** has caused this Bond Anticipation Note to be signed in its name and on its behalf
by the manual or facsimile signature of its Authorized Officer as of the Dated Date.

**TRIBOROUGH BRIDGE AND TUNNEL
AUTHORITY**

BY: _____
[Authorized Officer]

[FORM OF CERTIFICATE OF AUTHENTICATION]

TRUSTEE'S CERTIFICATE OF AUTHENTICATION

This Bond Anticipation Note is one of the Series 2009 Bond Anticipation Notes described in the within mentioned Resolution.

Date of Authentication:

_____, as Trustee

BY: _____
Authorized Signatory

[Form of Assignment]

ASSIGNMENT

FOR VALUE RECEIVED the undersigned hereby sells, assigns and transfers unto

[PLEASE INSERT SOCIAL SECURITY NUMBER OR OTHER IDENTIFYING NUMBER OF ASSIGNEE]

[PLEASE PRINT OR TYPEWRITE NAME AND ADDRESS OF TRANSFEREE]

the within Bond Anticipation Note and all rights thereunder, and hereby irrevocably constitutes and appoints _____ attorney to transfer the within Bond Anticipation Note on the books kept for registration thereof, with full power of substitution in the premises.

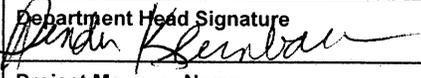
Date:

In the Presence of:

NOTICE: The signature must be guaranteed by an officer of a commercial bank, trust company or by a member of The New York Stock Exchange or other national securities exchange. Notarized or witnessed signatures are not acceptable.

NOTICE: The signature of this assignment must correspond with the name as it appears upon the face of the within Bond Anticipation Note in every particular, without alteration or enlargement or any change whatever.

Staff Summary

Subject Board Authorization to File for and Accept Federal Grants
Department Administration
Department Head Name Linda Kleinbaum
Department Head Signature 
Project Manager Name Sarah B. Rios

Date October 28, 2009
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action-					
Order	To	Date	Approval	Info	Other
1	Finance Comm.	10/26/09	X		
2	Board	10/28/09	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Administration 		
2	Corporate Affairs 		
3	Budget and Finance 		
4	Legal 		

Narrative

Purpose

To secure MTA Board approval to file for and accept Federal grants for Federal Fiscal Year (FFY) 2009 and 2010.

Discussion

Enclosed is a resolution for Board action prepared in conformance with past practices to:

- 1) Authorize filing of applications in request of Federal capital assistance for the balance of FFY 2009 and FFY 2010.
- 2) Authorize the Chairman/Chief Executive Officer or any of his designees to make required certifications.
- 3) Authorize acceptance of grants.

Projects authorized to be submitted for Federal funding are those referenced in the published Notice of Public Hearing and described in the MTA Description of Projects for FFY 2010. A copy of the resolution requesting MTA Board approval and the list of the projects are attached to this staff summary.

A Public Hearing was held in accordance with FTA regulations on September 2, 2009 at the MTA. The Director of Grant Management read into the record the amounts of Federal funds and dollar amounts of work covered by the Notice.

The federal law requires that grantees consider all substantive public comments. It has been MTA practice to take substantive comments under consideration, fulfilling the federal requirement. Thirty-four members of the public spoke at the public hearing. Their comments recommended transit service improvements as well as need to make the transit system more accessible. MTA and agency staff have reviewed the public comments and considered these comments on the proposed program of projects for federal funding.

A transcript of the hearing and written statements submitted in conjunction with the hearing are attached under separate cover.

Recommendation

It is recommended that the MTA Board approve the attached resolution in order to permit the filing and acceptance of Federal capital assistance for FFY 2009 and 2010.

**RESOLUTION ADOPTED AT A MEETING OF
METROPOLITAN TRANSPORTATION AUTHORITY**

October 28, 2009

WHEREAS, on and after July 31, 2009, a Notice of Public Hearing on the projects to be considered for inclusion in applications to the United States Department of Transportation (USDOT) for Federal financial assistance under Section 5309 and/or Section 5307 and/or Section 5314 of Title 49, Chapter 53, United States Code, as well as funds available for transit use under successor legislation to Title I of the Safe Accountable, Flexible, Efficient Transportation Equity Act: A Legacy for Users (SAFETEA-LU) was published in newspapers of general circulation (including newspapers oriented to minority communities) in the geographic area to be served thereby, which Notice contained a summary of the capital improvement program for the balance of federal fiscal year 2009 and federal fiscal year 2010 for the New York City Transit Authority, Manhattan and Bronx Surface Transit Operating Authority, Long Island Rail Road, Metro-North Commuter Railroad, Capital Construction Company, MTA Bus Company and Metropolitan Suburban Bus Authority; and

WHEREAS, the full program of projects, including descriptions of individual projects, for the balance of federal fiscal year 2009 and federal fiscal year 2010, was available to the public, as indicated in the notices published in newspapers, either by request or at public offices in the area served by the Authority; and

WHEREAS, all of the principal elected officials of each general purpose unit of government within the service areas of the mass transportation operators for whom assistance is being sought under the said project application were notified by mail of such application; and

WHEREAS, on September 2, 2009 Public Hearing was conducted by the Authority affording to all concerned the opportunity to present their views, and to submit written statements concerning the projects, including consideration of the economic and social effects of the projects, their impact on the environment and their consistency with the goals and objectives of such urban planning as has been promulgated by the affected communities; and

WHEREAS, the members of the Authority have had an opportunity to review the testimony given at the said Public Hearing, and the statements submitted in connection therewith.

**NOW, THEREFORE, BE IT RESOLVED BY METROPOLITAN TRANSPORTATION
AUTHORITY:**

1. The Chairman and Chief Executive Officer, or any of his designees, be and each of them hereby is, with respect to applications for grants for projects under Section 5309 and/or Section 5307 of Title 49, Chapter 53, United States Code, as well as funds available for transit under Title I of SAFETEA-LU, authorized to certify to the United States Department of Transportation that the Authority has (a) afforded an adequate opportunity for a Public Hearing on the projects pursuant to adequate prior notice, and

has held such Hearing; (b) considered the economic and social effects of the projects and their impact on the environment, including requirements under the Clean Air Act, the Federal Water Pollution Control Act and other applicable federal environmental statutes, and their consistency with goals and objectives of such urban planning as has been promulgated by the affected communities; (c) found that the projects are consistent with the official plans for the comprehensive development of the urban area to be affected; and (d) found that the projects are in the best overall public interest taking into consideration the need for fast, safe and efficient public transportation services, and conservation of environment, historic sites and natural resources and the cost of eliminating or minimizing any adverse effects.

2. The Chairman and Chief Executive Officer, or any of his designees be, and each of them hereby is, authorized to deliver to the said department a copy of the published notices of and transcript of the said Hearing, including those written statements submitted in connection therewith, and to advise the said department (a) that it may consider the applications as the Authority's final applications, subject to such revisions as the Chairman and Chief Executive Officer or his designees may deem acceptable; (b) that the views, if any, concerning the projects of those principal elected officials of each general purpose unit of government within the service areas of the mass transportation operators for whom assistance is being sought under the said applications, are as set forth in the transcript of the said Public Hearing and those written statements submitted in connection therewith.
3. The Chairman and Chief Executive Officer, or any of his designees be and each of them hereby is, authorized to execute and file applications and accept from the United States of America, on behalf of the Authority, grants of financial assistance under successor legislation to Section 5309 and/or Section 5307 of Title 49, Chapter 53, United States Code, as well as funds available for transit use under Title I of SAFETEA-LU (in such amounts as may become available) in connection with the projects upon such terms and conditions as the Chairman and Chief Executive Officer, or any of their designees shall deem acceptable.

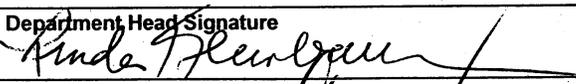
CERTIFICATION

The undersigned hereby certifies that she is the Assistant Secretary of Metropolitan Transportation Authority, a public benefit corporation of the State of New York, and that the foregoing is a true and correct copy of a resolution adopted at a meeting of the said Authority duly held on the 28th day of October 2009, at 347 Madison Avenue, New York, New York at which meeting a quorum of the said Authority was present and acting throughout.

Victoria Clement
Assistant Secretary

Dated: _____

Staff Summary

Subject Request for Authorization to Award Various Procurements
Department Administration
Department Head Name Linda Kleinbaum
Department Head Signature 
Division Head Name Clifford Shockley 

Date October 12, 2009
Vendor Name Various
Contract Number Various
Contract Manager Name Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	10/26/09			
2	Board	10/28/09			

Internal Approvals			
Order	Approval	Order	Approval
			Office of Civil Rights
	Executive Director		Legal
3	Budgets & Financial Mgmt. <i>J.M.S.</i>		EITG
1	Procurement <i>CS</i>	2	Administration

PURPOSE:

To obtain approval of the Board to award various contracts/contract modifications and purchase orders, as reviewed by the MTA Finance Committee.

DISCUSSION:

MTAHQ proposes to award Non-competitive procurements in the following categories:

Schedules Requiring Majority Vote

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule F: Personal Service Contracts	1	\$ 500,000
• Transport for London = \$500,000		
Schedule H: Modifications to Personal/Miscellaneous Service Contracts	1	\$ 88,000
• George Kocur, Ph.D = \$88,000		
Schedule J: Modifications to Miscellaneous Procurement Contracts	1	\$ 167,460
• Vanguard Integrity Professionals, Inc. = \$167,460		
SUBTOTAL	3	\$ 755,460

MTAHQ proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote

Schedule F: Personal Service Contracts	2	\$ 884,085
SUBTOTAL	2	\$ 884,085

MTAHQ presents the following procurement actions for Ratification:

	None	- 0 -
TOTAL	5	\$1,639,545

BUDGET IMPACT: The purchases/contracts will result in obligating MTAHQ operating and capital funds in the amount listed. Funds are available in the current MTAHQ operating/capital budgets for this purpose.

RECOMMENDATION: That the purchases/contracts be approved as proposed. (Items are included in the resolution of approval at the beginning of the Procurement Section.)

BOARD RESOLUTION

METROPOLITAN TRANSPORTATION AUTHORITY

WHEREAS, in accordance with Section 1265-a and Section 1209 of the Public Authorities Law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous procurement contracts, and certain change orders to procurement, public work, and miscellaneous procurement contracts; and

WHEREAS, in accordance with Section 2879 of the Public Authorities Law and the All Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

NOW, upon the recommendation of the Executive Director, the Board resolves as follows:

1. As to each purchase and public work contract set forth in the annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.
2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which authorization to solicit proposals is requested, for the reasons specified therein the Board declares competitive bidding to be impractical or inappropriate, declares it is in the public interest to solicit competitive request for proposals and authorizes the solicitation of such proposals.
3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.
4. The Board ratifies each action taken set forth in Schedule D for which ratification is requested.
5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; v) the contract modifications to purchase and public work contracts set forth in Schedule I; and vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.
6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.
7. The Board authorizes the budget adjustments to estimated quantity contracts set forth in Schedule L.

LIST OF PROCUREMENTS FOR BOARD APPROVAL, OCTOBER 2009
NON-COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

Page

F. Personal Service Contracts

Staff Summaries required for items greater than: \$100K Sole Source; \$250K Other Non-Competitive, \$1M Competitive)

- | | | | | |
|----|---|-------------------------------------|--------------------------------------|----|
| 1. | Transport for London
Expert Services for MTA
Contract No. 09241-0100 | \$500,000
(not-to-exceed) | <u>Staff Summary Attached</u> | 87 |
|----|---|-------------------------------------|--------------------------------------|----|

Non-competitive – 24 months

Transport of London (TfL) to provide expert services to MTA within the framework of a broader Cooperation Agreement between MTA and TfL – two of the largest public transportation providers in the world. The two Agencies, which face many similar financial and operational challenges and can benefit from sharing information, knowledge and expertise that each has acquired in connection with its operations, will maintain regular contact and exchange information in a number of areas including innovative technology, urban transport planning, safety and security, environmental and economic matters, transport operations and project management. For general cooperative activities, each Agency will bear its own costs in connection with such activities; however, for expert services requests in areas where each agency has demonstrated unique or otherwise outstanding qualifications, the providing Agency will be reimbursed at its labor cost for staff assigned to the project, without additional markup for administrative expenses or profit. TfL’s labor costs (including benefits/pension) for expert level staff are expected to range from \$1,000 to \$1,600/day (or \$125 to \$200/hour). These rates compare favorably with the rates for private expert consultants, which can range from \$240 to \$400/hour (including administrative expenses and profit). Based on this comparison, TfL’s rates are considered fair and reasonable.

H. Modifications to Personal Service Contracts and Miscellaneous Service Contracts Awarded as Contracts for Services

(Approvals/Staff Summaries required for substantial change orders and change orders that cause original contract to equal or exceed monetary or durational threshold required for Board approval.)

- | | | |
|----|--|------------------------------------|
| 2. | George Kocur, Ph.D
Consulting Services to Advise on Technology
And Telecommunications Issues for the MTA
And Its Agencies
Contract No. 09228-0100 | \$88,000
(not-to-exceed) |
|----|--|------------------------------------|

Base Amount = \$7,000

MTA currently engages Dr. Kocur’s services for: i) advising on requirements for a retail payment device solution for Bridges and Tunnels; and ii) analysis of opportunities for phased implementation of electronic security capabilities for a not-to-exceed amount of \$7,000. MTA requires Dr. George Kocur to render additional advice to MTA on a range of information technology (IT), telecommunications and other technology issues for the MTA and its Agencies. The consultant will advise on issues including the following: i) implementation of automated fare collection technology based on bank card standards; ii) application of IT to improve operations at MTA agencies; iii) improvement of the efficiency and effectiveness of IT services MTA-wide; iv) architecture and integration of IT services MTA wide; v) such other technology and communications development projects as necessary. The consultant will also review and assess the

METROPOLITAN TRANSPORTATION AUTHORITY
NON-COMPETITIVE PROCUREMENTS

state of NYCT's operations-related communications infrastructure strategy, identify deficiencies in the current and planned strategy and its execution, and propose corrective actions.

Dr. Kocur, who is a senior lecturer at the Massachusetts Institute of Technology (MIT) concentrating on system integration, technology problem solving and transportation, is uniquely qualified to provide the technology consulting services required by MTA. He has over 35 years of experience in technology leadership and is an internationally recognized authority in fare collection systems. He has worked extensively in recent years with transit systems, including Chicago Transit Authority, Transport for London and the MTA, on issues related to smartcard-based fare collection systems, and has conducted automated fare collection seminars attended by transportation and industry professionals from around the world. Dr. Kocur has also worked in a variety of senior technology officer positions, with responsibility for systems development, implementation and optimization, in the private sector as well as for various state transportation departments and federal agencies. The total not-to-exceed amount, which includes estimated out of pocket expenses, for these services over a 12-month period is \$95,000, which includes the base amount of \$7,000. Dr. Kocur's hourly rate of \$115 falls below the range of rates from \$280 to \$380 per hour for similar technology consulting services. Based on this comparison, the hourly rate of \$115 is considered fair and reasonable.

J. Modifications to Miscellaneous Procurement Contracts

(Approves/Staff Summaries required for individuals change orders greater than \$250K. Approvals without staff summaries required for change orders greater than 15% of previously approved amount which are also at least \$50K

3. Vanguard Integrity Professionals, Inc. \$167,460
Multi-agency Software Maintenance Renewal
Contract No. 06017-0100, S/A #3

Base plus previous supplements = \$235,280

Increase funding for renewal of maintenance and support services for proprietary Vanguard software for the three-year period from February 28, 2010 through February 27, 2013. Vanguard Advisor and Analyzer software products are used by MTA agencies to audit and monitor mainframe security access and controls for critical multi-agency applications, including NYCT AFC, TALON, Payroll and Crew Scheduling and all other agencies that require access to the mainframe. The annual renewal fee of \$55,820 is 9.1% or \$5,582 lower than Vanguard's standard annual maintenance fee of \$61,402, which was established in 2006. MTA has been paying the reduced annual renewal fee of \$55,820 since 2006 and will continue to pay the same fee over the next three years. Based on a total savings of \$16,746 for the three-year period, the annual renewal fee is considered fair and reasonable.

Staff Summary

Schedule F: Personal Service Contracts

Item Number:					
Dept & Dept Head Name: Chairman, Chief Executive Officer/Jay Walder					
Division & Division Head Name: Chief Operating Officer/Charles Monheim					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	Finance	10/26/09			
2	Board	10/28/09			
Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement <i>CM</i>	3	Office of Civil Rights <i>MB</i>		
2	Chief Operating Officer <i>CM</i>	4	Legal <i>MB</i>		
		5	Budgets & Financial Mgmt. <i>J.M.-2</i>		

SUMMARY INFORMATION	
Vendor Name: Transport for London	Contract Number: 09241-0100
Description: Expert Services	
Total Amount: Not to Exceed \$500,000	
Contract Term (including Options, if any) Two Years	
Option(s) included in Total Amount?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Renewal?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type: <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	
Solicitation Type: <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source	
Funding Source: <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

To secure Board approval to obtain non-competitively awarded expert services from Transport for London in an aggregate amount not to exceed \$500,000, within the framework of a broader cooperation agreement between MTA and Transport for London.

II. DISCUSSION

MTA and Transport for London (TfL) are two of the largest public transportation providers in the world. Mindful that they face many similar financial and operational challenges, and with the recognition of mutual advantage in sharing of information, knowledge and expertise that each Agency has acquired in connection with its operations, the two agencies wish to enter into a Cooperation Agreement establishing a general framework for cooperative efforts.

It is anticipated that pursuant to the Cooperation Agreement (a copy of which is attached), the Agencies will maintain regular contact to, among other things, exchange information and review, discuss and compare MTA and TfL initiatives; coordinate dissemination of urban transportation operations and research data and innovations; and explore potential for joint activities and coordinated investigations into urban transportation issues. Areas of intended cooperation include innovative technology, urban transport planning, safety and security, environmental and economic matters, transport operations and project management.

For general cooperative activities, each of the Agencies would bear its own costs in connection with such activities. The Cooperation Agreement also allows for MTA or TfL to provide expert services to one another, upon written request for such assistance, in areas of expertise in which one of the Agencies has demonstrated unique or otherwise outstanding qualifications. Such expert services would be reimbursed at the providing Agency's labor cost for staff assigned to such a request, without additional markup, plus reimbursement of travel expenses in accordance with the travel reimbursement policies of the requesting Agency.

Board authorization is sought in a not-to-exceed amount of \$500,000 for MTA expert service requests to TfL under the framework of the Cooperation Agreement. TfL has outstanding qualifications in, among other areas, the development, implementation and operation of real-time customer information systems, automated fare collection systems and security systems that make extensive use of appropriate technology. In order to provide better service throughout its service region, the MTA has made it a priority to improve the quality of its real-time customer information systems, to enhance its automated fare collection and tolling systems, and to better protect its customers against terrorist attacks. MTA accordingly anticipates requesting TfL to furnish MTA with expert services to assist MTA in these, and potentially other, subject areas, and seeks Board authorization to expend up to \$500,000 for such expert services.

The reimbursable labor costs of TfL for a particular project assignment under the Cooperation Agreement will depend upon the particular labor costs of the staff assigned to the project. Such costs (including benefits/pension) for expert-level staff at TfL are expected to be in the range of \$1000 – \$1,600/day (\$125 to \$200/hour). Those rates compare favorably with the amounts private expert consultants would typically charge MTA for such services, which can range from \$240 to \$400 or more an hour (and which include administrative expense and profit mark-up). An added benefit is that TfL experts would have experience designing and successfully delivering solutions in an environment similar to the MTA.

III. D/M/WBE INFORMATION

D/M/WBE goals are not applicable for this contract.

IV. IMPACT ON FUNDING

Funds to pay for expert services obtained from TfL would be drawn from existing budgets for consulting and/or technical services in each of the relevant project areas for which such services would be sought. It is anticipated that TfL expert services would be provided at cost savings relative to private expert/consultant provision of like services, in that MTA would be paying for only the direct labor cost of TfL associated with provision of such expert services, without addition of administrative overhead or profit.

V. ALTERNATIVES

MTA could do without such expert services from TfL and/or engage private consultants to provide such services. TfL's extensive direct experience in the areas in which expert services are anticipated to be sought, and its willingness to provide such services at its direct labor cost make its provision of such experts services the most favorable option.

**COOPERATION AGREEMENT
BETWEEN
METROPOLITAN TRANSPORTATION AUTHORITY
AND
TRANSPORT FOR LONDON**

THIS AGREEMENT dated as of October ____, 2009 is entered into by Metropolitan Transportation Authority of New York (“MTA”), with its principal offices at 347 Madison Avenue, New York, NY 10017, and Transport for London (“TfL”), with its principal offices at 42-50 Victoria Street, London SW1H 0TL, United Kingdom. MTA and TfL are referred to herein jointly as the “Agencies,” or individually, as an “Agency.”

In consideration of the mutual covenants hereinafter set forth, the Agencies hereto agree as follows:

I. PURPOSE

The Agencies, mindful of their similarities as public transportation providers and of the extraordinary financial challenges each Agency faces, wish to establish a framework for cooperation and have a mutual desire to coordinate, where practicable, developments by the Agencies in the field of transport; a common interest in exchange of information concerning urban transportation planning, development and operations; and a mutual recognition of advantages in sharing of information, knowledge and expertise that each Agency has acquired in connection with its operation and development of existing programs and in coordination of work on new programs being designed and developed.

II. GENERAL COOPERATIVE FRAMEWORK

A. The Agencies, through designated representatives, intend to maintain regular contact to:

- exchange information and review, discuss and compare TfL and MTA initiatives leading to innovations in transportation services and urban development;
- arrange, where feasible, for experts to share experience in successfully improving operating performance, improving customer service and in introducing new technology;
- coordinate the dissemination of urban transportation operations and research data and innovations;
- as appropriate, combine their work and resources or coordinate investigations into urban transportation issues; and
- explore potential for joint activities.

B. The administrative coordinators for this Cooperation Agreement are:

For MTA: Charles Monheim, Chief Operating Officer
For TFL: Steve Allen, Managing Director, Finance and Planning

Requests for exchange of information or expertise will be coordinated by the administrative coordinators.

C. The Agencies may arrange meetings as deemed necessary and appropriate. In addition to the administrative coordinators, the administrative coordinators, on behalf of their respective Agency, may designate representatives to further the regular contact contemplated by the cooperative framework in the various areas of cooperation described below.

