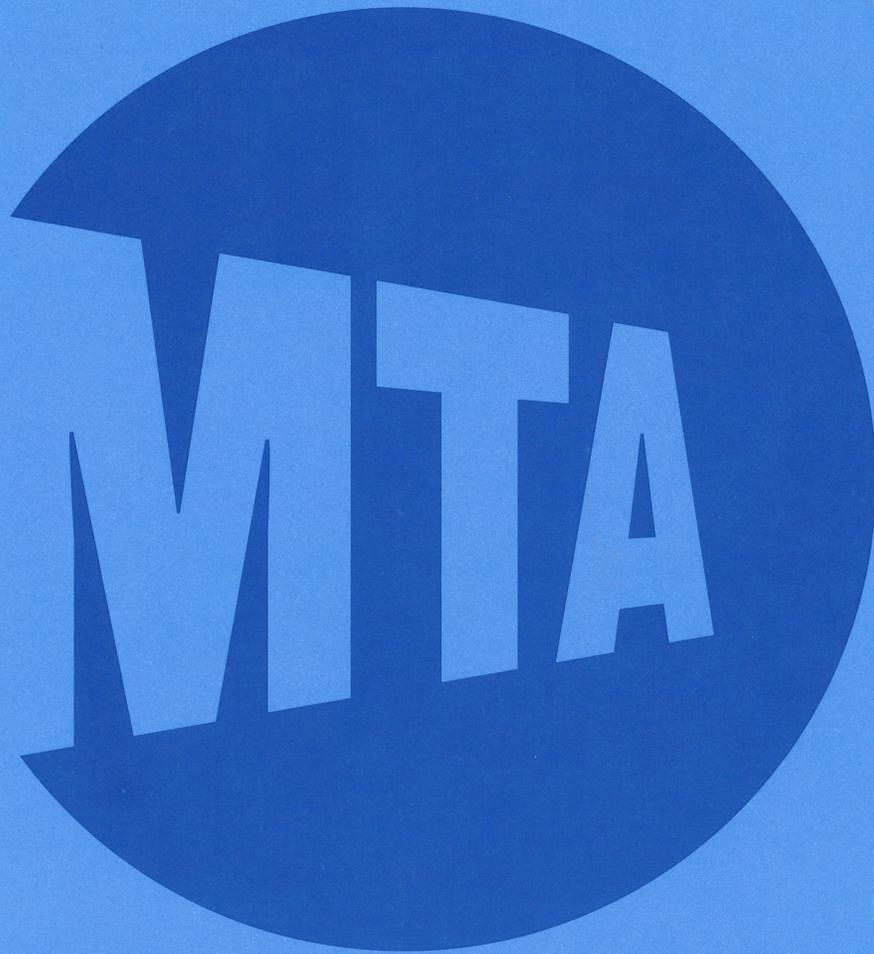


February 2010

MTA Board Action Items



MEETING AGENDA
METROPOLITAN TRANSPORTATION AUTHORITY BOARD
February 24, 2010 9:30 a.m.

347 Madison Avenue
Fifth Floor Board Room
New York, NY

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Date of next MTA Board meeting: Wednesday March 24, 2010 at 9:30 a.m.

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

**Wednesday, January 27, 2010
9:30 a.m.**

The following members were present:

**Hon. Jay H. Walder, Chairman & CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Allen P. Cappelli
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**

The following member was absent:

Hon. Donald Cecil

Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Thomas Prendergast, President of NYCTA, Howard Permut, President of Metro-North, Helena E. Williams, President, Long Island Railroad, James Ferrara, Acting President of TBTA, Joseph A. Smith, President, LI Bus, MTA 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.

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

Kate Slevin, Tri-State Transportation Campaign – Ms. Slevin called on the leadership from New York City, Albany, and Nassau County to provide funding to avoid the proposed reductions in services and the elimination of student MetroCards.