III. AREAS OF COOPERATION

The Agencies intend to promote cooperative activities in the following areas of mutual interest, and such other areas as may be mutually agreed upon by the Agencies:

- A. Innovative Technology
 - Mass Transit System Technologies
 - Automated Fare Collection and Integrated Ticketing
 - Tolling Systems
 - Telecommunications, Signaling and Control Systems
 - Integrated Management Information Systems
 - Bus Location and Traveler Information Systems
- B. Urban Transport Planning
 - Strategic Network Planning
 - Modeling Systems
 - Fare Policies
 - New Public Transport Systems, including bus rapid transit
 - Integrated Transport Systems
 - Land-use Planning
 - Ridership Studies and Forecasts
- C. Safety and Security
 - Transport System Security
 - Rail/Bus System Safety Management
 - Rail/Bus Operation Safety and Emergency Management
 - Evacuation Strategy
 - Rail/Bus Incident Information
- D. Environmental Matters
 - Environmental Impact Studies
 - Travel Demand Management

- Clean Air and Global Climate Change
- Energy Policy
- Tunnel Ventilation

E. Economic Matters

- Economics and Financial Analysis of New Major Capital Investments
- Ways and Means of Improving Operating Efficiency in Mass Transit
- Public Private Partnerships
- Marketing
- Public Finance
- Transport Regulation
- Transit Fare Structure

F. Transport Operations and Project Management

- Line Manager Programs
- Successful Project Management Experience
- Project Planning and Implementation Lessons

IV. FUNDING; EXPERT SERVICES; PROPERTY RIGHTS

A. Each of the Agencies will bear its own costs in connection with participation in the Agreement; such participation by an Agency shall be subject to the availability of appropriated Agency funds and personnel.

B. Expert Services.

1. Either Agency may request that the other Agency provide expert services to the requesting Agency in connection with a project, based upon the requesting Agency's determination that the other Agency has unique or otherwise outstanding qualifications to provide such expert services. Notwithstanding paragraph A of this Section IV, in the event that the other Agency is in a position to satisfy such request, the Agency receiving such expert services agrees to reimburse the Agency providing such expert services for its actual labor cost incurred in connection with the provision of such expert services (such costs to include payroll tax/national insurance contributions and pension contributions but calculated without provision for mark-up for overhead/administrative costs). In addition, should provision of such expert services at the request of an Agency involve travel to or for the requesting Agency, the requesting Agency shall pay for, or reimburse the other Agency for, transportation, lodging and other customary expenses incurred in connection with such travel in accordance with the travel reimbursement policies of the requesting Agency that is the recipient of such expert services. Reimbursement as required hereunder shall be made in the standard currency of the nation of the Agency providing such expert services.

2. Requests for expert services under this Agreement for an individual project shall be set forth in a work assignment request sent to the Agency from which such

expert services are sought containing a description of the proposed work assignment. In advance of provision of expert services, the requesting Agency shall be furnished with the names of the employees at the other Agency proposed to participate in provision of the expert services and the labor costs of the other Agency for such employees. Agreement of the requesting Agency of the proposed employees shall be received prior to commencement of work on such assignment. Expert services provided by an Agency under this Agreement are furnished by such Agency as an independent contractor and neither the Agency furnishing such expert services pursuant to a work assignment request nor Agency staff participating in such a work assignment, shall be an agent or employee of the requesting Agency.

C. The Parties recognize that this Agreement and its implementation do not create any rights for either of the Agencies in the intellectual property of the other. Further, in the event the implementation of this Agreement leads to the creation by the Agencies jointly of intellectual property, the Agencies agree to make separate provision for the ownership of such intellectual property and that subsequent activities be governed by such provisions addressing the treatment of such intellectual property, if any, created or furnished or to be created or furnished in connection with such activities. In the absence of agreement, the Agencies agree that, as between the Agencies, each Agency shall have a perpetual license to use, reproduce and modify any such intellectual property for its corporate purposes.

D. Neither Agency shall disclose or make available to any third parties any of the knowledge, information or documents obtained from the other Agency that constitute confidential information or a trade secret of the other Agency ("Confidential Information") in connection with the cooperative activities undertaken pursuant to this Agreement, without the prior written consent of the other Agency. In addition, in connection with such activities undertaken pursuant to this Agreement, each agency shall avoid infringement of any tangible or intangible property right of a third-party, including a right based upon copyright, trademark, patent, trade secret, or contract. Each Agency shall label or otherwise reasonably identify as "Confidential" any of its knowledge, information or documents that it deems confidential or a trade secret. Each Agency shall maintain Confidential Information of the other Agency in strict confidence. Information, knowledge or documents which are in the public domain, already lawfully in the possession of an Agency, obtained by an Agency from a third party on a non-confidential basis or developed independently by an Agency shall not constitute Confidential Information for purposes of this paragraph. Each Agency shall be permitted to share Confidential Information obtained in connection with the cooperative activities undertaken pursuant to this Agreement without prior written consent with any of its subsidiaries and affiliates (and with a contractor of any of the aforesaid engaged by the Agency or its subsidiaries or affiliate to work on a matter relevant to such cooperative activities, provided such contractor is subject to a confidentiality agreement prohibiting disclosure to third parties of such Confidential Information), and for purposes of the application of the terms of this Agreement, such subsidiaries and affiliates and contractors shall be deemed to be a constituent part of each Agency, bound by the Agency's obligations hereunder. This confidentiality

provision shall not preclude either Agency from using the concepts and ideas embodied in the Confidential Information, provided such use does not disclose the Confidential Information.

E. The Agencies acknowledge that they are subject to freedom of information laws and to a variety of forms of governmental oversight. To the fullest extent permitted by law, the Agencies agree that, if either agency receives a request pursuant to freedom of information laws or such oversight, for access to the other Agency's confidential information, such Agency shall notify the other Agency, and the Agencies shall cooperate on the appropriate lawful response to such request.

F. The Agencies agree that, save as required by law, the Agency providing such expert services shall have no liability in contract, tort (including negligence or breach of statutory duty) or otherwise to the Agency receiving such expert services arising by reason of or in connection with the provision of such expert services.

V. MISCELLANEOUS

A. The Agencies are both public entities and, as such, it is recognized that the implementation of this Agreement will be in the context of the powers available to each of the Agencies and the legislative framework within which each operates.

B. Each signatory hereto is authorized to execute this Agreement on behalf of his/her respective Agency for the purposes set forth herein; and pursuant to that authority s/he executes this Agreement in the name of and on behalf of said Agency as the act and deed of said Agency.

C. Any notices hereunder shall be in writing and sent by official mail directed to the administrative coordinator identified in Paragraph B of Section II of this Agreement for the Agency in question at the Agency's above-noted address, unless said Agency has given prior written notice to the other Agency of a different addressee and/or addressee for the giving of notice to such Agency.

VI. DURATION AND TERMINATION

This Agreement shall have a term of two years and thereafter shall continue month-to-month unless terminated. Either Agency may terminate the Agreement and cooperative activities thereunder by giving thirty days' prior written notice to the other Agency.

IN WITNESS WHEREOF, the Agencies hereto have caused this Agreement to be executed and become effective as of the date above-written by:

Jay H. Walder
Chairman and Chief Executive Officer
Metropolitan Transportation Authority
New York, New York

Peter Hendy
Commissioner,
Transport for London
United Kingdom

LIST OF PROCUREMENTS FOR BOARD APPROVAL, OCTOBER 2009
COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

F. Personal Service Contracts

Staff Summaries required for items greater than: \$100K Sole Source; \$250K Other Non-Competitive, \$1M Competitive)

- | | |
|---|---------------------|
| 1. Skyline Connections, Inc. | \$765,087.54 |
| Web-based Contract Compliance System | (Fixed) |
| For MTA Office of Civil Rights | |
| Contract No. 07167-0100 | |

Competitively negotiated – 4 proposals – 5 years

Contractor to provide a proprietary web-based Contract Compliance System for the MTA Office of Civil Rights (OCR). This system will automate the processes involved in certifying Minority, Women and Disadvantaged Business Enterprises (M/W/DBE), and gathering and monitoring M/W/DBE participation data. The system will allow firms to submit their certification applications online, which is not currently done. This web-based system will provide OCR with a more efficient contract integrity monitoring process that will: 1) track M/W/DBE subcontracts at all agencies for every prime contractor and subcontractor; 2) monitor the firms with respect to compliance with M/W/DBE participation commitments; 3) generate notifications, form letters and emails; 4) generate key regulatory reports, such as semi-annual FTA reports, quarterly New York State reports, quarterly MTA Board reports, special request reports and various internal management reports; and 5) give MTA agencies the ability to upload contract information. The fixed cost of \$765,087.54 negotiated with Skyline for the services is \$1,953,950.26 or 71.86% lower than the cost of \$2,719,037.80 proposed by the next lowest technically qualified proposer. Based on the above savings, the negotiated fixed price of \$765,087.54, which includes five years of software maintenance and support, is deemed fair and reasonable.

- | | |
|--|------------------------|
| 2. Practising Law Institute | \$118,997 |
| Mandatory All-agency Continuing Legal | (not-to exceed) |
| Education Courses | |
| Contract No. 09133-0100 | |

Competitively negotiated – 5 proposals – 24 month plus a one-year option.

Practising Law Institute (PLI) to provide continuing legal education courses for approximately 240 attorneys from all of the agencies to fulfill the New York State mandatory continuing legal education (CLE) requirements. PLI has extensive course offerings in convenient mid-town Manhattan facilities, as well as in on-line and other formats. Five proposals were received with costs ranging from \$118,000 (by the incumbent, New York City Bar) to \$180,000 for two years plus a one-year option. As a result of negotiations, the original cost of \$141,862 proposed by PLI was reduced to \$118,997, resulting in a savings of \$22,865 or 16.12%. Although the \$38,000 first-year cost under the PLI proposal is \$5,500 or 16.92% higher than the one-year cost of \$32,500 under the current New York City Bar contract, PLI's negotiated three-year cost of \$118,997 is only negligibly higher than the incumbent's proposal of \$118,000 (a difference of \$997, or less than 1%, over 36 months). The award is proposed to be made to PLI because PLI offers more full-day courses and programs, as well as access to live webcasts, E-books, hot-topic briefings, group-casts, and other innovative ways for lawyers to secure CLE credits. Based on the above, PLI's total cost of \$118,997 for the two-year term plus the one-year option is considered fair and reasonable.

Staff Summary

Subject Tariff Revision: B61/62 3-Leg Transfer
Department Office of Management & Budget
Department Head Name Aaron Stern
Department Head Signature
Project Manager Name Robert Hickey

Date September 18, 2009
Vendor Name NA
Contract Number NA
Contract Manager Name NA
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	NYCT Committee		X		
2	Board		X		

Internal Approvals			
Order	Approval	Order	Approval
7	President <i>[Signature]</i> 10/6/09	1	Director OMB <i>[Signature]</i>
6	Executive V. P. <i>[Signature]</i>		
5	VP Corp. Comm. <i>[Signature]</i>		
4	SVP Buses <i>[Signature]</i>		
3	VP General Counsel <i>[Signature]</i>		
2	Chief OP <i>[Signature]</i> 10/6/09		

Purpose

To obtain MTA Board approval of an MTA New York City Transit (NYCT) tariff change to provide three-leg transfers to B61 and B62 customers using value-based MetroCards.

Discussion

In July 2009, a staff summary was approved by the NYCT President and submitted to the NYC Transit Committee recommending that the B61 bus route be divided into two routes (B61 and B62), effective January 2010. Both routes will terminate in Downtown Brooklyn, with the B61 operating on the southern portion of the current route between Red Hook and Downtown Brooklyn, and the B62 operating on the northern portion between Downtown Brooklyn and Queens Plaza. The B61 has experienced severe delays due to traffic congestion, especially in downtown Brooklyn. Dividing the route in downtown Brooklyn means that neither of the routes has to travel all the way through the downtown area, thus improving reliability.

NYCT passenger count data shows that approximately 1,100 (5.9%) of 18,500 current weekday B61 riders will need to transfer between the B61 and B62 to complete their trip. Assuming no change in passengers' choice of routes, it is estimated that approximately 100 riders per weekday will need to use the B61 and the B62 and also transfer to or from a third bus route. Half of these customers use unlimited ride MetroCards and will be able to make the additional transfer for free, while the other half use value-based MetroCards or coins. In order to avoid forcing value-based MetroCard customers to pay an extra fare on the third bus, it is proposed that the NYCT Tariff be modified to provide an additional free transfer to B61 and B62 customers using value-based MetroCards.

Under the proposed Tariff change, customers using value-based MetroCards and transferring between the B61 and B62 will be allowed an additional transfer to or from any bus route that intersects the B61 or B62 (see attached Tariff page for list of valid routes).

Recommendation

It is recommended that the Board approve the proposed tariff change effective January 3, 2010.

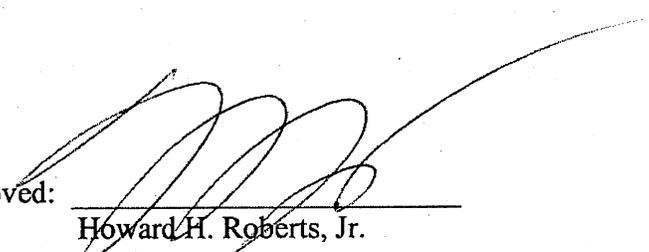
Alternatives

Do not provide three-leg transfers to B61 and B62 customers. A small number of customers who used to transfer for free between the B61 and another route would have to pay for the transfer if they have to use their one free transfer to transfer between the B61 and B62.

Impact on Funding

No significant revenue loss is expected.

Approved: _____


Howard H. Roberts, Jr.
President

RESOLUTION

WHEREAS, the NYCT President has approved dividing the B61 bus route into two routes (B61 and B62), effective January 2009;

WHEREAS, in a Staff Summary dated September 18, 2009, the Office of Management and Budget has recommended a change to the Authority's Tariff to provide three-leg transfers to B61 and B62 customers using value-based MetroCards;

WHEREAS, the Authority has determined it is in the public interest to make this change;

NOW, THEREFORE, BE IT RESOLVED, that modifications to the Tariff in accordance with said Staff Summary and its attachments are hereby approved.

Subject	Request for Authorization to Award Various Procurements
Department	Materiel
Department Head Name	Stanley J. Grill
Department Head Signature	<i>Stanley J. Grill</i>
Project Manager Name	Rose Davis

October 2, 2009
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	10/26/09			
2	Board	10/28/09			

Internal Approvals			
	Approval		Approval
	President <i>[Signature]</i>		Capital Construction Co.
	Executive VP <i>[Signature]</i>	X	Subways
X	Capital Prog. Management	X	Buses
	Law	X	Off. Of Civil Rights

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
	MTA Bus Co.						

PURPOSE:

To obtain approval of the Board to award various contracts and purchase orders, and to inform the NYC Transit Committee of these procurement actions.

DISCUSSION:

NYC Transit proposes to award Non-Competitive procurements in the following categories:

Procurements Requiring Two Thirds Vote:

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule A: Non-Competitive Purchases and Public Work Contracts	3	\$ 7.7 M
• Cummins Allison Corp. \$.08 M		
• New Flyer Parts Division \$ 6.6 M		
• Racine Railroad Products, Inc. \$ 1.0 M		

Schedules Requiring Majority Vote

Schedule J: Modification to Miscellaneous Procurement Contracts	1	\$.3 M
• Sprague Energy Corporation \$.3 M		
SUBTOTAL	4	\$ 8.0 M

NYC Transit proposes to award Competitive procurements in the following categories:

<u>Procurements Requiring Two-Thirds Vote:</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule B: Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)	2	\$ 21.0 M
Schedule C: Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)	1	\$.05 M
<u>Schedules Requiring Majority Vote</u>		
Schedule H: Modifications to Personal/Miscellaneous Service Contracts	1	\$.5 M
Schedule L: Budget Adjustments to Estimated Quantity Contracts	1	\$ 2.0 M
SUBTOTAL	5	\$ 23.6 M

NYC Transit proposes to award Ratifications in the following categories:

<u>Schedules Requiring Two-Thirds Vote:</u>		
Schedule D: Ratification of Completed Procurement Actions	8	\$ 1.8 M
<u>Schedules Requiring Majority Vote:</u>		
Schedule K: Ratification of Completed Procurement Actions:	3	\$ 1.0 M
SUBTOTAL	11	\$ 2.8 M
TOTAL	20	\$ 34.4 M

BUDGET IMPACT: The purchases/contracts will result in obligating NYC Transit funds in the amounts listed. Funds are available in the current operating/capital budgets for this purpose.

RECOMMENDATION: That the purchases/contracts be approved as proposed. (Items are included in the resolution of approval at the beginning of the Procurement Section.)

BOARD RESOLUTION

WHEREAS, in accordance with Section 1265-a and 1209 of the Public Authorities Law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous service and miscellaneous procurement contracts, certain change orders to purchase, public work, and miscellaneous service and miscellaneous procurement contracts, and certain budget adjustments to estimated quantity contracts; and

WHEREAS, in accordance with Section 2879 of the Public Authorities Law and the All-Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

NOW, upon the recommendation of the Executive Director, the Board resolves as follows:

1. As to each purchase and public work contract set forth in annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.

2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which authorization to solicit proposals is requested, for the reasons specified therein, the Board declares competitive bidding to be impractical or inappropriate, declares it is in the public interest to solicit competitive request for proposals, and authorizes the solicitation of such proposals.

3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.

4. As to each action set forth in Schedule D, the Board declares competitive bidding impractical or inappropriate for the reasons specified therein, and ratifies each action for which ratification is requested.

5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; v) the contract modifications to purchase and public work contracts set forth in Schedule I; and vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.

6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.

7. The Board authorizes the budget adjustments to estimated contracts set forth in Schedule L.

OCTOBER 2009

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

Page

A. Non-Competitive Purchases and Public Work Contracts

(Staff Summaries required for all items greater than: \$100K Sole Source; \$250K Other Non-Competitive.) Note – in the following solicitations, NYC Transit attempted to secure a price reduction. No other substantive negotiations were held except as indicated for individual solicitations.

- | | | | |
|--|-------------------------------------|---|------------|
| <p>1. Cummins Allison Corp.</p> <p>Sole Source</p> <p>Req. #s U-A183706</p> | <p>\$84,033.00</p> | <p>It is requested that the Board declare competitive bidding impractical or inappropriate pursuant to Public Authorities Law §1209, subsection 9(b) due to the existence of a single responsible source and approve the award of a contract for the purchase of two Cummins-Allison Corporation (Cummins) mixed currency counting and sorting machines Model No. 4202F (currency counters) with enhanced counterfeit protection capability, to improve disaster recovery operations and as backup to the Consolidated Revenue Facility's (CRF) primary high volume currency processing equipment used to count large quantities of mixed currency collected from station booths and MetroCard vending machines. These Cummins currency counters are portable and will first be delivered to the CRF, where Revenue Control personnel will test and be trained on their operation. After completion of testing and training, one machine will be relocated to Revenue's disaster recovery site in Brooklyn and the other will remain at the CRF as functional back up. Cummins-Allison Corporation manufactures the majority of equipment used by the Division of Revenue Control and to assure compatibility of fleet and minimize training, continued purchase of this equipment is requested. Cummins' total price of \$84,033 includes \$80,110 for two currency counters, a one year unlimited on-site service, including parts and labor and \$3,923 for shipping/inside delivery costs. A price concession was requested, but was unsuccessful. Cummins stated that their price reflected a 20% discount off their list price. Cummins also stated that their unit price for the currency counters has a standard 90 day labor and one year parts agreement, but NYC Transit is receiving a one year labor and parts agreement. The final price was found to be fair and reasonable.</p> | <p></p> |
| <p>2. New Flyer Parts Division</p> <p>Sole Source – Three-year omnibus</p> <p>Purchase of inventory and non-inventory bus parts.</p> | <p>\$6,600,000.00 (Est.)</p> | <p><u>Staff Summary Attached</u></p> | <p>107</p> |
| <p>3. Racine Railroad Products, Inc.</p> <p>Sole Source – Three-year contract</p> <p>Req. # U-A270971</p> | <p>\$1,015,000.00 (Est.)</p> | <p><u>Staff Summary Attached</u></p> | <p>108</p> |

OCTOBER 2009

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

			<u>Page</u>
J. <u>Modification to Miscellaneous Procurement Contracts</u>			
<i>(Staff Summaries required for individual change orders greater than \$250K. Approval without Staff Summary required for change orders greater than 15% of the adjusted contract amount which are also at least \$50K.)</i>			
4. Sprague Energy Corp.	\$311,666.00	<u>Staff Summary Attached</u>	109
Contract #05C9149.2			
Modification to the contract for the purchase and delivery of bulk gasoline at Paratransit contractor facilities.			

Schedule A: Non-Competitive Purchases and Public Work Contracts



Item Number: 3

Vendor Name (& Location) Racine Railroad Products, Inc. (Racine, WI)	Contract Number U-A270971	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Description Purchase of non-inventory parts replenishments	Total Amount: \$1,015,000.00 (Est.) NYCT: \$600,000.00 (Est.) LIRR: \$250,000.00 (Est.) MNR: \$135,000.00 (NTE) SIRTOA: \$30,000.00 (NTE)	
Contract Term (including Options, if any) Three years	Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	Requesting Dept/Div & Dept/Div Head Name: Department of Subways, Steve A. Feil	
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive		
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source		

Discussion:

It is requested that the Board declare competitive bidding impractical or inappropriate pursuant to Public Authorities Law §1209, subsection 9(b) due to the existence of a single responsible source and approve the award of these estimated quantity contracts for the purchase of non-inventory replacement parts for the maintenance and repair of equipment manufactured by Racine. This multi-agency contract includes awards for NYC Transit in the amount of \$600,000 (estimated); Long Island Railroad (LIRR) in the amount of \$250,000 (not-to-exceed by more than 15%); Metro North Railroad (MNR) in the amount of \$135,000 (not-to-exceed); and Staten Island Rapid Transit Operating Authority (SIRTOA) in the amount of \$30,000 (not-to-exceed). The previous NYC Transit contract with Racine was for \$350,000 (increased to \$595,000 prior to expiration) for a three year period; the LIRR contract was for \$250,000 for a three year period; and the MNR contract was for \$90,000 for a two year period (increased to \$205,000 and time extended an additional nineteen months). SIRTOA did not previously have a contract with Racine. Utilizing parts obtained under this contract, NYC Transit maintains 192 pieces of Racine equipment, LIRR maintains 53 pieces; MNR maintains 16 pieces; and SIRTOA maintains seven pieces. NYC Transit, LIRR, MNR and SIRTOA are unable to use similar parts from other manufacturers because of the parts' incompatibility with the Racine equipment. Racine has quoted a 5% markup to its March 2009 price book prices due to the requirement that all pricing include delivery charges. The markup rate will remain constant for the duration of the contract term. For the past thirteen years, Racine quoted a markup of 7%, but because of the increased volume within the past years, Racine has reduced its markup to 5% over list price. NYC Transit performed a price analysis on a sampling of the highest priced and larger volume items purchased during the previous contract and found that the annual weighted average increases were 0.42% for NYC Transit, 2.1% for LIRR and 3.9% for MNR. Racine has reduced its 2009 price book prices on nine high usage items. NYC Transit has purchased all 9 high usage items while LIRR and MNR each use one of these items. If usage for those nine items remains consistent, a future savings of \$32,468 for NYC Transit, \$435 for LIRR, and \$942 for MNR could be recognized. It is not Racine's standard pricing policy to utilize the same price book for more than one year, but a special concession was made for NYC Transit, LIRR, MNR and SIRTOA and the 2009 price book pricing for all parts will be used through March 1, 2011. The price book can be updated each year on and after March 1, 2011 and the 5% markup shall still apply. Awarding this contract will reduce administrative lead times for the procurement of non-inventory replacement parts.

Schedule J: Modifications to Miscellaneous Procurement Contracts



Item Number: 4

Vendor Name (& Location) Sprague Energy Corporation (White Plains, NY)	
Description Purchase and delivery for bulk unleaded 87 octane gasoline	
Contract Term (including Options, if any) March 29, 2005 – March 28, 2010	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Division of Paratransit, Thomas Charles	

Contract Number 05C9149	AWO/Modification # 2
Original Amount:	\$ 1,529,190.00
Prior Modifications:	\$ 844,405.00
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 2,373,595.00
This Request:	\$ 311,666.00
% of This Request to Current Amount:	13.1%
% of Modifications (including This Request) to Original Amount:	76.0%

Discussion:

This modification is for the purchase and delivery of bulk unleaded 87 octane gasoline for fueling on-site at Paratransit contractor facilities to provide tax exempt fuel for revenue service. Utilizing a competitive jointly solicited Contract by Metro North Railroad, NYC Transit awarded Contract 05C9149 to Sprague Energy Corporation (Sprague) for the delivery of bulk unleaded 87 octane gasoline to NYC Transit facilities located throughout the five boroughs of New York City for the term of April 11, 2005 through March 28, 2010. Paratransit requested that this contract be used for the delivery of gasoline to Paratransit contractors that have approved gasoline tanks on their property. Contractors that do not have on-site fuel storage capabilities use an off-site fuel card program whereby they fuel at gas stations prior to or during the provision of service. On-site fuel storage to the extent that said facilities are available, is a less costly alternative to an off-site fuel card program as deadheading is reduced and the cost of the differential per gallon is lower. All Transit, LLC and Star Cruiser Transportation, Inc., two Paratransit contractors presently using the fuel card program, recently proposed to use tanks on each of their properties to supply gasoline for sedans used in revenue service. Regulations and guidelines were developed by NYC Transit to prevent fuel from being used for other than NYC Transit Paratransit needs. The differential, which was competitively bid, was established as \$.1554 and will remain fixed for the duration of the contract. The differential is added to the base price per gallon as established on a weekly average as published in the Platt's Oilgram. The total estimated award amount of this modification for both Paratransit Contractors was calculated by taking the estimated usage of gasoline (in gallons) multiplied by an estimated price per gallon of \$3.00 for the remainder of 2009 and \$3.40 for 2010 until a renewal bulk delivery contract is awarded. Savings resulting from this modification and change from the fuel card program to bulk delivery, are estimated at \$27,000 for the remainder of the contract. The final price was considered fair and reasonable.

OCTOBER 2009

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

<u>B. Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)</u>			<u>Page</u>
<i>(Staff Summaries required for items estimated to be greater than \$1M.)</i>			
1. Contractor To Be Determined	\$6,000,000.00	<i><u>Staff Summary Attached</u></i>	113
Three-year contract			
Contract C-33288/C-33130			
RFP Authorizing Resolution for IQ Asbestos Abatement Services.			
2. Contractor To Be Determined	\$15,000,000.00	<i><u>Staff Summary Attached</u></i>	115
Three-year contract			
Contract C-31668/69/70			
RFP Authorizing Resolution for IQ Environmental Remediation Services.			
<u>C. Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)</u>			
<i>(Staff Summaries required for items requiring Board approval.)</i>			
3. Dura-Wear Glove & Safety Co., Inc.	\$51,260.00 (Est.)	<i><u>Staff Summary Attached</u></i>	117
Eight Proposals - Twenty-seven month contract			
Bid # 75937			
Purchase of Tex pen yellow paint markers.			

Procurements Requiring Majority Vote:

<u>H. Modifications to Personal Service Contracts and Miscellaneous Service Contracts Awarded as Contracts for Services</u>			
<i>(Approvals/Staff Summaries required for substantial change orders and change orders that cause the original contract to equal or exceed the monetary or durational threshold required for Board approval.)</i>			
4. Parsons Transportation Group of New York, Inc.	\$500,000.00	<i><u>Staff Summary Attached</u></i>	119
Contract # CM-1178.6			
Modification to the contract for consultant services in support of the design and construction of PA/CIS Phase II, in order to add cost estimator titles and increase funding for cost estimating support services.			

OCTOBER 2009

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

L. Budget Adjustments to Estimated Quantity Contracts

(Expenditures which are anticipated to exceed the lesser of \$250,000 or \$50,000 in the event such expenditures exceed 15% of the adjusted contract budget, including any contract modifications.)

5. Rotator Staffing Services, Inc. Contract # CM-1299 July 11, 2005 – July 10, 2010	Original Amount:	\$ 5,000,000
	Prior Modifications:	\$ 0
	Prior Budgetary Increases:	\$ 0
	Current Amount:	\$ 5,000,000
	 This Request:	 \$ 2,000,000
	 % of This Request to Current Amount:	 40%
	% of Modifications (including This Request) to Original Amount:	40%

Discussion

This estimated quantity contract is one of six job shop consultant contracts, each for \$5 million, used to provide in-house support during design and construction phases of various projects on an 'as-needed' basis. Each of the six consultants (Gonzer, Nesco, Hepco, Rotator, Peak and Metro-Tech) are asked to submit resumes in response to requests. However, to date, two consultants (Hepco and Rotator) have submitted the largest amount of resumes of qualified personnel and therefore, a significant number of these positions have been filled by these two firms. The contract for Hepco was modified to add \$5 million after approval by the September 2007 Board. Rotator's contract amount has almost reached the authorized spending limit, thereby necessitating a modification for a budget adjustment. Together, Hepco and Rotator have committed \$14,295,786 to date out of a total of \$15 million. In comparison, the other four consultant firms (Gonzer, Nesco, Peak and Metro-Tech) have used approximately \$9,794,174 combined out of a total of \$20 million. It is projected that the committed value for these four consultant firms will not reach the authorized limit of \$5 million each by the end of the five year contract term. CPM projects that at the end of five years, NYC Transit will have committed close to the \$30 million originally estimated for all six consultants. The amount requested for this budget adjustment modification will allow Rotator to continue to maintain existing support as well as provide necessary funding to encumber new task orders for the duration of the contract. A further modification to the Hepco contract will also be required as they have spent \$9,433,677 of the \$10 million authorized.

Staff Summary

Item Number 1					
Division & Division Head Name: VP Materiel, Stanley J. Grill					
Division Head Signature & Date					
<i>Stanley Grill</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
Internal Approvals					
Order	Approval	Order	Approval		
1	Materiel <i>WJ</i>		Civil Rights		
	Capital Program Management	3 X	Law		
2 X	System Safety	4 X	Budget		
	Subways	5	Executive VP		
	Labor Relations	6	President		

SUMMARY INFORMATION	
Vendor Name RFP Authorizing Resolution	Contract Number C-33288 / C-33130
Description IQ Asbestos Abatement Services	
Total Amount \$3,000,000 each	
Contract Term (including Options, if any) Three (3) Years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION

To request that the Board determine that competitive bidding is impractical or inappropriate and that it is in the public interest to issue a competitive Request for Proposals, pursuant to subdivision 9(f) of Section 1209 of the Public Authorities Law, for procurement of two contractors to perform indefinite quantity asbestos abatement at various New York City Transit facilities. Each contract has an estimated value of \$3 million and a three-year duration against a total budget of \$4.6M.

II. DISCUSSION

The Office of System Safety (OSS) recognizes that asbestos discovered in MTA New York City Transit (NYCT) facilities represents a risk to the health and safety of the general public as well as NYCT employees. In order to minimize that risk, OSS has had qualified contractors on call for abatement if asbestos is found on NYCT sites. Contracts C-33288 and C-33130 are proposed here to replace the previous asbestos abatement contracts C-33286 and C-33290 which will expire in May, 2010.

Past experience has shown that it takes significantly longer to find qualified asbestos contractors through the bidding process due to the large number of firms which prove to have problems that prevent them from being found responsible for award. To avoid this delay, the Board has approved award of asbestos abatement contracts through the competitive Request for Proposal (RFP) process for many years.

In order to expedite the award process, a two-step RFP is recommended. Step 1 shall involve solicitation of firms by advertisement requesting contractors' qualifications. A Selection Committee will review the firms' submittals and develop a short list of qualified firms, using selection criteria which include asbestos abatement experience, licenses, safety and compliance records, financial qualifications, and insurance and bonding capacity. In Step 2 the short-listed firms will be provided with the RFP package which contains specifications, terms and conditions, evaluation criteria, etc. and price proposal format. Selection criteria for Step 2 will include, in addition to the criteria set in Step 1, experience, unit prices, staffing, equipment, and project management. The two selected firms will each be awarded one Indefinite Quantity contract.

Each contract will be for three years for an estimated \$3 million each against a total budget of \$4.6 million. This will provide NYCT flexibility in assigning work based upon price, contractor staff availability at the time of assignment, and performance on current and prior assignments under these contracts. The intent is to assure that NYCT will be able to respond most rapidly and effectively to asbestos abatement requirements, while prudently managing these contracts.

As specific projects are developed, the unit prices will be applied, and the firm with the lowest price for that specific work will receive the Work Order, unless NYCT determines that the contractor has too much work to perform adequately, or that one of the selected contractors is uniquely qualified to perform a specific project. Additionally, NYCT will have the right to consider the Contractor's performance on prior Work Orders under this contract as one of the criteria for the assignment of new projects. Since both of the firms will already be qualified and unit prices established, the Work Order award process will be shortened considerably. A similar procedure was used for C-33286 and C-33290, the current contracts providing these services to OSS, and has proven to be successful in issuing Work Orders in an expeditious manner.

III. D/M/WBE INFORMATION

To be determined in the course of the RFP process.

IV. IMPACT ON FUNDING

The available budget for these contracts is \$4.6 million and is 100% funded by the MTA. Two contracts will be awarded at an estimated limit of \$3 million each. Funding for these contracts is available under Planning Number SS02-6675. W.A.R. Certificates will be obtained quarterly to ensure that funds are available prior to the award of any Work Order. Additional funding will be requested as needed.

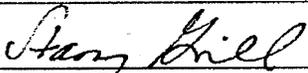
V. ALTERNATIVES

To solicit firms to provide OSS indefinite quantity asbestos abatement services by formal competitive bidding (IFB). Not recommended as the RFP process will ensure award to firms with proven track records to perform this work safely and in accordance with all requirements of law and regulations.

VI. RECOMMENDATION

It is recommended that the Board determine that competitive bidding is impractical or inappropriate and that it is in the public's interest to issue a competitive Request for Proposals, pursuant to subdivision 9(f) of Section 1209 of the Public Authorities Law, for procurement of Contractors to perform indefinite quantity asbestos abatement at New York City Transit facilities.

Staff Summary

Item Number <u>2</u>					
Division & Division Head Name: VP Materiel, Stanley J. Grill					
Person Name, Signature & Date					
					
Board Reviews					
Order	To	Date	Approval	Info	Other
Internal Approvals					
Order	Approval	Order	Approval		
1	Materiel 		Civil Rights		
2 X	Capital Program Management	4X	Law		
3 X	System Safety	5X	Budget		
	Subways	6	Executive VP 		
	Labor Relations	7	President 		

SUMMARY INFORMATION	
Vendor Name RFP Authorizing Resolution	Contract Number C-31668 / 69 / 70
Description IQ Environmental Remediation Services	
Total Amount \$5,000,000 each	
Contract Term (including Options, if any) Three Years	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE

To request that the Board determine that competitive bidding is impractical or inappropriate and that it is in the public interest to issue a competitive Request for Proposal, pursuant to subdivision 9(f) of Section 1209 of the Public Authorities Law, for procurement of up to three contracts for Indefinite Quantity Environmental Remediation Services throughout the New York City Transit System, with each contract having an estimated value of up to \$5 million and a duration of three years.

II. DISCUSSION

Asbestos, lead, PCBs, mercury and other substances that pose environmental issues can result in lengthy project delays if they are discovered after construction contract award. To prevent such delays, Capital Program Management is seeking to award up to three contracts for on-call remediation services. These contracts will replace three existing contracts that expire in January 2010 (C-34884), December 2009 (C-34885), and March 2010 (C-34886).

Past experience has shown that it takes significantly longer to find qualified environmental remediation contractors due to the large number of firms that prove to have problems that prevent them from being found responsible for award. By issuing a Request for Proposal and conducting the responsibility review prior to the solicitation of technical and cost proposals, NYCT will be able to ensure that only responsible proposers are considered for contract award.

The RFP solicitation will be conducted in two steps. In the first step, contractors will be requested to submit qualifications. A Selection Committee will review the contractors' submittals and develop a list of qualified firms, from which NYCT will request Technical and Cost Proposals. On the basis of review of these Technical Proposals and participation in Oral Presentations, the Selection Committee will recommend firms with which NYCT will negotiate pricing.

After negotiations, the Committee will recommend up to three firms which, upon Board approval, will be awarded on-call contracts. Factors such as environmental remediation experience, financial qualifications, insurance and bonding capability, etc. as well as pricing will be taken into consideration. As site-specific work scopes are developed, CPM will assign that project to one of the three firms, based upon current workload, previous performance under these contracts, previous performance under similar projects, lowest price for that project, based on negotiated unit prices as contained in their contract's Price Schedule. Since the unit prices for all three firms will already have been negotiated, the assignment process will be shortened considerably. A similar procedure has been used for the prior CPM environmental remediation contracts, as well as for the current OSS asbestos abatement contracts, and has proven to be successful in assigning

projects in an expeditious and equitable manner.

While it is anticipated that up to three contractors will be awarded contracts under this solicitation, and each contractor will receive multiple Work Orders, the possibility exists that a contractor will not receive any Work Orders. NYC Transit will make a payment not to exceed \$5,000 to any contractor which does not receive a Work Order over the term of their contract, but fully participates and cooperates with NYCT during the duration of the contract period. This is done to help them to defray insurance and other costs associated with the maintenance of the contractor's ability to respond in a timely manner to any request for technical and cost proposals which may result in the issuance of a Work Order.

III. M/WBE INFORMATION

To be determined in the course of the RFP process.

IV. IMPACT ON FUNDING

The total estimated funding required for these contracts is \$15M at up to \$5M each. Funding for these contracts is presently not in place, but will be made available by WAR Certificate chargeable to the particular capital project for which the remediation will be done. A WAR Certificate will be received prior to the award of any Work Order.

V. ALTERNATIVES

To solicit firms to provide indefinite quantity asbestos removal and other environmental remediation services using the formal competitive bidding (IFB) process. Not recommended, as the process would cause significant delays in qualifying contractors for award to perform environmental remediation work, as well as cause significant delays in Capital Construction contracts, thus increasing the cost of construction.

VI. RECOMMENDATION

It is recommended that the Board determine that competitive bidding is impractical or inappropriate and that it is in the public interest to issue a competitive Request for Proposals, pursuant to subdivision 9(f) of Section 1209 of the Public Authorities Law, for procurement of up to three contracts for Indefinite Quantity Environmental Remediation Services throughout the New York City Transit System, each contract with an estimated value of up to \$5 million and a duration of three years.

Staff Summary

Item Number 3					
Division & Division Head Name: VP Materiel, Stanley J. Grill <i>Division Head Signature & Date</i>					
<i>Stanley J. Grill</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
Internal Approvals					
Order	Approval	Order	Approval		
1 <i>JAM</i>	Materiel, CLO	4	EVP <i>JAM</i>		
2 <i>JAM</i>	Materiel, CPO	5	President <i>JAM</i>		
3 <i>JAM</i>	Law				

SUMMARY INFORMATION	
Vendor Name Dura-Wear Glove & Safety Co., Inc.	Contract Number 75937
Description NYCT Stock # 58-46-0367, Tex Pen yellow paint marker	
Total Amount \$51,260.00 (est.)	
Contract Term (including Options, if any) October 2009-December 2011	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION

To request Board approval for the purchase of NYCT Stock # 58-46-0367, Tex Pen yellow paint marker, to Dura-Wear Glove & Safety Co., Inc. (Dura-Wear) in the estimated amount of \$51,260.00 pursuant to subdivision 9 (f) of Section 1209 of the Public Authorities Law.

II. DISCUSSION

Initially on November 29, 2000 and again most recently on June 25, 2008 for a three year period, the Board adopted a resolution authorizing the use of competitive Requests for Proposals (RFPs) in lieu of competitive bidding to award contracts for the purchase of certain inventory commodity items through the use of an evaluative formula in order to encourage better on-time delivery performance from NYC Transit's vendor population.

Pursuant to the statutory framework, the utilization of an evaluative formula enables NYC Transit to consider a particular vendor's past on-time delivery performance in addition to considering the proposed price for the commodity item. Vendor delivery performance is tracked on an individual vendor basis through a computerized performance module. This data, expressed as a percentage, is compiled monthly and compares the actual dates of delivery to the contractually required dates. Therefore, vendors earn an "A" through "D" rating for delivery of inventory materials. Vendors are regularly advised of their status.

This procurement process will allow NYC Transit to arrive at the best overall proposal utilizing the combination of the proposer's price and its performance history, reflecting the critical needs of the agency, while providing an incentive for vendors to make the necessary changes in business processes to improve their overall delivery performance. While this approach affords NYC Transit the opportunity to contract with better performing vendors, it is anticipated that the premium, if any, will be insubstantial.

Negotiations were not conducted with any proposers. Solicitations will be awarded based upon the proposers' ranking as determined after the application of the evaluative formula factors.

The Board's authorization provided that if the application of the evaluative formula had no effect on the order of the proposers' ranking, the award would be made to the lowest responsible proposer without seeking further Board approval. However, if the application of the evaluative formula changed the order of the proposers' ranking, resulting in an award recommendation to other than the lowest priced proposer, then NYC Transit will seek Board authorization to award. The latter circumstance applies to the solicitation for the following commodity:

RFP # 75937, NYCT Stock # 58-46-0367, Tex Pen yellow paint marker. This marker is used by the Department of Subways/Division of Car Equipment (DCE) to write clear defined marks on metal surfaces through grease, oil and corrosion. Proposal opening date: 7/7/09

Staff Summary

This is an award of a twenty-seven (27) month estimated quantity contract to be made to Dura-Wear, an "A" rated vendor, in the estimated amount of \$51,260.00, allowing NYCT to bypass one "D" rated vendor, resulting in a difference of \$6,380.00.

The apparent low bidder, Markers Plus, quoted on two alternate products; however, its bid was bypassed because its proposed alternates were evaluated and rejected by DCE because the alternate markers had felt tips instead of ball point tips like the specified marker. Markers Plus was notified via fax and certified mail of this determination.

Chemstat Products Inc. was advised by letter sent via certified mail that it was not the successful proposer based upon the evaluation criteria set forth in the solicitation documents.

The current proposal price from Dura-Wear represents an increase of 26.6% from the previous procurement. Having evaluated all the available facts, Procurement finds the proposal submitted by Dura-Wear to be responsive, the proposer to be responsible, and the price to be fair and reasonable based on adequate price competition. Our investigation has disclosed no significant adverse information within the meaning of the responsibility guidelines.

BIDDER	QUANTITY	UNIT PRICE	TOTAL BID PRICE	VENDOR RATING	EVALUATION FACTOR	TOTAL UNIT PRICE ADDITION	TOTAL EVALUATION ADDITION	TOTAL EVALUATED BID PRICE	NEW BID RANKING
Markers Plus	22,000	\$1.80	\$39,600.00	A	0%	\$ -	\$ -	\$ 39,600.00	Non-Responsive
Chemstat Products Inc.	22,000	\$2.04	\$44,880.00	D	15%	\$ 0.3060	\$ 6,732.00	\$ 51,612.00	2
Dura-Wear Glove & Safety Co., Inc.	22,000	\$2.33	\$51,260.00	A	0%	\$ -	\$ -	\$ 51,260.00	1
Fremont Industrial Corporation	22,000	\$2.45	\$53,900.00	A	0%	\$ -	\$ -	\$ 53,900.00	3
A&M Industrial Supply Co., Inc.	22,000	\$2.52	\$55,440.00	A	0%	\$ -	\$ -	\$ 55,440.00	4
T & B Specialties, Inc.	22,000	\$3.15	\$69,300.00	A	0%	\$ -	\$ -	\$ 69,300.00	5
Apex Pinnacle, Corp.	22,000	\$3.21	\$70,620.00	B	5%	\$ 0.1605	\$ 3,531.00	\$ 74,151.00	6
Madsen & Howell Inc.	22,000	\$3.24	\$71,280.00	D	15%	\$ 0.4860	\$ 10,692.00	\$ 81,972.00	7

III. D/M/WBE INFORMATION

There are no D/M/WBE goals required for this procurement.

IV. IMPACT ON FUNDING

Funds for the procurement of this inventory commodity item are available through NYC Transit's operating budget.

V. ALTERNATIVES

Cancel the solicitation and re-solicit using traditional competitive bidding procedures. This is not recommended because it is unlikely that such course of action would result in a more favorable combination of price and on-time delivery performance.

Schedule H: Modifications to Personal & Miscellaneous Service Contracts



Item Number: 4

Vendor Name (& Location) Parsons Transportation Group of New York (New York, NY)
Description Design and construction consultant services
Contract Term (including Options, if any) October 31, 2008 – December 31, 2010
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> n/a
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: Capital Program Management, Cosema E. Crawford

Contract Number CM-1178	AWO/Modification # 6
Original Amount:	\$ 3,199,884.00
Prior Modifications:	\$ 4,959,027.00
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 8,158,911.00
This Request:	\$ 500,000.00
% of This Request to Current Amount:	6.1%
% of Modifications (including This Request) to Original Amount:	170.6%

Discussion:

This contract is to support the procurement, design, and construction of the Public Address/Customer Information Systems Phase II (PA/CIS). Under the base contract, the consultant performs the following: assist in all phases of the procurement process; assist in technical negotiations; maintain a database of technical issues, clarifications and technical changes; perform software evaluations and results. During construction, the consultant is responsible for reviewing the contractor's procedures on testing and installing equipment; reviews the system design to confirm the integrated system meets open standard protocols and requirements; provides technical support for proper development and implementation of the interface between the Automatic Train Supervision and the PA/CIS. As of November 2008, the PA/CIS Phase II construction contract has been delayed. The contractor encountered difficulties in developing software, which resulted in a Cure Agreement that required the contractor to pay NYC Transit a settlement. The warranty period will expire in December 2011. The consultant will continue to oversee the project during completion of the PA/CIS system. This modification is for the addition of the Senior Cost Estimator and Cost Estimator titles to the contract and to add additional funding to the contract in order to provide cost estimating support services for communication projects that will minimize delays to the implementation of the PA/CIS system. Expertise is required on an 'as needed' basis in estimating software and systems integration costs. Parsons Transportation Group of New York submitted an initial proposal of \$672,750. Negotiations resulted in a final price of \$500,000; NYC Transit's revised estimate was \$494,993. A savings of \$172,750 was achieved. The final price was found to be fair and reasonable.