Honorable James Vacca, NYC Councilmember – Councilmember Vacca acknowledged the MTA's financial crisis and he urged the Board to make further revisions to the proposed plan in order to avoid service reductions and the elimination of student MetroCards.

Honorable Scott Stringer, Manhattan Borough President – Borough President Stringer presented a petition signed by residents of New York urging members of the Board to reconsider the proposal to eliminate student MetroCards.

Gene Russianoff, NYPIRG – Mr. Russianoff proposed several alternatives to the MTA's proposal to reduce services and eliminate student MetroCards.

Marty Goodman, member of TWU Local 100 – Mr. Goodman spoke against the proposed reduction in services and the layoff of employees.

Donald Yates, member of TWU Local 100 – Mr. Yates said that he is pleased that the MTA decided to reconsider some reductions in services, expressed displeasure with the additional service reductions proposed in the Bronx, and suggested that the MTA maintain the same level of bus service throughout the city.

Oneshia Portlette, member of TWU Local 100 – Ms. Portlette spoke against the elimination of student MetroCards and urged the Board to find other alternatives.

Jessie Mendoza, member of TWU, Local 100 – Mr. Mendoza urged the Board to support proposed legislation in Washington that would allow the use of stimulus funds for operating expenses.

Paul Piazza, member of TWU, Local 100 – Mr. Piazza spoke against closing station booths, and reducing Access-a-Ride and station maintenance services, as well as against the elimination of student MetroCards.

Matthew Shotkin – Mr. Shotkin spoke against the elimination of student MetroCards.

Helen Brandt, NYC resident – Ms. Brandt commented on the cost of transportation to high school students and proposed elimination of free rides with the purchase of certain MetroCards.

Sally Ardrey, NYC resident – Ms. Ardrey requested reconsideration of MTA Real Estate's determination that she was not eligible to receive a rental assistance payment under MTA's residential relocation program for the Second Avenue Subway project.

Bill Henderson, PCAC - Mr. Henderson recognized the work that went into producing the public materials relating to the proposed service reductions and he said that it is a big step forward toward further transparency. Mr. Henderson expressed his misgivings with the proposed service reductions and urged the Board to continue to search for alternatives to the proposed reductions.

James Blair, Metro-North Commuter Council – Mr. Blair commented on the proposed service reductions - focusing on what he said was a disproportionate burden on Metro-North West of Hudson customers. Mr. Blair urged Metro-North to reexamine the proposed reductions and find a more proportionate and less destructive way to achieve the necessary cost savings.

Andrew Albert, NYCTA Advisory Council – Mr. Albert commented on the effects that the proposed reduction in services would have on the public, the ridership, and the property values and property taxes in various communities. Mr. Albert urged the Board to find funding from other sources.

George Spitz – Mr. Spitz urged the Board to discontinue the Second Avenue Subway project and substitute a light rail project.

2. **CHAIRMAN'S REMARKS.**

Chairman Walder commented on the release of the Governor's executive budget, noting that the state budget re-estimates the dedicated revenue to the MTA. Since the enactment of Albany's rescue plan in May 2009, the Chairman observed that the projected funding MTA was to receive from State sources has been reduced by \$500 million from the initial estimate, which accounts for the agency's fiscal crisis. Chairman Walder underscored the need for MTA to further reduce costs and identify further cost-saving efficiencies to address the fiscal reality.

Chairman Walder noted that the report of his first 100 days as Chairman, "Making Every Dollar Count," emphasizes the need to make fundamental changes in the way the MTA does business and at the same time advance MTA's commitment to improving services. Chairman Walder said that changing the way the MTA conducts business will require focus and stamina and he thanked the management team for their hard work in helping to facilitate change in the organization. Mr. Walder also expressed his appreciation to Board members for their support and said that he continues to look forward to working with everyone to affect the type of changes that he hopes will result in a stronger transit system.

3. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the regular Board meeting held on December 16, 2009.

4. **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.