OCTOBER 2009

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

D. Ratification of Completed Procurement Actions

(Staff Summaries required for items requiring Board approval.) Note – in the following solicitations, NYC Transit attempted to secure a price reduction. No other substantive negotiations were held except as indicated for individual solicitations.

			<u>Page</u>
1. Alstom Transport PO # 00803446	\$43,770.00	<u>Staff Summary Attached</u>	123
2. Tri-State Bearings PO # 00781102	\$126,875.00	↓	
3. Vehicle Maintenance Program PO # 00811314	\$853,073.83	↓	
4. Bearing Distributors PO # 00811355	\$667,812.51	↓	
5. Gillig Corp. PO # 00787132	\$2,996.25	↓	
6. New Flyer PO #'s 00792090 and 00802041	\$21,643.92	↓	
7. Muncie Transit Supply PO #'s 00812187, 00821687, 00858956	\$21,569.80	↓	
8. Jamaica Bearings PO #'s 00830401 and 00873962 Immediate Operating Need	\$12,600.00	↓	
Purchase of four types of bearings and one air conditioning compressor belt.			

Procurements Requiring Majority Vote:

K. Ratification of Completed Procurement Actions (Involving Schedule E-J)

(Staff Summaries required for items requiring Board approval.)

9. Judlau Contracting, Inc. Contract #C-34763.11.1 Modification to the contract for the rehabilitation of the Culver Line Viaduct, in order to dispose of track ballast.	\$349,000.00	<u>Staff Summary Attached</u>	124
10. Lee Harris Pomeroy Architects & Weidlinger Associates (JV) Contract #CM-1251.3 Modification to the contract for the rehabilitation of the East 180 th Street IRT station, White Plains Road Line, in order to provide additional design services.	\$320,242.00 (NTE)	<u>Staff Summary Attached</u>	125
11. Tully Construction Company, Inc. Contract #C-40419.26 Modification to the contract for the design and construction of the Charleston Bus Annex Facility, in order to purchase materials for the storm water retention basin.	\$431,277.00 (NTE)	<u>Staff Summary Attached</u>	126

Schedule D: Ratification of Completed Procurement Actions



Item Number: 1 - 8

Vendor Name (& Location) Various Contractors	Contract Number Various	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No																		
Description Purchase of four types of bearings and one air conditioning compressor belt	<table border="1"> <tr><td>Alstom Transport</td><td>\$43,770.00</td></tr> <tr><td>Tri-State Bearings</td><td>\$126,875.00</td></tr> <tr><td>Vehicle Maintenance Program</td><td>\$853,073.83</td></tr> <tr><td>Bearing Distributors</td><td>\$667,812.51</td></tr> <tr><td>Gillig Corp.</td><td>\$2,996.25</td></tr> <tr><td>New Flyer</td><td>\$21,643.92</td></tr> <tr><td>Muncie Transit Supply</td><td>\$21,569.80</td></tr> <tr><td>Jamaica Bearings</td><td>\$12,600.00</td></tr> <tr><td>Total Amount:</td><td>\$1,750,341.31</td></tr> </table>		Alstom Transport	\$43,770.00	Tri-State Bearings	\$126,875.00	Vehicle Maintenance Program	\$853,073.83	Bearing Distributors	\$667,812.51	Gillig Corp.	\$2,996.25	New Flyer	\$21,643.92	Muncie Transit Supply	\$21,569.80	Jamaica Bearings	\$12,600.00	Total Amount:	\$1,750,341.31
Alstom Transport	\$43,770.00																			
Tri-State Bearings	\$126,875.00																			
Vehicle Maintenance Program	\$853,073.83																			
Bearing Distributors	\$667,812.51																			
Gillig Corp.	\$2,996.25																			
New Flyer	\$21,643.92																			
Muncie Transit Supply	\$21,569.80																			
Jamaica Bearings	\$12,600.00																			
Total Amount:	\$1,750,341.31																			
Contract Term (including Options, if any) Immediate	Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:																			
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	Requesting Dept/Div & Dept/Div Head Name: Department of Subways, Steven A. Feil																			
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	(Empty)																			
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Immediate Operating Need	(Empty)																			

Discussion:

It is requested that the Board formally ratify the declarations of immediate operating need made by the Vice President, Materiel on August 17, 2006 and February 6, 2007, waiving formal competitive bidding pursuant to Public Authorities Law §1209 subdivision 9(a) and approve the award of purchase contracts to eight different vendors for four different types of bearings used on NYC Transit subway cars and one air conditioning compressor drive belt used on NYC Transit buses. On August 10, 2006, a bid for the air conditioning compressor drive belts (NYC Transit commodity no. 83-87-0076) opened but was put on hold because the lowest bidder on that formal competitive solicitation was under investigation for previously supplying suspected counterfeit material to NYC Transit. On August 31, 2006, that same bidder submitted the lowest bid on a formal competitive solicitation for ball bearings (NYC Transit commodity no. 08-62-2025). That bid was also put on hold for the same reason. In late 2005 Procurement became aware of questions raised by NYC Transit's Receiving Inspection regarding the authenticity of material being received from that bidder. Procurement undertook an inquiry and verified that the material was indeed suspect. Procurement coordinated with NYC Transit's Vendor Relations Unit which pursued an investigation with the MTA Inspector General's Office. The investigation was subsequently concluded and in June 2009, the Manhattan District Attorney announced the bidder's arrest and felony guilty pleas for providing counterfeit material to NYC Transit. While the investigation was still underway, NYC Transit was required to purchase these and three (3) other items for which it was anticipated that the bidder under investigation would have participated in formal solicitations. In order to maintain confidentiality of the investigation as well as preclude this bidder from participating in the formal solicitations, the Vice President, Materiel authorized Procurement to conduct purchases of these five items utilizing informal competitive solicitation procedures. Twelve different awards were made to eight different vendors for the following items: (1) a purchase of ball bearings (NYC Transit commodity no. 08-42-5250) was awarded on February 9, 2007 to the lowest responsive bidder, Alstom Transport, at a total price of \$43,770.00, which shows a unit price decrease of 1% from the prior award made in August 2006; (2) a purchase of 60 MM ball bearings (NYC Transit commodity no. 08-62-2025) was awarded on August 21, 2006 to the lowest responsive bidder, Tri-State Bearings, at a total price of \$126,875.00, which shows a unit price increase of 3.8% from the prior award made in May 2006; (3) a first-time purchase of insulated roller bearings (NYC Transit commodity no. 12-42-3158) was awarded on April 16, 2007 to the lowest responsive bidder, Vehicle Maintenance Program, at a total price of \$853,073.83; (4) a first-time purchase of insulated ball bearings (NYC Transit commodity no. 12-42-3159) was awarded on April 16, 2007 to the lowest responsive bidder, Bearing Distributors, Inc., at a total price of \$667,812.51; and (5) a total of eight purchases, all under the small purchase threshold, were awarded to four different vendors for air-conditioning compressor drive belts (NYC Transit commodity no. 83-87-0076) used on NYC Transit buses, at a total price of \$58,809.97. Based on effective price competition, the prices for all twelve awards were found to be fair and reasonable.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 9

Vendor Name (& Location) Judlau Contracting, Inc. (College Point, NY)
Description Rehabilitation of the Culver Line Viaduct
Contract Term (Including Options, If any) March 5, 2009 – February 13, 2013
Option(s) Included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: Capital Program Management, Cosema E. Crawford

Contract Number	AWO/Modification #
C-34763	1
Original Amount:	\$ 178,800,000.00
Prior Modifications:	\$ 0
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 178,800,000.00
This Request:	\$ 349,000.00
% of This Request to Current Amount:	0.2%
% of Modifications (including This Request) to Original Amount:	0.2%

Discussion:

The contract is for the partial rehabilitation of the Culver Line Viaduct, including rehabilitation of the concrete viaduct deck; installation of new track, including low vibration track; installation of new deck waterproofing membrane; truss steel repairs; and a new signal relay room. The Culver Line Viaduct was built in 1930 to carry the 'F' and 'G' Lines over the Gowanus Canal and local streets in Brooklyn. The contract calls for the removal and disposal of clean track ballast. During construction, at the request of the contractor, testing was performed by NYC Transit to determine whether or not the ballast contained any contaminants. Testing determined that the ballast does not qualify as clean waste for ordinary disposal. This modification covers the additional costs of handling and disposing of the ballast as "regulated non-hazardous waste". The contractor submitted a revised initial proposal of \$767,971. NYC Transit's revised estimate was \$352,000. Following negotiations, the lump sum of \$349,000 was agreed upon and is considered fair and reasonable. A net savings of \$418,971 was achieved.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 10

Vendor Name (& Location) Lee Harris Pomeroy Architects & Weldlinger Associates, Joint Venture (New York, NY)	
Description Rehabilitation of East 180 th Street, White Plains Road Line	
Contract Term (including Options, if any) January 7, 2004 – November 5, 2011	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Capital Program Management, Cosema E. Crawford	

Contract Number CM-1251	AWO/Modification # 3
Original Amount:	\$ 1,764,066.00
Prior Modifications:	\$ 1,445,193.00
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 3,209,259.00
This Request:	\$ 320,242.00 (not-to-exceed)
% of This Request to Current Amount:	9.9%
% of Modifications (including This Request) to Original Amount:	100.0%

Discussion:

This contract is for the design for the rehabilitation of the East 180th Street IRT Station, White Plains Road Line, in the borough of the Bronx. The base contract consisted of conceptual, preliminary and final design services as well as preparation of contract documents for procurement of the construction contract A-35985/A-35986. The base design duration was 18 months to July 2005. The contract also has a construction support option for \$716,041 and 34 months that can be exercised by the Assistant Chief Procurement Officer. In May 2005, the base contract was put on hold to coordinate the work with two signal contracts along the East 180th Street, White Plains Road Line. The contract was re-started in June 2007 with an expanded scope and contract term extended to January 6, 2009. The consultant was directed verbally in August 2008, followed by an approved retroactive memo in January 2009, to add the following scope items: fall protection system at platform canopies (worker safety); change in emergency power standard for emergency lights; installation of new intercom systems; revised layout of mechanical equipment at the RTO building roof; reconstruction of platform edge related to the realignment of track #2 in Contract S32725; new maintenance and protection of traffic drawings for added street work; provision of swing space at administrative building to accommodate displaced employees during construction; waterproof mezzanine roofs below service train platforms and additional project administration during bid phase for these additional items. The work under this modification required 107 new drawings and updates to 450 construction drawings, of which 170 drawings required extensive changes. These revisions were necessitated by changes in the Energy Conservation Construction Code for NYS and other relevant laws and regulations, and to address comments by other agencies such as NYCDOT, Landmarks Preservation, and Utilities. LHP/WA submitted an initial proposal of \$324,138 with supporting certified time records. NYC Transit's revised estimate was \$324,074. Following negotiations, the final price of \$320,242 was agreed upon and is considered to be fair and reasonable. The underlying Construction Contract [A-35985/86] was awarded to Citnalta Construction Corp. for \$42,972,000 on September 9, 2009 and a Procurement Staff Summary is in circulation that will exercise the construction support option and extend the contract by 34 months to November 5, 2011.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 11

Vendor Name (& Location) Tully Construction Company, Inc. (Flushing, NY)
Description Design and construction of the Charleston Annex Bus Facility
Contract Term (including Options, if any) January 30, 2008 – December 20 - 2009
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: Capital Program Management, Cosema E. Crawford

Contract Number C-40419	AWO/Modification # 26
Original Amount:	\$ 112,900,000.00
Prior Modifications:	\$ 183,535.00
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 113,083,535.00
This Request:	\$ 431,277.00 (not-to-exceed)
% of This Request to Current Amount:	0.4%
% of Modifications (including This Request) to Original Amount:	0.5%

Discussion:

The contract is for the design and construction of the Charleston Annex Bus Facility. The Facility requires a storm water sewer provided under a separate contract, estimated at \$9M, the solicitation of which has been delayed by property condemnation and easement issues and design requests from the NYC Department of Environmental Protection (DEP). The sewer contract is currently forecast for award in early 2010 and construction completion in early 2011. Since the permanent sewer is delayed, a temporary storm water system must be constructed to allow the Facility to be placed in operation. DEP initially required a temporary system consisting of 63 dry wells, ranging from 8' to 12' diameter, with interconnecting piping. However, a preliminary NYC Transit estimate indicated that would cost approximately \$5M. Accordingly, NYC Transit secured DEP approval of an alternate temporary system, consisting of a single catch basin 80' long x 40' wide x 35' deep, with infiltration wells at the bottom of the basin to distribute the storm water into the soil. To expedite its installation, two modifications are needed, one for long-lead materials and one for the balance of materials and labor. This modification is for the purchase and delivery of long lead king piles and steel plates, which are used to construct the basin walls. King piles are steel beams with an H-shaped cross section which are driven into the ground. The steel plates are slotted between the king piles to form the basin walls. The contractor submitted a proposal of \$431,277 supported by a supplier quotation. NYC Transit's estimate was \$420,100. Following negotiations, the contractor's proposal was found to be fair and reasonable and was accepted on a not-to-exceed basis, with the proviso that the final cost be supported by invoices. To ensure the installation of the temporary basin does not impact the completion of the Facility contract, the contractor was directed to proceed on August 21, 2009 at the instruction of the SVP & Chief Engineer. Subsequently, the SVP & Chief Engineer formally approved a retroactive waiver on September 25, 2009. The modification for the balance of materials and labor is estimated at approximately \$800K and will be submitted for Board approval.

Staff Summary



Subject Procurements
Department MTA Bus Company
Department Head Name Joseph J. Smith
Department Head Signature
Project Manager Name

Date October 7, 2009
Vendor Name N/A
Contract Number N/A
Contract Manager Name N/A
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	10/26/09	X		
2	Board	10/28/09	X		

Internal Approvals			
Order	Approval	Order	Approval
1	President		

PURPOSE:

To obtain (i) approval of the Board to award various contracts/contract modifications and purchase orders, as reviewed by the MTA Bus Committee, and (ii) ratification of the procurements listed below.

DISCUSSION:

MTA Bus Company proposes to award Non-Competitive procurements in the following categories

<u>Schedules Requiring Two Thirds Vote</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule A: Non-Competitive Purchases and Public Work Contracts Cubic Transportation Systems, Inc.	1	\$0.840M
<u>Schedules Requiring Majority Vote</u>		
Schedule E: Miscellaneous Procurements Vantage Technology , Inc.	1	\$0.044M
	Subtotal	\$0.884M

MTA Bus Company proposes to award Competitive procurements in the following categories:

None

MTA Bus Company seeks ratifications in the following categories:

None

Total all procurement actions	2	\$0.884M
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BUDGET IMPACT: the purchase/contracts will result in obligating MTA Bus Company funds in the amount listed. Funds are available in the current operating budget for this purpose.

RECOMMENDATION: That the purchases/contracts be approved as proposed.

MTA Bus Company
BOARD RESOLUTION

WHEREAS, in accordance with Section § 1265-a and § 1209 of the Public Authorities Law and the All-Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of requests for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with the All-Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous service and miscellaneous procurement contracts, certain change orders to purchase, public work, and miscellaneous service and miscellaneous procurement contracts, and certain budget adjustments to estimated quantity contracts; and

WHEREAS, in accordance with Section § 2879 of the Public Authorities Law and the All-Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

NOW, upon the recommendation of the Executive Director, the Board resolves as follows:

1. As to each purchase and public work contract set forth in annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.
2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which authorization to solicit proposals is requested, for the reasons specified therein, the Board declares competitive bidding to be impractical or inappropriate, declares it is in the public interest to solicit competitive request for proposals.
3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.
4. As to each action set forth in Schedule D, the Board declares competitive bidding impractical or inappropriate for the reasons specified therein, and ratifies each action for which ratification is requested.
5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; v) the contract modifications to purchase and public work contracts set forth in Schedule I; and vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.
6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.
7. The Board authorizes the budget adjustments to estimated contracts set forth in Schedule L.

OCTOBER 2009

MTA BUS COMPANY

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-thirds Vote:

Page

A. Non-Competitive Purchases and Public Work Contracts

(Staff Summaries required for all items greater than \$100K Sole Source; \$250K Other Non-Competitive)

1. Cubic Transportation Systems, Inc.	\$840,000	<u>Schedule A Attached</u>	133
Omnibus approval to purchase sole source farebox parts			

Procurements Requiring Majority Vote:

E. Miscellaneous Procurement Contracts

(Staff Summaries required for all items greater than: \$100K Sole Source; \$250K Other Non-Competitive)

1. Vantage Technology, Inc.	\$43,757	
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MTABC's Department of Operations Planning (OP) uses Traffic Checkers in the field through a Memorandum of Understanding with New York City Transit to manually record the Bus Ride Check and Bus Point Check forms for passenger counts along bus routes and submit those forms to OP. Currently a representative sample of the paper forms are manually entered into a spreadsheet, verified and/or corrected for transposition errors, and then analyzed to determine ridership and loading along a bus route. The Verity software will replace the current manual data entry, allowing OP to scan and analyze the recorded data for all bus routes providing more accurate data for ridership and loading statistics, which in turn will allow OP to make more informed decisions regarding route revisions. NYCT has utilized the Verity Teleform software and system (Verity) for several years. Since the MTABC and NYCT forms are similar, MTABC will avoid a cost of approximately \$3,000 for forms configuration and implementation. MTABC's purchase of this system will standardize the tabulation of ridership data across the two Agencies. In addition, training for MTABC's Operations Planning staff will be minimal as they are already familiar with the Verity system. Under the MTABC agreement, Vantage will furnish, install, and provide training for Verity TeleForm v10 Workgroup software and provide one year of maintenance and support.

Schedule A: Non-Competitive Purchases and Public Work Contracts

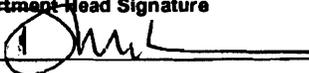
Item Number: A-1

Vendor Name (& Location) Cubic Transportation Systems, Inc.
Description Omnibus approval for Cubic Transportation Systems, Inc., as required by MTA Bus Company for farebox parts
Contract Term (including Options, if any) 24 months
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: sole source

Contract Number N/A – multiple awards	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount:	\$840,000
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Chief Material Officer -Daniel Donahue	
Contract Manager: N/A	

Discussion:

This omnibus approval is for the future purchase of inventory and non-inventory items identified as obtainable only from Cubic Transportation Systems, Inc. (Cubic) and will eliminate the need to advertise and prepare an individual procurement staff summary for each procurement over the \$15,000 small purchase threshold. This will result in cost savings in advertisement and administration, as well as reduced procurement lead times. There are approximately 1,520 items identified as sole source to Cubic which include components, sub-components and various items that are an integral part of MTA Bus Company's (MTABC) fare collection system. Parts selected have been identified as obtainable only from Cubic for one of the following reasons: Sole manufacturer and not available from any distributors or other sources, publicly advertised and/or bid within the last twelve months without an acceptable alternate supplier bidding, and/or proprietary to Cubic. Pricing for any procurement under this omnibus approval will be established by requesting a quote from Cubic for each item as needed, will be subject to a price analysis, and require that the price offered be found fair and reasonable and that MTABC is receiving most favored customer pricing. NYC Transit (NYCT) performed a comparative analysis for thirty-four (34) high dollar and high usage items and found that the weighted average price increase was 8.01% over three (3) years. This increase can be explained by a combination of the following: For the period from February 2005 to September 2008, the Producer Price Index (PPI) increased as follows: 3.80% for Transportation Equipment Manufacturing, 12.93% for Process Control Instruments and 10.11% for Specific-Purpose Industrial Controls for an average increase of 8.95%. Since the majority of the items required are older technology products there is a minimal demand, which increases the cost of the item. NYCT's Cost/Price Analysis Unit reviewed this comparison price analysis and concurred with the analysis of the weighted average price increase. Since this is MTABC's first omnibus for farebox parts, we have estimated \$35,000 in monthly expenditures utilizing the omnibus approval based on the fleet size in comparison to NYCT's fleet as well as any historical data available. It is anticipated that the amount requested under this omnibus approval is sufficient to cover material requirements for the next 24 months. NYC Transit will include MTABC's requirements in its subsequent omnibus approval request.

Subject Request for Authorization to Award Various Procurements						Date October 28, 2009			
Department Procurement & Logistics						Vendor Name			
Department Head Name Dennis L. Mahon, Chief Procurement & Logistics Officer						Contract Number			
Department Head Signature 						Contract Manager Signature			
Project Manager Name									
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	LI Committee	10.21.09				X	President <i>H&W</i>	<i>10/</i>	VP & Chief Financial Officer
2	MTA Board	10.28.09				X	Sr. VP-Administration <i>OR</i>		VP, General Counsel & Secy
							Sr. VP-Operations		
							Executive VP		

PURPOSE:

To obtain approval of the Board to award various contracts and purchase orders, and to inform the Long Island Rail Road Committee of these procurement actions.

DISCUSSION:

LIRR proposes to award Non-Competitive Procurements in the following categories:

Schedules Requiring Two-Thirds Vote

		<u># of Actions</u>	<u>\$ Amount</u>
Schedule A:	Non-Competitive Purchase and Public Works Contracts	2	\$2.420
	• Harsco Rail		\$0.940M
	• Rails Company		\$1.480M
	SUBTOTAL:	2	\$2.420M

LIRR proposes to award Competitive Procurements in the following categories:

None

LIRR proposes to award Ratifications in the following categories:

Schedules Requiring Two-Thirds Vote

		<u># of Actions</u>	<u>\$ Amount</u>
Schedule D:	Ratification of Completed Procurement Actions	1	\$0.037M
	• First Data Government Solutions		\$0.037M
SUBTOTAL:		1	\$0.037M
TOTAL:		3	\$2.457M

BUDGET IMPACT:

The purchases/contracts will result in obligating LIRR operating and capital funds in the amount listed. Funds are available in the current operating/capital budgets for this purpose.

RECOMMENDATION:

That the purchases/contracts be approved as proposed. (Items are included in the resolution of approval at the beginning of the Procurement Section.)

**STANDARD FORM OF RESOLUTION PURSUANT TO ALL-AGENCY PROCUREMENT
GUIDELINES AND THE GUIDELINES FOR SERVICE CONTRACTS**

THE LONG ISLAND RAIL ROAD

WHEREAS, in accordance with Section 1265-a of the Public Authorities and the All-Agency Procurement Guidelines, the Board authorized with award of certain non-competitive purchase and public work contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts ; and

WHEREAS, in accordance with the All-Agency Procurement Guidelines the Board authorizes the award of certain non-competitive miscellaneous procurement contracts, and certain change orders to procurement, public work, and miscellaneous procurement contracts; and

WHEREAS, in accordance with Section 2879 of the Public Authorities Law and the All-Agency Guidelines for Procurement of services, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

NOW, upon the recommendation of the Executive Director, the Board resolves as follows:

1. As to each purchase and public work contract set forth in annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified there in and authorizes the execution of each such contract.
2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which authorization to solicit proposals is requested, for the reasons specified therein the Board declares competitive bidding to be impractical or inappropriate, declares it is in the public interest to solicit competitive request for proposals and authorized the solicitation of such proposals.
3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.
4. The Board ratifies each action taken set forth in Schedule D for which ratification is requested.
5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; v) the contract modifications to purchase and public work contracts set forth in Schedule I; and vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.
6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.

**LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
OCTOBER 2009**

MTA LONG ISLAND RAIL ROAD

Procurements Requiring Two-Thirds Vote

Page

Schedule A: Non-Competitive Purchase and Public Works Contracts

(Staff Summaries required for all items greater than: \$100K Sole Source: \$250K Other Non-Competitive)

1.	Harsco Rail	\$ 300,000-LIRR	<i>Staff Summary Attached</i>	141
	Sole Source	\$ 600,000-MNR		
	Contract No. IT05198	<u>\$ 40,000-SIRTOA</u>		
		<u>\$ 940,000 Not-to-Exceed</u>		

In conjunction with MTA HQ's Joint Procurement Initiatives, LIRR, MNR, and SIRTOA (collectively "the Railroads") continue to review opportunities to address requirements that leverage the combined buying powers of all three Railroads. The Railroads determined that joint procurements resulting in multi-year Sole Source Purchase Agreements with the exclusive distributors of various parts are the most cost efficient manner to procure parts. As a result, MTA Board approval is requested herein to award Sole Source Contracts to Harsco Rail ("Harsco") for a three-year period in a total not-to-exceed amount of \$940,000 (LIRR - \$300,000, MNR - \$600,000 and SIRTOA \$40,000) to provide replacement parts and technical assistance to support and maintain the Railroad's Harsco equipment used to support infrastructure maintenance.

2.	Rails Company	\$ 680,000-LIRR	<i>Staff Summary Attached</i>	142
	Non-Competitive	<u>\$ 800,000-MNR</u>		
	Contract No. IT05515	<u>\$1,480,000 Not-to-Exceed</u>		

In conjunction with MTA HQ's Joint Procurement Initiatives, LIRR and MNR (collectively, the "Railroads") continue to review opportunities to address requirements that leverage the combined buying positions of the two railroads. The Railroads determined that joint procurements resulting in multi-year sole source purchase agreements with the exclusive distributors of various parts and services are the most cost efficient manner to procure parts. As a result, MTA Board approval is requested to award a sole source Contract to Rails Company (Rails) for a three-year period in a total not-to-exceed amount of \$1,480,000 (LIRR - \$680,000 and MNR - \$800,000) to provide replacement parts required to repair and maintain switch heaters.

Schedule A: Non-Competitive Purchases and Public Works

Staff Summary



Item Number:

Vendor Name (& Location) Harsco Rail, a division of Harsco Corporation (Ludington, MI)	
Description Various Replacement Parts For Harsco Equipment	
Contract Term (including Options, if any) 3 Years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-Competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source	

Contact Number IT05198	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: Not-to-Exceed	LIRR - \$ 300,000 MNR - \$ 600,000 SIRTOA \$ 40,000 TOTAL - \$ 940,000 (NTE)
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Maintenance of Way – Brian Finn, Chief Engineer	
Contract Manager: Richard Barone	

Discussion:

In conjunction with MTA HQ’s Joint Procurement Initiatives, LIRR, MNR, and SIRTOA (collectively “the Railroads”) continue to review opportunities to address requirements that leverage the combined buying powers of all three Railroads. The Railroads determined that joint procurements resulting in multi-year Sole Source Purchase Agreements with the exclusive distributors of various parts are the most cost efficient manner to procure parts. As a result, MTA Board approval is requested herein to award Sole Source Contracts to Harsco Rail (“Harsco”) for a three-year period in a total not-to-exceed amount of \$940,000 (LIRR - \$300,000, MNR - \$600,000 and SIRTOA \$40,000) to provide replacement parts and technical assistance to support and maintain the Railroad’s Harsco equipment used to support infrastructure maintenance. MNR owns Harsco equipment that includes five tampers, one ballast regulator and one motorcar. Harsco equipment owned by LIRR includes three spindle borers, one tie crane, two tie removers, two tie shears, two undercutters, four spike pullers, four tampers and three tie remover/inserters. SIRTOA owns one Harsco tamper. Harsco is the Original Equipment Manufacturer and the sole responsible source to supply replacement parts and technical assistance. LIRR advertised its intent to award a Sole Source Contract in the NYS Contract Reporter and in the New York Post. No other manufacturer expressed an interest in competing for this contract.

Commodities and quantities for this procurement are estimated and based on projected usage. Material will be ordered on an as-needed basis. The prices proposed by Harsco were reviewed and compared to previous prices paid to Harsco, and after applying the appropriate Producer Price Indices (PPI), the prices for this award have been determined to be within the acceptable industry standards. Additionally, Harsco has certified that the prices quoted LIRR are not greater than the prices they charge their most favored customers. Based on the above, the prices have been determined to be fair and reasonable. Funding for this contract is included in each Railroad’s operating budget.

Additionally, as part of its Responsibility determination of Harsco, LIRR has become aware of the existence of Significant Adverse Information (SAI) related to improper payment certifications made between 1991 and 1993 by one of Harsco’s former divisions to a federal agency. In March 2007, as part of a previous procurement with Harsco, LIRR requested and received the MTA Executive Director’s approval to make a determination that Harsco was a responsible contractor notwithstanding the existence of SAI. As provided for in the previous SAI waiver approval memo a new waiver request has not been made since no new SAI has been identified.

Schedule A: Non-Competitive Purchases and Public Works

Staff Summary



Item Number:

Vendor Name (& Location) Rails Company (Maplewood, NJ).
Description OEM repair/maintenance parts – Switch Heaters
Contract Term (including Options, if any) Three Years
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source

Contract Number IT05515	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount:	LIRR - \$ 680,000 MNR - \$ 800,000 TOTAL - \$ 1,480,000 (NTE)
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Human Resources Maintenance of Way – Brian Finn, Chief Engineer	
Contract Manager: Richard Barone	

Discussion:

In conjunction with MTA HQ’s Joint Procurement Initiatives, LIRR and MNR (collectively, the “Railroads”) continue to review opportunities to address requirements that leverage the combined buying positions of the two railroads. The Railroads determined that joint procurements resulting in multi-year sole source purchase agreements with the exclusive distributors of various parts and services are the most cost efficient manner to procure parts. As a result, MTA Board approval is requested to award a sole source Contract to Rails Company (Rails) for a three-year period in a total not-to-exceed amount of \$1,480,000 (LIRR - \$680,000 and MNR - \$800,000) to provide replacement parts required to repair and maintain switch heaters.

Commodities and quantities for this procurement are estimated and based on projected usage. Material will be ordered on an as-needed basis. Rails is the Original Equipment Manufacturer and therefore the sole responsible source to supply this material. LIRR advertised its intent to award a sole source procurement in the New York State Contract Reporter and in the New York Post. No other manufacturer expressed an interest in competing for this contract.

The prices proposed by Rails were reviewed and compared to previous prices paid to Rails, and after applying the appropriate Producer Price Indices (PPI), the prices for this award have been determined to be within the acceptable industry standards. Additionally, Rails has certified that the prices quoted LIRR are not greater than the prices they charge their most favored customers. Based on the above, the prices have been determined to be fair and reasonable. Funding for this contract is included in each Railroad’s operating budget.

LIST OF RATIFICATIONS FOR BOARD APPROVAL
OCTOBER 2009

MTA LONG ISLAND RAIL ROAD

Procurements Requiring Two-Thirds Vote

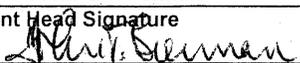
Page

Schedule D: Ratification of Completed Procurement Actions

(Ratifications are to be briefly summarized with staff summaries attached only for unusually large or especially significant items.)

1.	First Data Government Solutions Non-Competitive Contract No. IT05566	\$37,177.81	<i>Staff Summary Attached</i>	145
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LIRR requests MTA Board ratification of a sole source renewal contract with First Data Government Solutions (FDGS) to continue to provide LIRR with maintenance on its current Mail & Ride Interactive Voice Recognition (IVR) system for one additional year. The amount of the award is \$37,177.81. The contract term is September 1, 2009 through August 31, 2010.

Subject Request for Authorization to Award Various Procurements	Date October 6, 2009
Department Procurement & Material Control	Vendor Name Various
Department Head Name John T. Brennan	Contract Number Various
Department Head Signature 	Contract Manager Name Various
Project Manager Name Various	Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	LI Committee	10/21/09			
2	Finance Committee	10/26/09			
3	MTA Board	10/28/09			

Internal Approvals			
Order	Approval	Order	Approval
X	President 		VP Administration
	Sr. VP Operations		CIO
	VP Finance 		Other
X	General Counsel 		

PURPOSE: To obtain approval of the Board to award various contracts and purchase orders, and to inform the LI Committee of these procurement actions.

DISCUSSION:

LI Bus proposes to award Non-Competitive procurements in the following categories:

Schedule Requiring Two-Thirds Vote:	# of Actions	\$ Amount
Schedule A: Non-Competitive Purchase and Public Works Contracts Air & Power Transmission, Inc.	1	\$ 76,682
Schedule Requiring Majority Vote:		
Schedule G: Miscellaneous Service Contracts INFOR Global Solutions, Inc.	1	\$ 57,508
SUBTOTAL	2	\$ 134,190

LI Bus proposes to award Competitive procurements in the following categories: None

LI Bus presents the following procurement actions for Ratification: None

TOTAL	2	\$ 134,190
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BUDGET IMPACT: The purchases/contracts will result in obligating LI Bus funds in the amount listed. Funds are available in the current LI Bus operating/capital budgets for this purpose.

RECOMMENDATION: That the purchases/contracts be approved as proposed (Items are included in the resolution of approval at the beginning of the Procurement Section).

MTA LONG ISLAND BUS

WHEREAS, in accordance with Section 1265-a and Section 1209 of the Public Authorities law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous procurement contracts, and certain change orders to procurement, public work, and miscellaneous procurement contracts; and

WHEREAS, in accordance with Section 2879 of the Public Authorities Law and the All Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

NOW, upon the recommendation of the Executive Director, the Board resolves as follows:

1. As to each purchase and public work contract set forth in the annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.
2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which authorization to solicit proposals is requested, for the reasons specified therein the Board declares competitive bidding to be impractical or inappropriate, declares it is in the public interest to solicit competitive request for proposals and authorizes the solicitation of such proposals.
3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.
4. The Board ratifies each action taken set forth in Schedule D for which ratification is requested.
5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; v) the contract modifications to purchase and public work contracts set forth in Schedule I; and vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.
6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.
7. The Board authorizes the budget adjustments to estimated contracts set forth in Schedule L.

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
OCTOBER 2009

MTA LONG ISLAND BUS

Procurements Requiring Two-Thirds Vote:

- A. Non-Competitive Purchase and Public Works Contracts**
(Staff Summaries required for all items greater than: \$100K Sole Source; \$250K Other Non-Competitive)
1. **Air & Power Transmission, Inc.** **\$76,682**
Oil/Carbon Separator Kits **(not-to-exceed)**
Contract No. E- 3919, Sole Source

LI Bus requests MTA Board approval to award a non-competitive, sole source, purchase contract to Air & Power Transmission, Inc. (APT), for 160 oil/carbon separator kits, in an amount not-to-exceed \$76,682. The kits will be installed on Orion V buses to filter impurities from the air system. The installations will offer cost-saving and performance benefits not limited to: (i) an increase in the useful life of driers and valves; and (ii) a reduction in the clogging of air lines to cause a decrease in air system-related road failures, including declines in door and windshield wiper system malfunctions. The kit, primarily fabricated by APT, has a proven track record in that an equivalent separator kit design is successfully installed in other MTA Regional Bus vehicles. In September 2009, LI Bus offered to convert this non-competitive procurement into a competitively bid solicitation if other providers could offer the required kits; no replies were received in response to the publicly advertised notices. APT confirms its kit quotation to LI Bus is equal to, or lower than, prices it currently offers to other transit or governmental agencies; thus, pricing is deemed fair and reasonable. The LI Bus operating budget will fund this procurement.

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
OCTOBER 2009

MTA LONG ISLAND BUS

Procurements Requiring Majority Vote:

G. Miscellaneous Service Contracts

(Staff Summaries required for all items greater than: \$100K Sole Source; \$250K Other Non-Competitive; \$1M RFP; No Staff Summary required if sealed bid procurement.)

- | | |
|---|------------------------|
| 2. INFOR Global Solutions, Inc. | \$57,508 |
| Maintenance Service for SmartStream System | (not-to-exceed) |
| Contract No. E-3920, Sole Source, Renewal | |

On behalf of MTA Bus Company (MTABC) and itself, LI Bus requests MTA Board approval to award two noncompetitive, sole source, miscellaneous service contracts for maintenance support to INFOR Global Solutions, Inc. (INFOR) through April 2010 in an amount not to exceed \$57,508 (i.e., \$9,442 and \$48,066, respectively). This request is related to and coordinated with the MTA Business Service Center's initiative to implement a PeopleSoft ERP Financial & Human Resources System. INFOR is the sole provider of maintenance support services for an enhanced version of the proprietary SmartStream 7.0.02 system in which MTABC and LI Bus utilize Human Resources and Payroll software.

This request is a consequence of a current implementation for an October 2008 Board approved project wherein LI Bus managed, and INFOR configured and installed, an enhanced SmartStream System for MTABC use. Thus far, the project has automated and modernized MTABC's prior payroll processes for its non-represented staff, and has evolved these into a single, deeply functional, integrated system to mirror the LI Bus Human Resource and Payroll System. The outcome greatly reduces risks and enhances performance, functionality and usability. Payroll process migration for the remaining staff, which represents 90% of the total MTABC headcount, is on target.

Both agencies will benefit from a negotiated 5% reduction in INFOR's standard support rate, and INFOR informs its prices and rates are the lowest it would offer to any of its customers or governmental agencies. Thus, prices are deemed fair and reasonable. There are no recommended alternatives as neither agency possesses the resources required to perform these services in-house. Each contract will be funded from its respective agency's operating budget.

Subject Request for Authorization to Award Various Procurements

Department Procurement and Material Management

Department Head Name Anthony J. Bombace, Jr

Department Head Signature *[Signature]*

Project Manager Name Various

Date Oct 2, 2009

Vendor Name Various

Contract Number Various

Contract Manager Name Various

Table of Contents Ref #

Board Action

Order	To	Date	Approval	Info	Other
1	M-N Comm Mtg	10-26-09	X		
2	MTA Board Mtg	10-28-09	X		

Internal Approvals

Approval	Approval
X <i>[Signature]</i> President	Budget
X <i>[Signature]</i> Acting Sr. VP Operations	X Capital Programs
X <i>[Signature]</i> Sr. VP Administration	Engr/Const
X <i>[Signature]</i> VP Finance & IT	X <i>[Signature]</i> Chief of Staff

Internal Approvals (cont.)

Order	Approval	Order	Approval	Order	Approval	Order	Approval
X <i>[Signature]</i>	VP Planning		Government Relations		Labor Relations	X <i>[Signature]</i>	General Counsel
	Press		Safety		Human Resources		Other

PURPOSE:

To obtain approval of the Board to award various contracts/contract modifications and purchase orders, and to inform the MTA Metro-North Railroad Committee of these procurement actions.

DISCUSSION:

MNR proposes to award non-competitive procurements in the following categories:

Schedules Requiring Two-Thirds Vote (or more, where noted)

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule A: Non-Competitive Purchases and Public Work Contracts	1	\$300,000
• Loram Maintenance of Way, Inc. \$300,000		

SUB TOTAL: 1 \$300,000

MNR proposes to award competitive procurements in the following categories:

Schedules Requiring Majority Vote

Schedule H: Modifications to Personal/Miscellaneous Service Contracts	1	\$150,000
• Jacobs Civil consultants, Inc. \$150,000		
Schedule J: Modifications to Miscellaneous Procurement Contracts	1	\$21,888,000
• Choice Distribution, Inc. \$22,364,000		
SUB TOTAL:	2	\$22,038,000

MNR presents the following procurement actions for Ratification:

Schedules Requiring Two-Thirds Vote (or more, where noted)

Schedule D: Ratification of Completed Procurement Actions	NONE
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Schedules Requiring Majority Vote

Schedule K: Ratification of Completed Procurement Actions	7	\$1,621,727
Various Contractors		
• Mac Products \$28,125		
• AAA Sales & Manufacturing \$53,350		
• Selco Manufacturing \$60,200		
• Cleveland Track Material \$185,000		
Various Contractors		
• LAZ Parking \$85,270		
• Ecco III Enterprises, Inc. \$298,182		
• Ben Ciccone, Inc. \$911,000		
SUB TOTAL:	7	\$1,621,727
TOTAL:	10	\$23,959,727

The contractors noted above and on the following Staff Summary Sheets have been found in all respects responsive and responsible, and are in compliance with State laws and regulations concerning procurements.

BUDGET IMPACT: The purchases/contracts will result in obligating MNR operating and capital funds in the amount listed. Funds are available in the current MNR operating/capital budgets for this purpose.

RECOMMENDATION: That the purchases/contracts be approved as proposed. (Items are included in the resolution of approval at the beginning of the Procurement Section.)

METROPOLITAN TRANSPORTATION AUTHORITY

WHEREAS, in accordance with Section 1265-a and Section 1209 of the Public Authorities law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous procurement contracts, and certain change orders to procurement, public work, and miscellaneous procurement contracts; and

WHEREAS, in accordance with Section 2879 of the Public Authorities Law and the All Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

NOW, upon the recommendation of the Executive Director, the Board resolves as follows:

1. As to each purchase and public work contract set forth in the annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.

2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which it is deemed in the public interest to obtain authorization to solicit competitive proposals through a publicly advertised RFP for the reasons specified therein the Board declares it to be impractical or inappropriate to utilize a procurement process inviting sealed bids with award to the lowest responsive/responsible bidder.

3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.

4. The Board ratifies each action taken set forth in Schedule D for which ratification is requested.

5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; v) the contract modifications to purchase and public work contracts set forth in Schedule I; and vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.

6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.

OCTOBER 2009

METRO-NORTH RAILROAD

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Two-Thirds Vote:

Page

A. Non-Competitive Purchases and Public Work Contracts

(Staff Summaries required for all items greater than: \$100K; \$250K Other Non-Competitive)

- | | | | |
|--|--------------------------------|--------------------------------------|------------|
| 1. Loram Maintenance of Way, Inc. | 300,000 (not-to-exceed) | <u>Staff Summary Attached</u> | 159 |
|--|--------------------------------|--------------------------------------|------------|

Rail Grinding Services

Non-competitive, negotiated public work agreement with Loram Maintenance of Way for MNR's 2009 rail grinding program during Oct.-Dec. 2009. In conjunction with MNR & LIRR's Joint Procurement Initiatives, Metro-North would like to utilize the LIRR's Board-approved contract with Loram for rail grinding services. Rail grinding is an on-going program for both railroads which extends rail life by reducing rail surface defects.

By utilizing LIRR's Loram agreement, MNR will complete the 2009 rail grinding program and extend rail life for targeted segments along MNR's rights-of-way by year-end. The Railroads will be conducting a joint procurement during the second quarter 2010 to meet combined rail grinding needs going forward. MNR has negotiated with Loram to deploy available equipment based on LIRR's pricing plus a CPI adjustment as provided in the base agreement. Loram's pricing is inclusive of all equipment, labor, and supervision. The total for this procurement is not to-exceed \$300,000 and it is to be funded by the MNR Operating Budget.

OCTOBER 2009

METRO-NORTH RAILROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Majority Vote:

Page

H. Modifications to Personal /Miscellaneous Service Contracts

(Approvals/Staff Summaries required for substantial change orders and change orders that cause the original contract to equal or exceed the monetary or durational threshold required for Board approval)

1. **Jacobs Civil Consultants, Inc.** **\$150,000 (not-to-exceed)** **Staff Summary Attached**
Inspection / Design / Construction Support Services for Croton-Harmon & Peekskill Station Improvements

163

Through the use of the competitive RFP Process, MNR awarded a personal services contract to the firm, Jacobs Civil Consultants, Inc. to provide engineering services consisting of inspection, design, and construction support services for improvements at the Croton-Harmon and Peekskill Stations. The scope of work consisted of designing platform, canopy, overpass improvements and various station enhancements at both of these stations. Due to limited funding, the design of the improvements did not include extensions to the platform canopy(s), but is now increasingly necessary to reduce the risks associated with platform safety especially in inclement weather. Additionally, a contract change to Jacobs is the most efficient and cost effective means of ensuring compatibility between all of the designed improvements at the Stations.

At this time, Metro-North Railroad requests that the consultant provide additional design services for platform canopy extensions at Croton Harmon Station's island platform servicing Track 2 and Track 4 to cover gaps between the North and South Overpasses, and to provide additional canopies at the north and south ends of the platform. Presently, MNR's customers are exposed to the elements at these locations. These improvements will increase customer safety by reducing the risk and frequency of snow and ice conditions occurring on the platform. The total cost of the contract change is not-to-exceed \$150,000 and it is to be funded by the MNR Capital Program.

J. Modification to Miscellaneous Procurement Contracts

(Approvals/Staff Summaries required for individual change orders greater than \$250K. Approval without Staff Summaries required for change orders greater than 15% of previously approved amount which are also at least \$50K)

2. **Choice Distribution, Inc.** **\$21,888,000 (not-to-exceed)** **Staff Summary Attached**
Multi-Agency Hardware Fastener Program

164

In February 2005, MNR, on behalf of itself, New York City Transit, Long Island Rail Road, and Staten Island Rapid Transit awarded a competitively solicited, miscellaneous procurement contract for a five (5) year base + two (2) year option period, for the provision and on-going replenishment of common hardware fasteners (nuts, bolts, washers, lock nuts etc.) to the firm, Choice Distribution, Inc. (Choice). The various hardware fasteners are required and are integral components throughout the MTA Agencies' facilities to support maintenance and repair of all types of equipment (rail cars, locomotives, subway cars, buses, maintenance vehicles, communication apparatus, etc. Choice is required to monitor and maintain on-site minimum/maximum material reorder levels and provide computerized reports detailing usage at each setup location.