1. 2010B New Money Bond Issuance Authorization. Approved resolutions and the necessary documents in connection with the issuance of Transportation Revenue Bonds in an amount up to \$650 million.
2. Transportation Revenue Anticipation Note. Approved the resolution and the necessary documents and activities to issue Transportation Revenue Anticipation notes (“RANs”) in an amount up to \$700 million.

B. Procurement Item. Upon motion duly made and seconded, the Board approved the following procurement item. The specifics are set forth in the attached documentation.

1. Jason Rolfe – AFT Project – No. 08140-0100, Supplement No.1. Approved a competitive contract with Jason Rolfe for the design, fabrication and delivery of laminated glass panels in connection with the AFT project at the Mott Avenue Station.

Board member Cappelli proposed a review of the MTA’s financial consultant contracts to examine ways to reduce the cost of these services.

5. **COMMITTEE ON MSBA**. Upon motion duly made and seconded, the Board approved the following procurement item. The specifics are set forth in the attached staff summaries and documentation.

1. Kronos, Inc. – Hardware and Software Maintenance - # E-3939, Sole Source. Approved the award of a sole source, non-competitive, miscellaneous contract for hardware and software maintenance support products and services.

6. **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. Refer to the minutes of the MTA Capital Construction Company for additional items related to this Committee.

MTA Bus Company

1. Lease agreement with New York City for four parcels of land adjacent to or across from existing MTA Bus depots (portion of Marsden St. roadbed – Block 12327/Lot 999, portion of 167th St. - Block 142/Lot 999, portion of 146th Road – Block 13296/Lot 999, and portion of 149th St. – Block 15855/Lot 999), for parking associated with MTA Bus depots in Jamaica, N.Y.

New York City Transit Authority

2. Lease agreement with Raina, LLC for vehicular parking and bulk storage of supplies and equipment at 54-18 Broadway, Woodside, N.Y.

3. Lease modification agreement with Roofcom Associates, LP/Carven Associates for use of antenna space located at 142-146 West 57th Street, New York, N.Y.
4. Lease agreement with the New York City, acting on behalf of the NYC Fire Department, for the installation of equipment on a parcel located on a portion of the Franklin Shuttle right-of-way known as Block 1183, Lot 43, Brooklyn, N.Y.

Long Island Rail Road

5. License agreement with National Railroad Passenger Corporation a/k/a Amtrak for a portion of Amtrak's right-of-way near LIRR Main Line Branch for the continued operation and maintenance of an existing billboard structure, which encroaches on Amtrak's right-of-way, south of the Hunterspoint Station, Long Island City, N.Y.
6. License agreement with Hempstead Lincoln Mercury Motors Corp. for parking automobiles in a space located at the Valley Stream Branch, between Intersection Street and Franklin Avenue, Hempstead, N.Y.

Metro-North Railroad

7. Construction permit with United States Department of Veteran Affairs for the re-alignment of access road and intersection located at 2094 Albany Post Road, located in the Hamlet of Montrose, Town of Cortlandt, in support of Metro-North's Cortlandt Parking, Intermodal and Access Improvements Project, Westchester County, N.Y.
8. Memorandum of Understanding with New York State Department of Health ("NYSDOH") in connection with the re-alignment of access road and intersection on a portion of the road that provides access to NYSDOH's Montrose facility located at 2090 Albany Post Road in the Hamlet of Montrose, Town of Cortlandt, in support of Metro-North's Cortlandt Parking Intermodal and Access Improvements Project, Westchester County, N.Y.

Metropolitan Transportation Authority

9. Lease modification agreement with Rector 469 LLC, Med 469 LLC, 469 TTP LLC for office space located at 469 Seventh Avenue (11th, 14th, 15th and 16th floors) New York, N.Y.
10. Lease agreement with 333 West 34 SLG Owner LLC (SL Green, principal) for office space for MTA Business Service Center located at 333 West 34th Street, New York, N.Y.
11. License agreement with Rosen's Café, LLC for the retail sale of breakfast, lunch, snack foods and assorted beverages to the tenants at 2 Broadway, New York, N.Y.

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:30 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, January 27, 2010
9:30 a.m.**

The following members were present:

**Hon. Jay H. Walder, Chairman & CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Allen P. Cappelli
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**

The following member was absent:

Hon. Donald Cecil

Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Thomas Prendergast, President of NYCTA, Howard Permut, President of Metro-North, Helena E. Williams, President, Long Island Railroad, Jim Ferrara, Acting President of TBTA, Joseph A. Smith, President, LI Bus, MTA 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. CHAIRMAN JAY WALDER CALLED THE MEETING TO ORDER

Details of Chairman Walder'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

Fourteen speakers addressed NYC Transit/MTA Bus issues.

Kate Slevin, Tri-State Transportation Campaign, spoke against service cuts and urged an increase in city and state funding to the MTA.

Hon. James Vacca, NYC Councilmember, criticized the proposed service cuts, urging the Board to use federal stimulus money to help pay for operating costs.

Hon. Scott Stringer, Manhattan Borough President, stressed the importance of student MetroCards and urged the Board to keep student transportation free.

Gene Russianoff, Straphangers Campaign, urged the Board to use 10% of federal stimulus money designated for the capital program to supplement the operating budget in order to prevent proposed service cuts.

Marty Goodman, TWU Local 100, spoke against proposed service cuts and potential lay-offs.

Donald Yates, TWU Local 100, spoke against proposed service cuts.

Oneshia Portlette, TWU Local 100, spoke against the elimination of free student MetroCards.

Jessie Mendoza, TWU Local 100, urged the Board to use federal stimulus money to pay for operating costs in order to maintain current service levels.

Paul Piazza, TWU Local 100, spoke against elimination of the free student MetroCards and other service cuts.

Matthew Shotkin urged the Board to keep student MetroCards free.

Helen Brandt spoke against the elimination of free student MetroCards and suggested elimination of free bonus rides on full fare MetroCards as a way to increase revenue.

William Henderson, PCAC, spoke against the proposed service cuts.

Andrew Albert spoke against service cuts, warning that the proposed reductions in service will lead to a reduction in ridership.

George Spitz urged light rail replacement of the Second Avenue Subway line to reduce operating costs.

3. **CHAIRMAN JAY WALDER'S COMMENTS**

Details of Chairman Walder's comments 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.

4. **MINUTES**

Upon motion duly made and seconded, the Board unanimously approved the minutes of the regular board 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 December 16, 2009.

5. **COMMITTEE ON FINANCE**

Action Items

2010B New Money Bond Issuance Authorization: Upon motion duly made and seconded, the Board voted to approve the necessary documentation to issue new money bonds, notes or other obligations to provide net proceeds (exclusive of premiums) sufficient to fund up to \$650 million of capital projects contained in approved capital programs of the transit and commuter systems (including MTA Bus). Details of the above item 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.

Transportation Revenue Anticipation Note: Upon motion duly made and seconded, the Board voted to authorize the necessary documentation and activities to issue Transportation Revenue anticipation notes ("RANs") to finance, on a short-term basis, up to \$700 million of operating needs for the transit and commuter systems in anticipation of state subsidies to be received later in the year. The notes will mature and be paid off by the end of the year and will be used only to address a timing mismatch between expenses and revenues. Details of the above item 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.

6. **COMMITTEE ON TRANSIT/SIR/MTA BUS OPERATIONS**
NYC 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 (Schedule G 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 C in the Agenda) and those requiring a majority vote (Schedules F, H 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.

Procurement Ratifications: Upon motion duly made and seconded, the Board ratified the procurements 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

Procurements

Non-Competitive Procurements: None.

Competitive Procurements: None.

Procurement Ratifications: None.