Choice has also established and tailored cabinet setups at various locations within each Agency, based on the most frequently used material and on-going operational needs. Prior to award of the contract, each Agency maintained individual contracts for hardware fasteners, and material was delivered and maintained in centralized storeroom locations within each agency. The multiple location cabinet setups in the Choice contract improved the process of securing requisite nut & bolt material faster and more effectively. Also, the multiple location cabinet setups are unique to the specific business needs at the agency facilities and have improved the process of securing requisite nut & bolt material by having the material readily available to the employees.

Since the original award in 2005, usage of this contract by the operating agencies has been increasing; MTA Bus and LIB agency requirements have been added and the addition of new railroad cars, subway cars and buses, as well as the expansion of rail / subway shops and facilities' requirements and needs have been successfully added to the contract.

At this time, MNR requests approval to exercise the available two (2)-year option on behalf of MNR and the MTA agencies. The unit prices which were competitively established in 2005 will remain fixed for the two (2) year extension period and are deemed fair and reasonable. The additional funds required for the two (2)-year option total \$21,888,000, and the breakdown by agency is as follows: NYCT Subways \$1.524M, NYCT Buses \$8.0M, MTA Bus \$2.5M, MNR \$4.8M, LIRR \$4.7M, LI Bus \$340K and SIRTOA \$24K. This procurement is to be funded by each Agency's respective Operating Budget.

Schedule H: Modifications to Personal Service and Miscellaneous Service Contracts



Item Number: H

Vendor Name (& Location) Jacobs Civil Consultants, Inc.
Description Croton/Peekskill Station Improvements
Contract Term (including Options, if any) Thirty-Six (36) months
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: Procurement & Material Management, Anthony J. Bombace, Jr.

Contract Number 38384	AWO/Modification # 2
Original Amount:	\$563,683
Prior Modifications:	\$ 78,708
Prior Budgetary Increases:	
Current Amount:	\$642,391
This Request:	\$150,000 (not-to-exceed)
% of This Request to Current Amount:	23%
% of Modifications (including This Request) to Original Amount:	41%

Discussion:

In December 2007 through the use of the competitive RFP Process, MNR awarded a personal services contract to the firm, Jacobs Civil Consultants, Inc. to provide engineering services consisting of inspection, design, and construction support services for improvements at the Croton-Harmon and Peekskill Stations. The scope of work consisted of designing platform, canopy, overpass improvements and various station enhancements at both of these stations. Due to limited funding, the design of the improvements did not include extensions to the platform canopy(s), but is now increasingly necessary to reduce the risks associated with platform safety especially in inclement weather. Additionally, a contract change to Jacobs is the most efficient and cost effective means of ensuring compatibility between all of the designed improvements at the Stations.

At this time, Metro-North Railroad requests that the consultant provide additional design services for platform canopy extensions at Croton Harmon Station's island platform servicing Track 2 and Track 4 to cover gaps between the North and South Overpasses, and to provide additional canopies at the north and south ends of the platform. Presently, MNR's customers are exposed to the elements at these locations. These improvements will increase customer safety by reducing the risk and frequency of snow and ice conditions occurring on the platform. The total cost of the contract change is not-to-exceed \$150,000 and it is to be funded by the MNR Capital Program.

Schedule J: Modifications to Miscellaneous Procurement Contracts



Item Number: J

Vendor Name (& Location) Choice Distribution, Inc. 111 Bell Street, W. Babylon, NY 11704
Description Hardware Fastener Program
Contract Term (including Options, if any) 5 Year Base, with 2 Year Options
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: M of W Depts (Power, GCT, M/E, Trac, Structures, C&S) Procurement & Material Management Anthony J. Bombace, Jr.

Contract Number Various	AWO/Modification # 1
Original Amount:	\$42,297,500
Prior Modifications:	\$ 0
Prior Budgetary Increases:	\$ 0
Current Amount:	\$42,297,500
This Request:	\$21,888,000
% of This Request to Current Amount:	%51.75
% of Modifications/Options (including This Request) to Original Amount:	%51.75

Background & Discussion:

In February 2005, MNR, on behalf of itself, New York City Transit, Long Island Rail Road, and Staten Island Rapid Transit awarded a competitively solicited, miscellaneous procurement contract for a five (5) year base + two (2) year option period, for the provision and on-going replenishment of common hardware fasteners (nuts, bolts, washers, lock nuts etc.) to the firm, Choice Distribution, Inc. (Choice). The various hardware fasteners are required and are integral components throughout the MTA Agencies' facilities to support maintenance and repair of all types of equipment (rail cars, locomotives, subway cars, buses, maintenance vehicles, communication apparatus, etc. Choice is required to monitor and maintain on-site minimum/maximum material reorder levels and provide computerized reports detailing usage at each setup location.

Choice has also established and tailored cabinet setups at various locations within each Agency, based on the most frequently used material and on-going operational needs. Prior to award of the contract, each Agency maintained individual contracts for hardware fasteners, and material was delivered and maintained in centralized storeroom locations within each agency. The multiple location cabinet setups in the Choice contract improved the process of securing requisite nut & bolt material faster and more effectively. Also, the multiple location cabinet setups are unique to the specific business needs at the agency facilities and have improved the process of securing requisite nut & bolt material by having the material readily available to the employees.

Since the original award in 2005, usage of this contract by the operating agencies has been increasing; MTA Bus and LIB agency requirements have been added and the addition of new railroad cars, subway cars and buses, as well as the expansion of rail / subway shops and facilities' requirements and needs have been successfully added to the contract.

At this time, MNR requests approval to exercise the available two (2)-year option on behalf of MNR and the MTA agencies. The unit prices which were competitively established in 2005 will remain fixed for the two (2) year extension period and are deemed fair and reasonable. The additional funds required for the two (2)-year option total \$21,888,000, and the breakdown by agency is as follows: NYCT Subways \$1.524M, NYCT Buses \$8.0M, MTA Bus \$2.5M, MNR \$4.8M, LIRR \$4.7M, LI Bus \$340K and SIRTOA \$24K. This procurement is to be funded by each Agency's respective Operating Budget.

OCTOBER 2009

METRO-NORTH RAILROAD

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Schedules Requiring Majority Vote:

Page

K. Ratification of Completed Procurement Actions

(Staff Summaries required for unusually large or complex items which otherwise would require Board approval)

1. Emergency Procurement of Third Rail Materials	\$327,275		
Mac Products		Hook Bolts	\$28,125
AAA Sales & Manufacturing		Insulator Brackets	\$53,350
Selco Manufacturing		Type-V Brackets	\$60,200
Cleveland Track Material		Steel Channels	\$185,600

Due to an abnormally high failure rate of fiberglass Third Rail brackets (the use of which has been suspended) on track within the Park Avenue Tunnel, Metro-North declared an emergency in order to immediately purchase replacement steel brackets and related material. The material included Type-V and Insulator Brackets, Hook Bolts and Steel Channels, all of which were deemed essential to avoid potentially serious disruption of train service that could result from additional bracket failures. Competitive bids were obtained on an expedited basis from numerous vendors known to be responsive and prices have been deemed fair and reasonable as they are comparable with prices paid for these materials in the past. MNR contacted both NYCT & LIRR to determine if they could provide any of the requisite material; since both Agencies utilize an entirely different third rail configuration than MNR, no similar material was available.

MNR's Maintenance of Way/Power Department will utilize the steel brackets on an interim basis in the Tunnel. Once the final re-design of the fiberglass brackets is completed, any steel brackets and related material remaining from the emergency procurements can be used throughout MNR's territory. The total of the emergency procurements is \$327,275 and they are funded by the MNR Operating Budget.

2. Emerg. Drain Pipe Repair-Middletown Station	\$1,294,452	<u>Staff Summary Attached</u>	
LAZ Parking	\$85,270		
Ecco III Enterprises, Inc.	\$298,182		
Ben Ciccone, Inc.	\$911,000		

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As a likely result of heavy rains and runoff, a small sink hole opened up on the entrance road leading into the Middletown station on Saturday, June 27, 2009. The MTAPD as well as MNR staff were contacted and went to the scene to assess the situation; MNR's Parking Operator (LAZ Parking) was also notified. As staff began to arrive, a growing sink hole had opened up. This deteriorating condition forced the closing of the road briefly to vehicles/pedestrians; no injuries or damage to vehicles occurred. To complete any and all necessary repairs at the Station, MNR Declared an Emergency in order to expedite the necessary procurement actions.

To keep the station open, a temporary road was created using the existing sidewalk to allow vehicles to enter/exit the station. It was discovered that an underground 58" culvert drainage pipe (estimated to be over 20 years old and predated the station) had collapsed. Escaping water had ultimately eroded the support fill and undermined the entrance roadway. LAZ Parking called in its sub-contractor, NAC/Picco, who secured the necessary materials, including a multi-section 80' pipe, and worked overnight Saturday into Sunday to build a temporary road and provide station access. By midday Sunday, one lane of traffic was reopened with full access to the station obtained later that day, with no impact for Monday, June 29th's morning rush hour.

On Sunday, July 5th, MNR Engineering personnel assessed another small sinkhole that had begun to open on the exit side of the roadway. NAC/Picco stabilized the exit lane with the sinkhole by adding new fill etc., and two lanes were restored in preparation of the Monday, July 6th am rush. That same day, Sunday, it was determined that this condition would continue to deteriorate without temporary repairs, an overflow drainage system and installation of two Bailey Bridges (temporary bridges) to minimize the live-load onto a collapsing drainage system. On July 6, 2009 MNR's Capital Engineering Department, in concurrence with MNR Procurement, contacted a contractor currently under contract with MNR, ECCO III Enterprises, Inc., to respond and start the temporary repair efforts. The temporary repairs were substantially completed on July 13, 2009. The temporary Bailey Bridges were delivered to the site for ECCO's installation on a rental basis (July-Nov.'09).

During the construction efforts for the temporary repairs, HDR (a Drainage Engineering Consultant currently under contract with MNR on an on-call procurement), was contacted to perform an analysis of the current situation (the required temporary repairs) and to pursue a permanent design solution. The costs associated with HDR's design efforts are funded through their existing On-Call Contract. The permanent design was completed on August 28, 2009. As a result of the design effort it was determined that the temporary repairs would most likely deteriorate over time or require a labor intensive continual maintenance effort. It was also determined that the best course of action would be to perform permanent replacement of the drainage system, allowing for the removal of the temporary "Bailey Bridges" by the end of October and permanent repairs to the access road before the asphalt plants close for winter shut down (historically around the 3rd week of November).

On August 28, 2009 bids were solicited from three (3) contractors presently under contract to MNR and mobilized and within reasonable proximity to the Middletown Station. On September 4, 2009 bids were received from all three contractors and a Notice-to- Proceed was issued to the low bidder, Ben Ciccone, Inc. in the amount of \$911,000 for a period of performance of sixty (60) days.

The total cost of all the temporary repairs is \$383,452 and the total cost for all permanent repairs is \$911,000. Funding is provided in the MNR Operating and Capital Budgets. In addition, related MNR capital soft costs (not procurement items) in the amount of \$250,000 are to be funded by the MNR Capital Budget.

Schedule K: Ratification



Item Number: **K**

Vendor Name (& Location) Ben Ciccone, Inc., Ecco III Enterprises, Inc., & LAZ Parking
Description Storm Drain Culvert Rehabilitation Middletown Station
Contract Term (including Options, if any) 60 days
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: & Sole Source

Contract Number Various	AWO/Modification #
Renewal?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount:	\$1,294,452
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Procurement & Material Management, Anthony J. Bombace, Jr.	

Background & Discussion:

As a likely result of heavy rains and runoff, a small sink hole opened up on the entrance road leading into the Middletown station on Saturday, June 27, 2009. The MTAPD as well as MNR staff were contacted and went to the scene to assess the situation; MNR's Parking Operator (LAZ Parking) was also notified. As staff began to arrive, a growing sink hole had opened up. This deteriorating condition forced the closing of the road briefly to vehicles/pedestrians; no injuries or damage to vehicles occurred. In order to complete any and all necessary repairs at the Station, MNR Declared an Emergency in order to expedite the necessary procurement actions.

In order to keep the station open, a temporary road was created using the existing sidewalk to allow vehicles to enter/exit the station. It was discovered that an underground 58" culvert drainage pipe (estimated to be over 20 years old and predated the station) had collapsed. Escaping water had ultimately eroded the support fill and undermined the entrance roadway. LAZ Parking called in its sub-contractor, NAC/Picco, who secured the necessary materials, including a multi-section 80' pipe, and worked overnight Saturday into Sunday to build a temporary road and provide station access. By midday Sunday, one lane of traffic was reopened with full access to the station obtained later that day, with no impact for Monday, June 29th's morning rush hour.

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On August 28, 2009 bids were solicited from three (3) contractors presently under contract to MNR and mobilized and within reasonable proximity to the Middletown Station. On September 4, 2009 bids were received from all three contractors and a Notice-to-Proceed was issued to the low bidder, Ben Ciccone, Inc. in the amount of \$911,000 for a period of performance of sixty (60) days. The total cost of all the temporary repairs is \$383,452 and the total cost for all permanent repairs is \$911,000. Funding is provided in the MNR Operating and Capital Budgets. In addition, related MNR capital soft costs (not procurement items) in the amount of \$250,000 are to be funded by the MNR Capital Budget.

Staff Summary

Subject: Request for Authorization to Award Various Procurements
Department: Procurement & Materials
Department Head Name: Anthony W. Koestler
Department Head Signature: <i>Anthony W. Koestler</i>
Project Manager Name: Various

Date: September 30, 2009
Vendor Name:
Contract Number:
Contract Manager Name:
Table of Contents Ref #:

Board Action					
Order	To	Date	Approval	Info	Other
1	President	9/30/09			
2	MTA B&T Committee	10/21/09			
3	MTA Board	10/28/09			

Internal Approvals			
Order	Approval	Order	Approval
	President <i>JK</i>		VP Staff Services
	Executive Vice President <i>[Signature]</i>		VP Procurement & Materials
	General Counsel		VP Labor Relations
	VP Operations		VP & Chief Engineer

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
	Chief Financial Officer		Chief Technology Officer		Chief Health & Safety Officer		VP Strategic Initiatives
	Chief Security Officer		Chief Maintenance Officer		MTA Office of Civil Rights		Chief EEO Officer

PURPOSE:

To obtain approval of the Board to award various contracts and purchase orders, and to inform the MTA B&T Committee of these procurement actions.

DISCUSSION:

MTA B&T proposes to award Non-Competitive procurements in the following categories: None

MTA B&T proposes to award Competitive procurements in the following categories:

<u>Schedules Requiring Majority Vote</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule F Personal Service Contracts	1	\$7.000M
Schedule G Miscellaneous Service Contracts	2	\$1.676M
Schedule H Modifications to Personal/Miscellaneous Service Contracts	1	\$1.473M
Schedule I Modifications to Purchase & Public Works Contracts	1	\$1.394M
SUBTOTAL	5	\$11.543M

MTA B&T presents the following procurement actions for Ratification: None

TOTAL	5	\$11.543M
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BUDGET IMPACT:

The purchases/contracts will result in obligating MTA B&T and Capital Construction funds in the amount listed. Funds are available in the current MTA B&T operating/capital budgets for this purpose.

RECOMMENDATION:

That the purchases/contracts be approved as proposed. (Items are included in the resolution of approval at the beginning of the Procurement Section.)

The legal name of MTA Bridges and Tunnels is Triborough Bridge and Tunnel Authority.

MTA BRIDGES & TUNNELS
TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

WHEREAS, in accordance with § 1265-a and § 1209 of the Public Authorities law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous procurement contracts, and certain changes orders to procurement, public work, and miscellaneous procurement contracts; and

WHEREAS, in accordance with § 2879 of the Public Authorities Law and the All Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts, and certain change orders to service contracts; and

NOW, upon the recommendation of the Executive Director, the Board resolves as follows:

1. As to each purchase and public work contract set forth in annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.
2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which authorization to solicit proposals is requested, for the reasons specified therein, the Board declares competitive bidding to be impractical or inappropriate, declares it is in the public interest to solicit competitive request for proposals and authorizes the solicitation of such proposals.
3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.
4. The Board ratifies each action set forth in Schedule D for which ratification is requested.
5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; the contract modifications to purchase and public work contracts set forth in Schedule I; and vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.
6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.
7. The Board authorizes the budget adjustments to estimated contracts set forth in Schedule L.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
OCTOBER 2009

MTA BRIDGES & TUNNELS

Procurements Requiring Majority Vote:

Page

F: Personal Service Contracts

(Staff Summaries required for items greater than: \$100K Sole Source; \$250K Other Non-Competitive; \$1M Competitive)

- | | | | | |
|----|---|---|--------------------------------------|-----|
| 1. | Ammann & Whitney Consulting Engineers, PC
LiRo Engineers, Inc.
Contract Nos. PSC-08-2849 A and B | \$ 7,000,000.00
(aggregate not-to-exceed amount for the two contracts is \$7,000,000) | <u>Staff Summary Attached</u> | 175 |
|----|---|---|--------------------------------------|-----|
- 5 yr. contracts – Competitive RFP – 7 Proposals
 Provide miscellaneous construction inspection services on an as-needed basis. The aggregate not-to-exceed amount for the two contracts is \$7,000,000.

G: Miscellaneous Service Contracts

(Staff Summaries required for items greater than: \$100K Sole Source; \$250K Other Non-Competitive; \$1M RFP; No Staff Summary required if Sealed Bid Procurement)

- | | | | | |
|----|--|---|--|--|
| 2. | American Industrial Doors, Inc.

United Steel Products, Inc.

Contract No. 08-MNT-2829Y | \$ 410,200.00 (B&T)
\$ 188,684.00 (LIB)
\$ 523,360.00 (MNR)
<u>\$ 75,300.00 (MNR)</u>
\$1,197,544.00 | | |
|----|--|---|--|--|
- 3 yr. contracts – Competitive Bid – Low Bid/4 Bids
 On June 12, 2009 the Authority issued a solicitation for Contractors to provide preventive maintenance and repair to overhead rolling doors located at various B&T, LIB and MNR facilities for a period of three years. The service requirements were publicly advertised. The solicitation notice was sent to sixty three firms. Seven firms requested copies of the solicitation. On August 19, 2009, four bids were submitted. The scope of services under this contract is the same as that under B&T's and LIB's current contracts; MNR had not procured these services. The prices are fixed for a three year period. The prices from American Industrial Doors are significantly higher than those under B&T's current contract with Deegan Overhead Doors. In order to obtain information on this disparity, Deegan (the second low bidder) was asked why pricing submitted under this solicitation was so much higher compared with that under its current contract. Deegan advised that it had previously provided the Authority with favorable pricing that it could no longer continue. LIB's pricing was on average 7.1% lower compared with the prices under its current contract with Global Overhead Doors. After evaluation of the bids, it was determined pursuant to provisions of the IFB included in the solicitation that American Industrial Doors for B&T and LIB and United Steel Products for MNR are the lowest responsive, responsible bidders. Based on competition, the prices are considered fair and reasonable. Funding is available in each agency's Operating Budget.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
OCTOBER 2009

Page

3. **Triport International A.G.E.R. Inc.** \$ **478,000.00**
Contract No. 09-MNT-2850

3 yr. contract – Competitive Bid – Low Bid/2 Bids
 On July 31, 2009 the Authority issued a solicitation for a Contractor to provide all labor, materials and equipment necessary to perform preventive maintenance, inspections, scheduled and unscheduled maintenance and all related repairs on our heavy duty vehicles. The service requirements were publicly advertised. The solicitation was sent to 138 firms. Six firms requested copies of the solicitation. On September 10, 2009, two bids were submitted. The scope of services under this contract is the same as that under the current contract. In comparison with the current contract (Triport is the incumbent), the labor rate increased by 10%. The percentage discounted (12%) off the published price list for all parts and materials and the percentage over cost of 20% for all subcontract work remained the same. In addition, the percentage over cost for all towing charges decreased from 5% to 0%. The bid prices are fixed for the three year period. Triport's bid price of \$478,000 is 7.4% lower than the user's estimate. After evaluation of the bids, it was determined that Triport International A.G.E.R. Inc. is the lowest responsive, responsible bidder. Based on competition, the price is considered fair and reasonable. Funding is available in the Operating Budget under General Ledger 57410.

H: Modifications to Personal Service Contracts and Miscellaneous Service Contracts Awarded as Contracts for Services

(Approvals/Staff Summaries required for substantial change orders and change orders that cause original contract to equal or exceed monetary or durational threshold required for Board approval)

4. **Parsons Brinckerhoff/Chas. H. Sells** \$ **1,473,359.16** **Staff Summary Attached** 177
(Joint Venture)
Contract No. PSC-03-2672

Additional construction support services for the Conceptual Design for Project BW-89, Elevated and On-Grade Deck Replacement at the Bronx-Whitestone Bridge.

I: Modifications to Purchase & Public Works Contracts

(Approvals/Staff Summaries required for individual change orders greater than \$250K. Approvals without Staff Summaries required for change orders greater than 15% of previous approved amount which are also at least \$50K)

5. **Conti of New York, LLC** \$ **1,394,000.00** **Staff Summary Attached** 178
Contract No. BW-89

Additional work under Contract BW-89, Replacement of the Bronx Approach and Miscellaneous Repairs to the Queens Approach at the Bronx-Whitestone Bridge.

Staff Summary

Item Number 1 (Final)					
Dept & Dept Head Name: Engineering & Construction, Thomas Bach, P.E. <i>Thomas Bach</i>					
Division & Division Head Name: Engineering & Construction, Barry P. Silberfarb <i>C. Salas For BS 09/25/09</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	9/30/09			
2	MTA B&T Committee	10/21/09			
3	MTA Board	10/28/09			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer <i>DS</i>	4	Executive Vice President <i>[Signature]</i>		
2	General Counsel <i>[Signature]</i>	5	President <i>[Signature]</i>		
3	VP Procurement & Materials, Acting <i>[Signature]</i>				

SUMMARY INFORMATION	
Vendor Name Ammann & Whitney Consulting Engineers, PC LiRo Engineers, Inc.	Contract Number PSC-08-2849A PSC-08-2849B
Description Miscellaneous Construction Inspection Services on an "As-Needed" Basis for Project GFM-488	
Total Amount NTE \$7,000,000	
Contract Term (including Options, if any) Five (5) Years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

To obtain approval in accordance with the All-Agency Guidelines for Procurement of Services to award two (2) competitively solicited personal service contracts, Contracts PSC-08-2849A and PSC-08-2849B, to (A) Ammann & Whitney Consulting Engineers, P.C. ("A&W"), located at 96 Morton Street, New York, NY; and (B) LiRo Engineers, Inc. ("LiRo"), located at 3 Aerial Way, Syosset, NY, to provide miscellaneous construction inspection services on an "as-needed" basis in an aggregate amount not to exceed \$7,000,000 over a period of five (5) years.

II. DISCUSSION

B&T requires the services of several multi-disciplined engineering consulting firms to provide construction inspection services on an as-needed basis for duration of five (5) years. The contracts are for an indefinite quantity, with the required services being assigned on an as-needed basis by issuing Work Orders. The Work Orders will be assigned to the consultants based on their current workload, available personnel and expertise as well as cost effectiveness to B&T. The total amount for each Work Order will be negotiated separately using the labor, overhead and profit rates contained in each contract.

The service requirements were publicly advertised. Twenty-five (25) firms submitted qualification information for review and evaluation by the Selection Committee. Seven (7) firms (A&W, Greenman-Pedersen, Inc., HAKS Engineers, Architects & Land Surveyors, P.C., Henningson, Durham & Richardson Architecture & Engineering, LiRo, PB Americas, Inc. and STV Incorporated ("STV")) were selected to receive the Request for Proposal ("RFP") and all seven submitted proposals. The proposals were evaluated against established criteria set forth in the RFP including

(rev. 2/2/09)

Staff Summary

technical work proposed, depth of understanding of the project, qualifications of the firm for specific personnel proposed and cost. The Committee elected to waive oral presentations and review the cost proposals. The consultants, in their base proposals, were asked to quote labor, overhead, profit and escalation rates based on predetermined titles and estimated hours. After evaluating the proposers' technical submittals and their cost proposals based on sample tasks, the Committee recommended that negotiations be conducted with A&W, LiRo and STV based on the following:

- A&W, the highest ranked firm, has extensive experience performing on-call assignments for the City and State of New York, other clients in the metropolitan area and other public Authorities such as the New Jersey Department of Transportation and the Port Authority of New York and New Jersey. A&W's proposed project team comprises highly experienced individuals many of whom have satisfactorily performed on B&T construction inspection contracts in the past. A&W also proposed the lowest cost based upon sample tasks given to all proposers.
- LiRo, the second highest ranked firm, has worked with B&T for many years on "as-needed" construction inspection projects and has experience with other agencies in this area across the states of New York and New Jersey. Its technical proposal and past performance on our current as-needed construction inspection contract (PSC-05-2749C) clearly demonstrated that it has the experience and resources necessary to successfully perform this contract. LiRo has a large pool of inspectors and flexible staffing, which allows it to react quickly to B&T needs for bridge, building and environmental services with its in-house staff. Additionally, LiRo has a consistent record of providing B&T with timely and quality service.
- STV, the third highest ranked firm, is currently performing on-call construction inspection services under Contract PSC-05-2749C as a joint venture partner with Daniel Frankfurt. STV proposed a Project Manager dedicated to providing a high level of customer service, has a large pool of local resident engineers and inspectors and has extensive experience in the construction management and inspection of both transportation and building structures with B&T as well as other local agencies.

A fully loaded weighted average hourly rate ("FLWAHR") was developed for each consultant, using the consultants' negotiated rates for labor, overhead and profit and B&T's estimated hours and labor distribution on sample tasks. The negotiated FLWAHR for the recommended consultants ranged from \$94.80 to \$102.92. The FLWAHR for this contract represents an approximate increase of 4.6% annually over the current contracts (PSC-05-2749A, PSC-05-2749B and PSC-05-2749C). Available statistical data from the U.S. Department of Labor, Bureau of Labor and Statistics, indicates that the increase for engineers over the five-year time period was about 4.5% annually. Based on this information, the negotiated rates are considered fair and reasonable. After review, A&W and LiRo have each been determined to be responsible consultants. Approval is requested to award two (2) contracts. The aggregate value for all as-needed contracts is an amount not to exceed \$7,000,000.

III. D/M/WBE INFORMATION

The MTA Office of Civil Rights has established goals of 10% MBE and 5% WBE for each of these contracts. The M/WBE requirements have been satisfied by each of the recommended firms.

IV. IMPACT ON FUNDING

Funding in the amount of \$7,000,000 is available in the 2009-2014 Major Maintenance Program under GFM-488 (GL 74001).

V. ALTERNATIVES

There are no recommended alternatives. B&T does not possess the resources required to perform these services.

Schedule H: Modifications to Personal Service Contracts and Miscellaneous Service Contracts

Item Number: **4** (Final)

Vendor Name (& Location) Parsons Brinckerhoff/Chas. H. Sells, A Joint Venture	Contract Number PSC-03-2672	AWO/Modification #
Description Conceptual Design for Project BW-89, Elevated and On-Grade Deck Replacement at the Bronx-Whitestone Bridge	Original Amount:	\$1,522,677.49
Contract Term (including Options, if any) July 31, 2003 – December 31, 2011	Prior Modifications:	\$8,802,022.49
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Budgetary Increases:	N/A
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount:	\$10,324,699.98
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	This Request:	\$1,473,359.16
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	% of This Request to Current Amount:	14.3%
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Thomas Bach, P.E.	% of Modifications (including This Request) to Original Amount:	674.8%

Discussion:

Approval is requested to modify Contract PSC-03-2672, Conceptual Design for Project BW-89, Elevated and On-Grade Deck Replacement at the Bronx-Whitestone Bridge with Parsons Brinckerhoff/Chas. H. Sells, A Joint Venture (PB/Sells) to increase funding in the amount of \$1,473,359.16 for additional design support services for ongoing construction. The additional work is required due to the increased number of submittals anticipated for the project.

The prospective increase is primarily attributed to additional submittals for demolition, staging, temporary shoring needed for construction, other structural elements and the contractor's means and methods for the Project. Moreover, funds for design support services have been expended for work including but not limited to: mini-pile foundation design reviews and revisions and additional design details for concrete and structural steel repairs to the Bronx and Queens Approaches as a result of the 2009 biennial inspection.

PB/Sells submitted a proposal in the amount of \$1,473,359.16. The Engineer's estimate is \$1,500,718. During negotiations the scope was reviewed and discussed. The proposal includes an additional allowance of \$100,000 for unanticipated design details in case additional concrete and structural steel repairs are identified during construction. The Authority accepted PB/Sells proposal in the amount of \$1,473,359.16, which is 1.8% below the Engineer's estimate and is fair and reasonable. Consistent with the Procurement Guidelines this amendment constitutes a substantial change. Funding for this amendment is available from the 2000 – 2004 Capital Program under Project BW-89 in the amount of \$1,358,359.16 and the Major Maintenance Budget under Project WBM-342 in the amount of \$115,000.

For background information, the original scope of work had been divided into two phases: Phase A for a feasibility study and conceptual design that was awarded in the amount of \$1,522,677.49 and Phase B for the final design which was approved by the Board in June 2005 in the amount of \$6,141,656.96. Subsequently, amendments in the amount of \$1,566,609.40 for design support services during construction and \$946,520.11 for additional design services were issued, resulting in an adjusted contract value of \$10,324,699.98.

Schedule I: Modifications to Purchase and Public Works Contracts
Item Number: 5 (Final)

Vendor Name (& Location) Conti of New York, LLC, South Plainfield, New Jersey	Contract Number BW-89	AWO/Modification #
Description Replacement of the Bronx Approach and Miscellaneous Repairs to the Queens Approach at the Bronx-Whitestone Bridge	Original Amount:	\$192,777,291.00
Contract Term (including Options, if any) October 23, 2008 – October 22, 2012	Prior Modifications:	\$1,897,230.00
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Budgetary Increases:	N/A
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount:	\$194,674,521.00
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:	This Request:	\$1,394,000.00
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	% of This Request to Current Amount:	0.7%
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Thomas Bach, P.E.	% of Modifications (including This Request) to Original Amount:	1.7%

Discussion:

Approval is requested to modify Contract BW-89 with Conti of New York, LLC (Conti) for additional funding in the amount of \$1,394,000. On October 23, 2008, Contract BW-89 was awarded to Conti in the amount of \$192,777,291 for a four year duration. The Bronx-Whitestone, which opened in 1939 to traffic, is the second oldest B&T bridge. The Work to be performed under this contract may be briefly described as: (i) structural steel and concrete repairs on the Queens Approach; (ii) installation of mini-pile foundations for the new Bronx Approach; (iii) phased demolition and replacement of the existing Bronx Approach; (iv) installation of temporary and permanent barrier systems; (v) electrical and lighting work; (vi) installation of a fire standpipe system; (vii) replacement of the maintenance facility under the lower Bronx Approach span, including underground storage tank removal and (viii) performing incidental lead and asbestos abatement.

The 2009 Biennial Inspection identified repair work which needs to be expedited and will be brought to the Board over the next few months in a series of change orders to engineering design, construction and construction management contracts. This staff summary requests approval for the repair of the floor beam top flanges at five locations and parapet channel supports at thirteen locations along the Bronx and Queens Approaches. Also, unit quantity increases of nine each for Item 02450.1 - 305mm Mini-Pile Foundation and three each for Item 02450.2 - 229mm Mini-Pile Foundation are necessary.

Conti submitted proposals for the floor beam and parapet repairs totaling \$1,207,206.98. The Engineer's revised estimates total \$1,025,231.06. Negotiations resulted in reductions totaling \$125,206.98 and agreed to an amount of \$1,082,000 for the floor beam and parapet repairs, which is 5.5 % above the estimate and is fair and reasonable. The contract unit price for Items 2450.1 and 2450.2 is \$26,000/each (the same for both items) and results in an increase of \$312,000 for the additional mini-pile foundations. The unit prices were reviewed in accordance with Article 3.02, Variable Quantities Clause and are considered fair and reasonable. Funds are available in the 2005 – 2009 Capital Program under Project BW-89 in the amount of \$312,000 and the Major Maintenance Budget under Project WBM-342 in the amount of \$1,082,000.

Staff Summary



Subject Design and Construction Services at 135 William Street
Department Fulton Street Transit Center
Department Head Name Uday Durg
Department Head Signature
Program Manager / Project Manager Name Hsin Wu

Date October 2009
Vendor Name 135 William Street Associates, LLC
Contract Number N/A
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	MTACC Committee				
2	Finance Committee				
3	MTA Board				

Internal Approvals			
Order	Approval	Order	Approval
	President MTACC		
	General Counsel HT		
	Chief Financial Officer TD		
	Human Resources		

BACKGROUND:

MTA has acquired a permanent easement at 135 William Street Associates, LLC for construction of a new entrance for the Fulton Street Transit Center (FSTC) project. Construction of the entrance will require the owner of the building to relocate the heating plant out of the easement area acquired by the MTA. The owner will be responsible for completing all the necessary work to allow the MTA to build its entrance without impacting the operation of the building.

PURPOSE:

To seek Board authorization to enter into an agreement with 135 William Street Associates, LLC for a not-to-exceed amount of \$1,000,000 for all services necessary to relocate the heating plant servicing 135 William Street.

DISCUSSION:

The FSTC project will be building an entrance at 135 William Street within an easement area acquired for this purpose by the MTA using eminent domain. The heating plant for 135 William Street is within this easement area and must be relocated by the building owner before the MTA construction can proceed. Agreement has been reached with the building owner on the scope of the acquired work and its estimated cost of approximately \$1,000,000. The scope of the work is as follows:

- Coordinate relocation of gas meters from the easement area;
- Design, procure and install an alternate source of heat for the property, replace the existing heating system. This work includes relocation of existing gas service from an area outside the easement area and additional supply and return ducts required to hook up the new system; and
- Relocate the steam risers that interfere with the easement area at street level.

ALTERNATIVES:

The alternative is for the MTA to contract directly for this work and assume all risk associated with this work. This is not recommended because the building owners are in the best position to plan, design and contract for this work. Furthermore, if the MTA contracts for the services, the MTA becomes responsible for any problems or issues that arise as a result of the construction within the private buildings.

FUNDING IMPACT:

The work will be funded from the MTA's 2005-2009 Capital Plan.

RECOMMENDATIONS:

MTA Board Approval of an agreement with 135 William Street Associates, LLC for a not-to-exceed amount of \$1,000,000 to progress the design and construction for the required work.

Staff Summary

Subject Design Services for 301 -303 E83rd Street (Block 1546, Lot 1)
Department Second Avenue Subway Project
Department Head Name William E. Goodrich
Department Head Signature
Program Manager / Project Manager Name Anil Parikh/Sant Singh

Date October 2009
Vendor Name Archstone Management
Contract Number N/A
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	MTACC Committee				
2	Finance Committee				
3	MTA Board				

Internal Approvals			
Order	Approval	Order	Approval
	President MTACC		
	General Counsel VA		
	Chief Financial Officer AD		
	Human Resources		

BACKGROUND:

The Second Avenue Subway (SAS) project will require permanent and temporary easements for entrances, ventilation facilities and other support functions to be built partially or entirely within privately owned buildings. As design has progressed for this project, it is evident that a number of facilities must be built in a cooperative effort with private property owners to minimize any potential impacts and consequential damages in the event of interruption of critical building utilities. Agreements will, therefore, be required with building owners to cover engineering services and construction. It is anticipated that MTACC will be coming to the Board for a number of these types of agreements for SAS as they are negotiated as design and construction proceeds.

PURPOSE:

To seek Board Authorization to enter into a design services agreement for a not-to-exceed amount of \$ 385,000 to advance the design to make changes to 301-303 E83rd Street which is needed to accommodate this entrance.

DISCUSSION:

SAS will be building an entrance at 301-303 E83rd Street and 2nd Avenue. This entrance will impact one privately owned building. The work that must be done includes:

- Performing an existing conditions survey to inventory existing mechanical, electrical and plumbing and other building system elements located in or running through space to be acquired by MTA, including traces of lines into owner space to identify ownership, function and other information needed for relocation planning.
- Planning and design for MEP relocations impacted by the SAS facility.
- Planning and design of heating plant replacement, including technical and cost analysis of alternatives to full replacement.
- Planning and design of gas meter room reconfiguration.
- Planning and design in support of utility coordination for point of entry changes.
- Structural Design
- Review design drawings, specifications, calculations and shop drawings by MTA, its consultants and contractors.

Staff Summary

ALTERNATIVES:

The alternative is for the MTA to contract directly for this work and assume all risk associated with this work. This is not recommended because the building owners are in the best position to plan, design and contract for this work. Furthermore, if the MTA contracts for the services, the MTA becomes responsible for any problems or issues that arise as a result of the construction within the private buildings.

FUNDING IMPACT:

The work will be funded from the MTA's 2005-2009 Capital Plan.

RECOMMENDATIONS:

MTA Board Approval of a design services agreement with Archstone Management (301-303 E83rd Street) for a not-to-exceed amount of \$ 385,000 to progress the design for the required work. Once the design is completed and is approved, MTACC and Archstone Management will negotiate a construction agreement so that the required work can be undertaken.

Staff Summary

Subject Design Services for 250 E. 87th Street (Block 1532, Lot 22)
Department Second Avenue Subway Project
Department Head Name William E. Goodrich
Department Head Signature
Program Manager / Project Manager Name Anil Parikh/Sant Singh

Date October 2009
Vendor Name 250 E 87 th Street Owners Corp.
Contract Number N/A
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	MTACC Committee				
2	Finance Committee				
3	MTA Board				

Internal Approvals			
Order	Approval	Order	Approval
	President MTACC		
	General Counsel 		
	Chief Financial Officer 		
	Human Resources		

BACKGROUND:

The Second Avenue Subway (SAS) project will require permanent and temporary easements for entrances, ventilation facilities and other support functions to be built partially or entirely within privately owned buildings. As design has progressed for this project, it is evident that a number of facilities must be built in a cooperative effort with private property owners to minimize any potential impacts and consequential damages in the event of interruption of critical building utilities. It is also not prudent for the MTA to take on the risk of performing such work in an uncooperative environment. Agreements will, therefore, be required with building owners to cover engineering services and construction. It is anticipated that MTACC will be coming to the Board for a number of these types of agreements for SAS as they are negotiated as design and construction proceeds.

PURPOSE:

To seek Board Authorization to enter into a design services agreement with 250 East 87th Street Owner's Corp. for a not-to-exceed amount of \$1,300,000 to advance the design for utility relocations and structural modifications that must be done within 250 East 87th Street to allow for the construction of an ancillary facility for SAS.

DISCUSSION:

SAS will be building an ancillary facility at 250 E. 87th Street on 2nd Avenue between 87th St. & 86th Streets. This ancillary will impact one privately owned building. The work that must be done includes:

- Performing an existing conditions survey to inventory existing mechanical, electrical and plumbing and other building system elements located in or running through space to be acquired by MTA, including traces of lines into owner space to identify ownership, function and other information needed for relocation planning.
- Planning and design for plumbing relocations impacted by the SAS facility.
- Planning and design of heating plant replacement, including technical and cost analysis of alternatives to full replacement.
- Planning and design for relocation of building's new main electrical distribution room including new CT cabinet, switchgear, switch boards etc.
- Relocate and construct new gas meter room.
- Planning and design in support of utility coordination for point of entry changes.
- Structural Design
- Review design drawings, specifications, calculations and shop drawings by MTA, its consultants and contractors.

Staff Summary

ALTERNATIVES:

The alternative is for the MTA to contract directly for this work. This is not recommended because the building owners are in the best position to plan, design and contract for this work. Furthermore, if the MTA contracts for the services, the MTA becomes responsible for any problems or issues that arise as a result of the construction within the private buildings.

FUNDING IMPACT:

The work will be funded from the MTA's 2005-2009 Capital Plan.

RECOMMENDATIONS:

MTA Board Approval of a design services agreement with 250 E. 87th Street for a not-to-exceed amount of \$1,300,000 to progress the design for the required work. Once the design is completed and is approved, MTACC and 250 E. 87th Street will negotiate a construction agreement so that the required work can be undertaken.

Staff Summary

Item Number					
Dept & Dept Head Name: Law, Veronique Hakim <i>V. Hakim</i>					
Division & Division Head Name: N/A					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	Committee	10/21/09			
2	Board	10/28/09			
Internal Approvals					
Order	Approval	Order	Approval		
1	Agency President		<i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name N/A	Contract Number N/A
Description Request for Authorization to Award Various Procurements	
Total Amount \$ 4,396,000	
Contract Term (including Options, if any) Various	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No Various	
Renewal? Various <input type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type Various <input type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type Various <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source Various <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION

To obtain Board approval to award various contracts and purchase orders as reviewed by the MTA Capital Construction Committee and the NYC Transit Committee.

II. DISCUSSION

of Actions \$ Amount

MTA Capital Construction proposes to award Non-Competitive Procurements in the following categories:

None

MTA Capital Construction proposes to award Competitive Procurements in the following categories:

Schedule Requiring Majority Vote

Schedule F Personal Service Contracts	1	\$ 3,000,000 (NTE)
SUBTOTAL	1	\$ 3,000,000 (NTE)

MTA Capital Construction proposes to award Ratifications in the following categories:

Schedule Requiring Two-thirds Vote

Schedule D Ratification of completed Procurement Actions (Involving Schedule E-J)	1	\$ 1,396,000 (NTE)
SUBTOTAL	1	\$ 1,396,000 (NTE)

TOTAL	2	\$ 4,396,000 (NTE)
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Staff Summary

Contract Cost and Terms

N/A

Renewal Information (if applicable)

N/A

Background on Selected Firm

N/A

III. D/M/WBE INFORMATION

N/A

IV. IMPACT ON FUNDING

The purchases/contracts will result in obligating capital funds in the amount listed. Funds are available in the current capital budget for this purpose.

V. ALTERNATIVES

N/A

BOARD RESOLUTION

WHEREAS, in accordance with Section 1265-a and 1209 of the Public Authorities Law and the All Agency Procurement guidelines, the Board authorizes the award of certain non-competitive purchase and public works contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous service and miscellaneous procurement contracts, certain change orders to purchase, public work, and miscellaneous service and miscellaneous procurement contracts;

WHEREAS, in accordance with Section 2879 of the Public Authorities Law and the All-Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

NOW, upon the recommendation of the Executive Director, the Board resolves as follows:

1. As to each purchase and public work contract set forth in annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.
2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which authorization to solicit proposals is requested, for the reasons specified therein, the Board declares competitive bidding to be impractical or inappropriate, declares it is in the public interest to solicit competitive request for proposals and authorizes the solicitation of such proposals.
3. As to each request for proposals (for purchase and public work contracts set forth in Schedule C for which a recommendation is made to award the contract), the Board authorizes the execution of said contract.
4. As to each action set forth in Schedule D, the Board declares competitive bidding impractical or inappropriate for the reasons specified therein, and ratifies each action for which ratification is requested.
5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; v) the contract modifications to purchase and public work contracts set forth in Schedule I; vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.
6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.
7. The Board authorizes the budget adjustments to estimated contracts set forth in Schedule L.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

OCTOBER 2009

Procurements Requiring Majority Vote:

Page

F. Personal Service Contracts

(Staff Summaries required for items requiring Board Approval)

1. Various Firms (Eight)

\$ 3,000,000 Aggregate (NTE)

Staff Summary Attached

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Contract # PS815

On-Call Contracts for Environmental Consulting Services

STAFF SUMMARY

Page 1 of 2

Item Number 1					
Department and Department Head Name: Project Controls R. Schaeffer					
Division and Division Head Name: Health and Safety – D. Michaelian					
Board Reviews					
Order	To	Date	Approval	Info	Other
	Capital Construction, Planning & Real Estate	10/21/09	X		
	Finance	10/26/09	X		
	Board	10/28/09	X		
Internal Approvals					
Order	Approval	Order	Approval		
4	President	2	Chief Financial Officer		
3	General Counsel	1	Director, Procurement		

SUMMARY INFORMATION	
Vendor Name	Contract Number
See list of consultants	PS815
Description	
On-Call Contracts for Environmental Consultant Services	
Total Amount	
\$3,000,000 Aggregate	
Contract Term	
Three (3) years with one (1) additional year option	
Option(s) included in Total Amount?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Renewal?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type	
<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type	
<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION

To obtain the approval of the MTA Board to award competitive personal service on-call contracts to provide environmental consultant services to support MTA Capital Construction projects for an amount not to exceed \$3,000,000 aggregate for a term of three years with the option for one (1) additional year to the following firm teams: 1) Weston Solutions, 2) Airtek Environmental Corp, 3) Gannett Fleming, Inc., 4) STV Group, Inc., 5) AKRF, Inc., 6) LiRo Engineers, Inc., 7) Hatch Mott MacDonald, Inc., and 8) Langan Engineering & Environmental Services. These are zero dollar based contracts and do not obligate MTACC to commit any minimum dollar amount to the consultants.