7. **COMMITTEE ON REAL ESTATE**

Upon motion duly made and seconded, the Board unanimously approved the following three (3) items pertaining to NYC Transit recommended to it by the Committee on MTA Capital Construction, Planning and Real Estate as set forth below:

1. Lease agreement with Raina, LLC for NYC Transit vehicular parking and storage on land known as block 1192, lot 64 (west side of 54th Street) in Woodside, Queens, New York;
2. Lease modification agreement with Roofcom Associates, LP for antenna space for the Department of Buses at 142-146 West 57th Street, New York, New York;
3. License agreement with the New York City Fire Department for a parcel located on a portion of the NYC Transit Franklin Shuttle right-of-way known as block 1183, lot 43, Brooklyn, New York.

8. **ADJOURNMENT**

Upon motion duly made and seconded, the Members unanimously voted to adjourn the meeting at 10:30 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
January 27, 2010
9:30 A.M.**

The following members were present:

Hon. Jay H. Walder, Chairman and CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Hon. Allen P. Cappelli
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

The following member was absent:

Hon. Donald Cecil

Fredericka Cuenca, Acting Chief of Staff, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Thomas Prendergast, President of NYCTA, Howard Permut, President of Metro-North, Helena E. Williams, President of Long Island Rail Road, Jim Ferrara, Acting President of TBTA, Joseph J. Smith, President of LI Bus, MTA 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. **PUBLIC SPEAKERS**

There were seventeen (17) public speakers, most of whom did not address issues specific to the Long Island Rail Road with the following exceptions: Murray Bodin addressed the use of train horns by Long Island Rail Road and contended that federal rules regarding the use of train horns were outdated. He also argued in support of discontinuing service to Montauk and Greenport. Andrew Albert spoke regarding MTA's proposed service cuts and noted specifically that eastern Queens would suffer from proposed cuts to Long Island Rail Road's Port Washington service. During the public speaking portion of the meeting, Board Member Metzger addressed the severity of the proposed cuts with respect to Metro-North's West of Hudson service.

2. **CHAIRMAN'S REMARKS**

Chairman Walder addressed the proposed service cuts and the shortfall in MTA revenues. He spoke regarding the need for MTA to comprehensively overhaul the way it does business, but indicated that MTA remains committed to finding creative and affordable ways to improve service. He addressed the new service offered to LIRR customers from Coo-Coo, a company that makes schedule information available via text messaging, noting that this service is being made available at no cost to the MTA. Details of the Chairman's remarks are contained in the minutes of the meeting of the Metropolitan Transportation Authority held this day.

3. **APPROVAL OF MINUTES**

Upon motion duly made and seconded, the Board unanimously approved the minutes of the Board meeting held on December 16, 2009.

4. **COMMITTEE ON NEW YORK CITY TRANSIT AUTHORITY/MA BSTOA/SIR/MTA BUS OPERATIONS**

Upon motion duly made and seconded, the Board approved items from the Committee on New York City Transit Authority/MA BSTOA/SIR/MTA Bus Operations. Included among these items was a competitively negotiated five-year contract to G&K Services/Lion Uniform Group to supply and distribute uniform garments to New York City Transit, MTA Bus, and Long Island Rail Road. The total amount of the contract is \$29,094,391, of which Long Island Rail Road's share is \$5,746,497. The details of this item 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.

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

Upon motion duly made and seconded, the Board approved the following items recommended to it by the Committee on LIRR/LI Bus Operations:

Competitive Procurement

- | | |
|-----------------------------------|----------------------|
| 1. Ecology Sanitation Corp | \$200,000 |
| Contract Modification | Not-to-Exceed |
| Contract BP03083 | |

LIRR requests MTA Board approval to issue a Contract Modification to Ecology Sanitation Corporation (Ecology) to increase contract funding in an amount of \$200,000, from \$821,995, to a revised not-to-exceed value of \$1,021,995, for additional costs associated with Ecology's removal and lawful disposal of wooden scrap railroad ties, third rail protection boards, telephone poles and cable reels. The additional funding will cover anticipated expenditures through May 2010 at which time a multi-agency joint procurement will be issued for these services.