II. DISCUSSION

MTACC intends to secure the services of a pool of consultants with environmental expertise in the professional areas listed below by entering into several base on-call contracts. Under this arrangement, MTACC will issue task orders against the base contracts for specific consulting services as MTACC's needs are identified. These Task Orders will include detailed specifications for the services required and will typically be competitively solicited among the pool of consultants who can provide the necessary professional service. A Task Order is a written directive from MTACC to perform a detailed scope of work for the services required.

In general, the types of services included in typical task orders for environmental consultant services may include but are not limited to: Environmental Engineering, Environmental Compliance, Archaeology & Cultural Resource Assessments, and Environmental Permits.

MTACC does not anticipate that all firms entering into a base contract will be capable of providing all of the above services. Therefore, MTACC will award several base contracts such that each of the above disciplines can be obtained by MTACC from more than one firm.

III. PROCUREMENT PROCESS

The requirements were advertised in The New York Post, The New York State Contract Reporter and Minority Commerce Weekly and thirty-four (34) firms requested a copy of the RFP. On December 10, 2008, proposals were received from twenty-one (21) firms. A Selection Committee evaluated the proposals based on the following criteria in order of relative importance:

Staff Summary

Page 2 of 2

1. Plan of approach
2. Experience in relevant areas
3. Experience of Project Team
4. Experience of prime & subconsultant key personnel
5. Current workload of prime and subconsultants
6. Management
7. Quality Assurance Plan
8. Other Relevant Matters

The initial phase of the RFP process required that proposals be evaluated based on technical factors only. A discussion of all proposers led to the short listing of the ten (10) firms the Committee believed were most technically qualified. Those firms were 1) URS Corporation, 2) Weston Solutions, 3) Airtek Environmental Corp, 4) Gannett Fleming, Inc., 5) STV Group, Inc., 6) AKRF, Inc., 7) Louis Berger Group, 8) LiRo Engineers, Inc., 9) Hatch Mott MacDonald, Inc., and 10) Langan Engineering & Environmental Services. After an in-depth review of the firms' proposals, their relevant experience and references, the Selection Committee unanimously selected all ten (10) firms. The decision was based on the Committee's determination that they all demonstrated they possess the capacity, understanding, experience and commitment to perform the subject work.

However, because responsibility checks revealed Significant Adverse Information ("SAI") as defined by the MTA's All Agency Responsibility Guidelines on URS Corporation ("URS") and Louis Berger ("LBG") awards are not being made to these firms at this time pending further investigation.

The firms' proposed overhead rates, financial statements and independent auditors' reports were submitted to MTA Audit Services for review and acceptability. Services to be provided under this contract will be awarded on an as-needed basis at a negotiated cost plus fee based on the accepted labor rates and overhead billing rates. The accepted ceiling labor rates will be fixed for a period of one (1) year from the Notice of Award date and subject to MTA Audit's final review.

IV. D/M/WBE

A 10 percent DBE goal was established for this contract by the MTA Office of Civil Rights

V. IMPACT ON FUNDING

Since there is no current order of magnitude and scope of work, the totals cost and funding for these services will be determined upon issuance of a Task Order. The total contract value is based upon projection and is used for budget purposes only. Funding will be available from the Capital Program.

VI. ALTERNATIVES

MTACC does not have the in-house personnel to perform the tasks anticipated under this contract

VII. RECOMMENDATION

MTACC recommends the MTA Board approve the award of competitive personal services on-call contracts to provide environmental consultant services to support MTA Capital Construction projects for an amount not to exceed \$3,000,000 aggregate for a term of three (3) years with an option for one (1) additional year to: 1) Weston Solutions, 2) Airtek Environmental Corp, 3) Gannett Fleming, Inc., 4) STV Group, Inc., 5) AKRF, Inc., 6) LiRo Engineers, Inc., 7) Hatch Mott MacDonald, Inc., and 8) Langan Engineering & Environmental Services.

LIST OF RATIFICATIONS FOR BOARD APPROVAL

OCTOBER 2009

Procurements Requiring Two-Thirds Vote:

D. Ratifications of Completed Procurement Actions (Involving Schedule E-J)
(Staff Summaries required for items requiring Board Approval)

- | | | |
|--|---------------------------|--------------------------------------|
| 1. Intergraph Corporation | \$ 1,396,000 (NTE) | <u>Staff Summary Attached</u> |
| Contract # 09-0427 | | |
| Support the Completion of the Integrated Electronic Security System (IESS) | | |

Item Number:

Vendor Name (& Location) Intergraph Corporation
Description Software System Support for Electronic Security's Command, Control and Dispatch Functions
Contract Term (including Options, if any) September 2009 – December 2010
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Ride New York State Contract

Contract Number 09-04277	AWO/Modification #
Renewal?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount:	\$1,396,000
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Security Program, Richard Miras	

Purpose/Recommendation:

To obtain Board ratification for the award of Contract 09-04277 to Intergraph Corporation for software and assessment services to support the completion of the electronic security program in the not to exceed amount of \$1,396,000.

Discussion:

After the attack on the World Trade Center by terrorists on September 11, 2001, the MTA and its affiliate agencies developed a Security Program to assess, develop and implement anti-terrorism and other security related measures to enhance public safety as well as address the continued threat to the security of the MTA transportation network. To facilitate the award of security-related contracts, a Declaration of Emergency was adopted by all Agencies in December 2003, whereby security-related contracts are not required to be advertised and formally bid, but are to be competitive to the extent practical.

One of the security projects was with the now defaulted Lockheed Martin for an electronic security program. Intergraph Corporation was a subcontractor whose work is integral to the overall project completion. Intergraph provides the command, control and dispatch software for the central command and communication centers.

Under this agreement, Intergraph will provide consulting services including: technical support and direct technical assistance in the assessment, configuration and implementation of their elements of the System. This contract is being procured by using the competitively procured NYS Office of General Services Contract No. CMS602A for Computer IT Services, in effect through 12/31/10.

Intergraph proposed its OGS standard hourly rates ranging from \$171.96 to \$286.77 for the required titles, which include a mark-up for travel expenses. Since the extent of travel may vary, it was decided that travel will be billed separately, according to MTA's travel policies. As a result, Intergraph submitted revised rates ranging from \$72.06 to \$167.34 for all required titles, 42 to 58 percent less than the OGS rates. Based on the foregoing, MTACC considers Intergraph's hourly labor rates fair and reasonable. A background search and review of the documentation submitted by Intergraph have disclosed no significant adverse information within the meaning of the All-Agency Responsibility guidelines, and Intergraph is responsible for award.

III. D/M/WBE Information

Based on the Scope of Work and the lack of subcontracting opportunities, goals have not been established for this agreement.

IV. Impact on Funding

Funding is available under the current Security Program budget. This contract will be funded through both MTA and FEMA funds.

V. Alternatives

None, because MTA lacks available in-house staff with expertise to perform the specific tasks required.

Recommendation: To ratify the award to Intergraph Corporation for consulting services for this software in an amount not to exceed \$1,396,000.

OCTOBER 2009

MTA REAL ESTATE

LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL

ACTION ITEMS

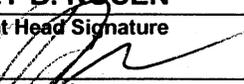
MTA METRO-NORTH RAILROAD

- a. Approval to proceed with acquisition by negotiated purchase or condemnation, where appropriate, of one fee property interest and three temporary easements in support of the federally-funded project to replace and rebuild the bridge over the Hudson Line at Bridge Street in the Town of Poughkeepsie
- b. Approval to proceed with condemnation, if necessary, of the fee title in property known as 401 East Fordham Road (Block 3273, portion of Lot 102), Bronx, New York, in support of the Bronx Stations / Capacity Improvement (Fordham Station) Project, Bronx, New York
- c. License Agreement with Elaine Calvert for operation of a mobile coffee truck at Wassaic Station on the Harlem Line located in Wassaic, New York
- d. License Agreement with The Stearn Company d/b/a The Beverage Bar for the storage of inventory in Storage Space MC 18-6 for Tenant's business conducted in the store premises, Grand Central Terminal, New York
- e. License Agreement with Hudson Group (HG) Inc. d/b/a Hudson News for the storage of inventory in Storage Space LPS-1F for Tenant's business conducted in the store premises, Grand Central Terminal, New York

MTA LONG ISLAND RAIL ROAD

- f. License agreement with Carol Stahl and Alan Reider for parking of employees and patients at the rear of their medical office building at 450 Endo Blvd, Garden City, New York

Staff Summary

Subject ACQUISITION
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ANITA JHAMB

Date OCTOBER 21, 2009
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	10/21/09	X		
2	Board	10/28/09	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	2	Civil Rights
	Chief of Staff	1	Legal 
	Director of B&FM		
3	Dep Exec Dir of Admin 		

Narrative

AGENCY: MTA Metro-North Railroad ("Metro-North")

LOCATION: Adjacent to Bridge Street, Town of Poughkeepsie, New York

ACTIVITY: Acquisition of three temporary easements and one fee simple interest by negotiated purchase and/or condemnation

PARCELS:

Block / Lot	Address	Size	Reputed Owner	Interest
7 / 547	15 Bridge Street	1,700 sq. ft	Town of Poughkeepsie	Permanent
7 / 566	23 Main Street	2,200 sq. ft.	Janice Perry Giardina	Temporary
7 / 553	38 Bridge Street	700 sq. ft.	Phoenix Development Co.	Temporary
7 / 531	15 Main Street	350 sq. ft.	Dale S. Cunningham	Temporary

ACTION

REQUESTED: Authorization to commence steps for acquisition

COMMENTS:

MTA Metro-North is commencing a federally-funded project to replace and rebuild the bridge over the Hudson Line at Bridge Street in the Town of Poughkeepsie.

Metro-North's engineering consultant has identified three temporary easements that will be required during the bridge construction phase and one fee interest that will be required to accommodate a wing-wall of the proposed bridge. The required properties are portions of larger parcels adjacent to Bridge Street, each owned by a separate party as indicated above.

MTA Real Estate will seek to negotiate the terms and conditions of the acquisitions with the property owners in the coming months. Terms of final agreements requiring Board approval will be presented to the Board for approval. By the annexed resolution, approval by the Board is requested to proceed with acquisition of these interests by negotiated purchase or condemnation, where appropriate. The acquisition of the property interests will be subject to satisfactory completion of any necessary environmental reviews.

BOARD RESOLUTION

WHEREAS, MTA Metro-North seeks to replace and rebuild the bridge over the Hudson Line tracks at Bridge Street in the Town of Poughkeepsie;

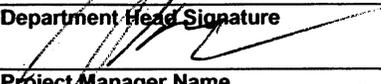
WHEREAS, one fee interest of 1,700 square feet is needed for the installation of the bridge wing-wall and three temporary easements of 2,200 square feet, 700 square feet and 350 square feet are required during the construction phase; and

WHEREAS, the value of the interests will be appraised and MTA Real Estate will negotiate the terms and conditions with the property owners in the coming months and proposed final agreements will be brought to the Board for its approval;

NOW THEREFORE, BE IT

RESOLVED, that pursuant to Section 1267 of the Public Authorities Law, the chairman and chief executive officer of the MTA, or such staff of the MTA as is designated by the chairman and chief executive officer, is authorized to proceed with the acquisition of interests in portions of properties known as 15 Bridge Street (Block 7 / Lot 547), 23 Main Street (Block 7 / Lot 566), 38 Bridge Street (Block 7 / Lot 553), and 8 Main Street (Block 7 / Lot 531), Town of Poughkeepsie, County of Dutchess, and to schedule and undertake such preliminary actions as may be required in accordance with the New York Eminent Domain Procedure Law in connection with the acquisition.

Staff Summary

Subject ACQUISITION
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name BENSON GOODWYN

Date OCTOBER 21, 2009
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	10/21/09	X		
2	Board	10/28/09	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	2	Civil Rights
	Chief of Staff	1	Legal 
	Director of B&FM		
3	Dep Exec Dir of Admin 		

Narrative

AGENCY: MTA Metro-North Railroad ("Metro-North")

LOCATION: 401 East Fordham Road, Block 3273, Lot 102, Bronx, New York

ACTIVITY: Acquisition of fee simple interest by negotiated purchase and/or condemnation

ACTION REQUESTED: Authorization to commence steps for acquisition

SPACE: 608 sq. ft.

COMMENTS: In connection with its project to expand the Fordham Station outbound platform and to build a new canopy in order to reduce overcrowding and congestion and improve access for MTA Metro-North customers to and from the neighborhood and Fordham University ("Fordham"), MTA Metro-North seeks to construct a new access route from Fordham Road to the outbound platform, which is to consist of a new stairway and elevator on the east side of the station building. In July 2009, the Board approved a staff summary and resolution (copies of which are attached) authorizing MTA to acquire the fee interest in 6,520 sq. ft. of Fordham's property via an uncontested or "friendly" condemnation at a price to be negotiated.

Upon further review, Metro-North has identified an additional 608 square feet of Fordham property, contiguous to the 6,520 square feet, that should be acquired for the project.

By the annexed resolution, approval by the Board is requested to proceed with acquisition of the fee interest in the additional 608 square feet by negotiated purchase or an uncontested condemnation. MTA Legal has advised that any such condemnation would be a *de minimis* taking and, therefore, exempt from a public hearing under the Eminent Domain Procedure Law. The acquisition of the property interests will be subject to satisfactory completion of any necessary environmental reviews.

BOARD RESOLUTION

WHEREAS, MTA Metro-North, in conjunction with its project to expand the Fordham Station outbound platform in order to reduce overcrowding and congestion and to improve access for MTA Metro-North customers to and from the neighborhood and Fordham University (“Fordham”), seeks to construct a new access route from Fordham Road to the outbound platform consisting of a new stairway and a new elevator on the east side of the station building.

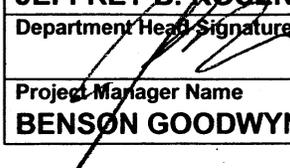
WHEREAS, Fordham owns the required property interests, which cover 608 square feet (in addition to the 6,520 previously authorized to be acquired by Board Resolution on July 29, 2009), needed for such improvement and has expressed a preference for a negotiated sale of the fee title to the property, rather than permanent easements, due to insurance-related issues, and has agreed to the concept of an uncontested condemnation upon successful negotiation of other terms and conditions; and

WHEREAS, MTA Real Estate has appraised the value of the interests and will negotiate the terms and conditions with Fordham in the coming months and a proposed final agreement will be brought to the Board for its approval;

NOW THEREFORE, BE IT

RESOLVED, that pursuant to Section 1267 of the Public Authorities Law, the chairman and chief executive officer of the MTA or such staff of the MTA as is designated by such chairman and chief executive officer, is authorized to proceed with the acquisition of portions of property interests known as 401 East Fordham Road, Bronx, New York (Block 3237, Lot 102), and to schedule and undertake such preliminary actions as may be required in accordance with the New York Eminent Domain Procedure Law in connection with the acquisition.

Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name BENSON GOODWYN

Date OCTOBER 21, 2009
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	10/21/09	X		
2	Board	10/28/09	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	2	Civil Rights 
	Chief of Staff	1	Legal 
	Director of B&FM		
3	Dep Exec Dir of Admin 		

Narrative

AGENCY: MTA Metro-North Railroad ("Metro-North")

LICENSEE: Elaine Calvert

LOCATION: Wassaic Station on the Harlem Line

ACTIVITY: Mobile coffee and food vending

ACTION REQUESTED: Approval of terms

TERM: 5 years with one 5-year extension option

SPACE: Designated location in parking lot

COMPENSATION:

	<u>Year</u>	<u>Annual</u>	<u>Monthly</u>	<u>% Increase</u>
	1	\$2,400.00	\$200.00	
	2	\$2,520.00	\$210.00	5%
	3	\$2,646.00	\$220.50	5%
	4	\$2,778.00	\$231.50	5%
	5	\$2,917.00	\$243.08	5%
	<u>Option Period</u>			
	6	\$3,063.00	\$255.25	5%
	7	\$3,316.00	\$268.00	5%
	8	\$3,377.00	\$281.41	5%
	9	\$3,546.00	\$295.50	5%
	10	\$3,723.00	\$310.25	5%

COMMENTS:

Metro-North offered via a Request for Proposals ("RFP") a number of locations for potential mobile coffee/food vending operations. No proposals were received for the Wassaic Station in response to the RFP. Subsequently, however, MTA Real Estate was contacted by Elaine Calvert, who proposes to provide mobile coffee and food vending services at the Wassaic Station. Ms. Calvert has experience as a business owner and has presented evidence that she has the financial capability to undertake the proposed mobile food vending operation at the Wassaic Station. The proposed compensation is commensurate with the compensation that is being received for vending operations that were put in place pursuant to the RFP.

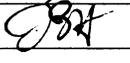
Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement with Elaine Calvert on the above-described terms and conditions.

Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name NANCY MARSHALL

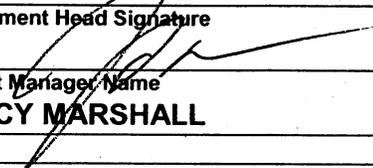
Date OCTOBER 21, 2009
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	10/21/09	X		
2	Board	10/28/09	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	2	Civil Rights 
	Chief of Staff	1	Legal 
	Director of B&FM		
3	Dep Exec Dir of Admin 		

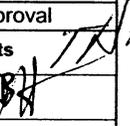
Narrative	
AGENCY:	MTA Metro-North Railroad ("Metro-North")
LICENSEE :	The Stearn Company d/b/a The Beverage Bar
LOCATION:	Storage space MC18-6, consisting of approximately 117 sq. ft.
ACTIVITY:	For the storage of inventory for tenant's business conducted in the store premises
ACTION REQUESTED:	Approval of terms
TERM:	Month-to-month cancelable upon thirty (30) day's notice
COMPENSATION:	Seventy-five dollars (\$75.00) per square foot per year, increasing by three percent (3%) each year
COMMENTS:	<p>On June 16, 2009, Metro-North entered into a lease agreement with The Stearn Company d/b/a The Beverage Bar ("Stearn") for retail space MC-15 and Storage Space LCS-5B. Stearn subsequently realized that it would need additional storage space capable of accommodating refrigeration equipment. The subject storage space is currently vacant and is able to accommodate such equipment as it has fire-rated walls (instead of wire fencing), as well as the required electrical and plumbing lines. Entering into a revocable storage space license agreement with Stearn for the subject storage space will allow Stearn to quickly open for business. The term of this agreement will run concurrently with the term of the lease agreement, subject to Metro-North's right to cancel upon thirty (30) days notice to the licensee.</p> <p>Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement with The Stearn Company d/b/a The Beverage Bar on the above-described terms and conditions.</p>

Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name NANCY MARSHALL

Date OCTOBER 21, 2009
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	10/21/09	X		
2	Board	10/28/09	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	2	Civil Rights 
	Chief of Staff	1	Legal 
	Director of B&FM		
3	Dep Exec Dir of Admin 		

Narrative

AGENCY: MTA Metro-North Railroad ("Metro-North")

LICENSEE : Hudson Group (HG), Inc. d/b/a Hudson News

LOCATION: Storage space LPS-1F, consisting of approximately 144 sq., Grand Central Terminal, New York

ACTIVITY: For the storage of inventory for tenant's business

ACTION REQUESTED: Approval of terms

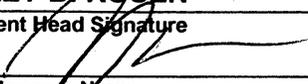
TERM: Month-to-month coterminous with new lease

COMPENSATION: Seventy-five dollars (\$75.00) per square foot per year, increasing by three percent (3%) per year

COMMENTS: *Retail Management Services Company d/b/a Hudson News ("Hudson News") has been the long-term occupant of Retail Spaces MC-14, MC-21, and K-04. It has also been in possession of Storage Spaces LPS-2A, LPS-2B and LCS-07. In March 2009, Metro-North entered into a revocable license agreement with Hudson News for additional storage space (storage space LPS-1F) because Hudson News outgrew its existing storage spaces. The license agreement for Storage Space LPS-1F was coterminous with the former Hudson News lease, and as a result has expired. Metro-North has recently entered into a new lease with Hudson Group (HG), Inc. d/b/a Hudson News. This revocable storage space license agreement will be coterminous with Hudson's new lease, subject to Metro-North's right of cancel upon thirty (30) days notice to the licensee.*

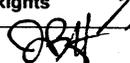
Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement with *Hudson Group (HG), Inc. d/b/a Hudson News* on the above-described terms and conditions.

Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name DORRIE MASSARIA ROBERTS

Date OCTOBER 21, 2009
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	10/21/09	X		
2	Board	10/28/09	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	2	Civil Rights
	Chief of Staff	1	Legal 
	Director of B&FM		
3	Dep Exec Dir of Admin 		

Narrative			
AGENCY:	MTA Long Island Rail Road ("LIRR")		
LICENSEE:	Carol Stahl & Alan Reider, Trustees U/T/A dated 11/25/91 ("Stahl")		
LOCATION:	Right of way adjacent to 450 Endo Boulevard, Garden City, New York		
ACTIVITY:	Parking of employees and patients for its medical offices		
ACTION REQUESTED:	Approval of terms		
TERM:	10 years		
SPACE:	Approximately 33,600 square feet		
COMPENSATION:	Year	Annual	Monthly
	1	\$69,385.68	\$5,782.14
	2	\$71,467.25	\$5,955.60
	3	\$73,611.27	\$6,134.27
	4	\$75,819.61	\$6,318.30
	5	\$78,094.20	\$6,507.85
	6	\$80,437.02	\$6,703.09
	7	\$82,850.13	\$6,904.18
	8	\$85,335.63	\$7,111.30
	9	\$87,895.70	\$7,324.64
	10	\$90,532.57	\$7,544.38

CAPITAL CONSTRUCTION/PLANNING/REAL ESTATE COMMITTEE MEETING

450 Endo Blvd Parking for Stahl (Cont'd)

COMMENTS:

In response to a recent LIRR request for proposals, the incumbent Stahl was the lone proposer. The present value of the compensation initially proposed by Stahl was \$484,193, based on a 9% discount rate. However, after subsequent negotiations, the compensation to be paid by Stahl to LIRR was increased, such that the present value of such compensation, based on a 9% discount rate, is \$541,099. The rent for the first year of the new term is 5% higher than the rent of the last year of the previous term.

The subject property, which is part of the non-operating Central Branch right-of-way, has been used for parking by the Stahl family since 1984, in conjunction with Stahl's business operations at Stahl's medical office building at 450 Endo Boulevard.

Under the new agreement, Stahl will be required to make minor improvements to the property.

Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement with Stahl on the above-described terms and conditions.