Ratifications

2. **Olie M. Erickson, Inc.** **\$26,349**
Emergency Procurement **Fixed Amount**
Contract No. POM5171

Pursuant to an Emergency Declaration, LIRR requests MTA Board ratification of the award of a Purchase Order to Olie M. Erickson, Inc. (Erickson) in the fixed amount of \$26,349 to provide and install one replacement General Electric jet engine on LIRR's Kershaw snow blower. This blower is utilized by LIRR as one part of the its fleet of equipment used for clearing snow from its tracks during winter storms. LIRR sought informal bids from three vendors. Erickson was the only firm to submit a bid. Erickson's price was determined to be fair and reasonable, based upon a comparison of the previous price paid by LIRR for a similar engine, after applying increases associated with the appropriate Producer Price Index for this commodity. Additionally, Erickson has certified that the price offered LIRR is equal to or not greater than the price charged to their most favored transit customer or any other Commuter Railroad or Transit Agency. This contract is funded through LIRR's Operating Budget.

3. **New York State Industries** **\$660,983**
For the Disabled, Inc. (NYSID) **Not-to-Exceed**
Contract No. BP03504

LIRR requests MTA Board ratification of a modification to Contract BP02822 with New York State Industries for the Disabled (NYSID) for the janitorial cleaning services at LIRR's Penn Station and West Side Yard facilities. This modification was issued in order to allow additional time to complete detailed negotiations and to submit for final audit and approval from the New York State Office of General Services. This modification extends the term of the contract two months, from January 1, 2010 through February 28, 2010, and increases the contract value by \$660,983 from \$11,402,280 to a revised firm fixed price amount of \$12,735,465.

4. **RPM Tech Inc.** **\$438,500**
Emergency Procurement **Fixed Amount**
Contract No. POM6418

LIRR requests MTA Board ratification of the award of a Purchase Order to RPM Tech Inc in the fixed amount of \$438,500 to provide one Road and Rail Bound High Velocity Cold Air Snow Blower. This equipment will be used to remove snow from third-rail, track beds and the right-of-way.

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

6. **COMMITTEE ON MTA BRIDGES & TUNNELS OPERATIONS**

Upon motion duly made and seconded, the Board unanimously approved items from the Committee on MTA Bridges & Tunnels Operations. Included among these items was a three-year, competitively bid contract for on-site document and material destruction and removal with Nexcut LLC and Cintas Corp. on behalf of MTA Bridges and Tunnels and LIRR. The total amount of this contract is \$36,369, of which LIRR's share is \$15,312. The details of this item are contained in the minutes of the MTA Bridges & Tunnels and the materials filed with those minutes.

7. **REAL ESTATE**

Upon motion duly made and seconded, the Board unanimously approved the following real estate action item referred to it by the Committee on Capital Construction, Planning and Real Estate:

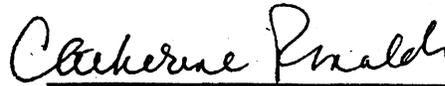
- a. License agreement with National Railroad Passenger Corporation for use of property for the use and maintenance of billboard structure, LIRR Main Line Branch, Long Island City, New York.
- b. License Agreement with Hempstead Lincoln Mercury Motors Corp for parking of automobiles on Valley Stream Branch right-of-way between Franklin Street and Intersection Street, Hempstead, New York.

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

8. **ADJOURNMENT**

Upon motion duly made and seconded, the Board unanimously voted to adjourn the meeting. The meeting was adjourned at 10:30 A.M.

Respectfully submitted,



Catherine A. Rinaldi
Secretary

Minutes of the Regular Meeting
Metro-North Commuter Railroad Company

Wednesday, January 27, 2010
9:30 a.m.

The following members were present:

Hon. Jay H. Walder, Chairman & CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Allen P. Cappelli
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

The following member was absent:

Hon. Donald Cecil

Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Thomas Prendergast, President of NYCTA, Howard Permut, President of Metro-North, Helena E. Williams, President, Long Island Railroad, Jim Ferrara, Acting President of TBTA, Joseph A. Smith, President, LI Bus, MTA 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. Public Comment:

There were 17 public speakers.

Kate Slevin – Tri-State Transportation: Ms. Slavin commented on the proposed service cuts. She noted that the proposed service cuts will result in longer waits and more crowded Metro-North trains.

William Henderson – PCAC: Mr. Henderson commented on the proposed service cuts. He expressed his opinion that proposals like the west of Hudson service cuts puts the essence of the MTA at risk.

James Blair – Metro-North Commuter Council: Mr. Blair commented on the Metro-North west of Hudson service reductions. He expressed his opinion that the proposed service reductions disproportionately burden Metro-North's west of Hudson riders. He expressed his opinion that the elimination of 4 west of Hudson trains represents a substantial proportion of the service provided to an area that is already served at a lower level than east of Hudson. He noted that over the last several years Metro-North has built up its west of Hudson service and the proposed reductions would undercut these efforts. He asked the Committee to carefully reexamine the west of Hudson service reductions. Ms. Metzger commented on the statement by the Commuter Council regarding the severity of the west of Hudson service reductions. She noted that, although west of Hudson commuters represent the smallest component of Metro-North's ridership, these commuters pay taxes just like east of Hudson riders. She noted that it is important for all commuters who are influenced by the service cuts attend the upcoming public hearings so that they may be heard publicly.

The details of the remaining comments are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

2. Chairman's Comments: The details of Chairman Walder comments 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 Regular Board Meeting of December 16, 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.

- 2010B New Money Bond Issuance Authorization
- Transportation Revenue Anticipation Note

Staff summaries and reports setting forth the details of the above items are filed with the records of this meeting. The details of comments made by Board members are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day and the staff summaries and reports filed with those minutes.

5. Committee on Metro-North Railroad Operations:

Mr. Sedore reported that on-time performance in 2009 was 97.8%. He noted that, for the first time in Metro-North's history, on-time performance both east and west of Hudson over one weekend in January 2010 was 100%.

Procurements:

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

Personal Service Contracts

Waste Technology Services, Inc. – Transportation and disposal of regulated waste from various MNR – NY & CT.

A staff summary and report setting forth the details of the above items are filed with the records of this meeting.

6. 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.

- Construction permit with United States Department of Veteran Affairs in support of Metro-North's Cortlandt Parking, Intermodal and Access Improvements Project in Cortlandt, New York.
- Memorandum of understanding with New York State Department of Health in support of Metro-North's Cortlandt Parking, Intermodal and Access Improvements Project in Cortlandt, New York.

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

7. Next Meeting – February 24, 2010 at 9:30 a.m.

8. Upon motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 10:30 a.m.

Respectfully submitted,



Linda Montanino
Assistant Secretary

**Minutes of the Regular Meeting
Triborough Bridge and Tunnel Authority
January 27, 2010**

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

9:30 A.M.

The following members were present:

Hon. Jay H. Walder, Chairman & CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Allen P. Cappelli
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. Donald Cecil

Frederick Cuenca, Acting Chief of Staff; James B. Henly, General Counsel, MTA; Catherine Blue, Acting Corporate Secretary; James Ferrara, Acting President, MTA Bridges and Tunnels; Michael F. Horodniceanu, President MTA Capital Construction Company; Howard R. Permut, President, Metro-North Commuter Railroad; Thomas Prendergast, President, New York City Transit; Joseph A. Smith, President, Long Island Bus, MTA Bus & Senior President New York City Transit Department of Buses; Helena E. Williams, President, Long Island Rail Road; 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.

1. **Public Speakers**

There were seventeen 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. **Chairman Walder's Opening Comments**

Chairman Walder discussed the budget and proposed service cuts. He stated that there would be a full discussion of the budget and the proposed service cuts at the Committee meetings as well as through the public hearing process. Chairman Walder also stated that he had issued a report on his first hundred days as MTA Chairman and Chief Executive Officer entitled "Making Every Dollar Count". The report identifies two main goals; overhaul the way the MTA does business to cut costs and ensure that every dollar is being used as effectively as possible; and find affordable ways to improve service for customers.

The details of Chairman Walder's comments are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

3. **Approval of the Minutes of the Regular Meeting December 16, 2009**

The Minutes of the meeting held December 16, 2009 were unanimously approved.

4. **Committee on Finance**

2010B New Money Bond Issuance Authorization

Upon a motion duly made and seconded, the MTA and TBTA Boards

1. Approved the following resolution, documents and activities in connection with the issuance of bonds in an aggregate principal amount necessary to provide net proceeds (exclusive of premiums) sufficient to fund up to \$650 million of capital projects of the transit and commuter systems (including MTA Bus):

- Series 2010B Supplemental Resolution authorizing Metropolitan Transportation Authority Transportation Revenue Obligations, including providing for the issuance of the following:
 - An aggregate principal amount of Transportation Revenue Bonds in one or more series necessary to finance capital projects of the transit and commuter systems (including MTA Bus), plus applicable issuance costs, and any original issue discount, and

- Parity Reimbursement Obligations and other Parity Debt in an amount sufficient to secure any Credit Facilities entered into in connection with the issuance of Transportation Revenue Bonds.
2. With respect to the above-referenced financial transactions set forth in paragraph 1, the MTA Board approved the delegation of authority to the Chairman and Chief Executive Officer, the Vice-Chairman, and in each case, on behalf of MTA and TBTA the Acting Chief Financial Officer of MTA, and the Director of Finance of MTA to award the obligations either pursuant to competitive bid or to members (or entities related to such firms) of the MTA underwriting syndicate (as defined in the Supplement Resolution) to execute and/or deliver in each case, where appropriate:
- Notices of Sale and bid forms
 - Purchase Agreements with underwriters,
 - Official Statements and other disclosure documents,
 - Continuing Disclosure Agreements and related filings,
 - Remarketing Agreements,
 - Issuing and Paying Agent Agreements,
 - Dealer and Broker-Dealer Agreements,
 - Credit Facilities and related Parity Reimbursement Obligations and Parity Debt, and
 - Investment Agreements.

Any such documents will be in substantially the form of any document previously entered into by MTA for previous issues and programs, with such changes as approved by any 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 Board hereby further delegates to such officers authority to take such other actions as may be necessary or desirable to effectuate the foregoing transaction.

3. On behalf of MTA and its subsidiaries and affiliates, authorized the Chairman and Chief Executive Officer, the Vice-Chairman, and in each case, on behalf of MTA, the Acting Chief Financial Officer of 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 new money bonds.

A copy of the resolution, staff summary and details of the above items are filed with the minutes of this meeting.

Transportation Revenue Anticipation Notes

Upon a motion duly made and seconded the MTA Board:

1. Approved the annexed resolution documents and activities in connection with the issuance of Transportation Revenue anticipation notes (“RANs”) in an aggregate

principal amount necessary to finance, on a short-term basis, up to \$700 million of operating needs for the transit and commuter systems in anticipation of state subsidies to be received later in the year.

The Resolution authorizes Metropolitan Transportation Authority to issue Transportation Revenue Obligations, including providing for the issuance of an aggregate principal amount of Transportation Revenue Notes ("RANs") in one or more series necessary to finance, on a short-term basis, up to \$700 million of operating costs of the transit and commuter systems for the 2010 Fiscal Year, plus applicable issuance costs and any original issue discount. The RANs will be issued in compliance with MTA's existing Transportation Revenue General Resolution and will be payable from (1) operating subsidies received by the MTA, and (2) farebox operating revenues to the extent such subsidies are delayed or insufficient to repay the RANs.

2. With respect to the above-referenced transaction set forth in paragraph 1, the MTA Board approved the delegation of authority to the Chairman and Chief Executive Officer, the Vice Chairman, the Acting Chief Financial Officer, and the director of Finance of MTA to award the obligations either pursuant to competitive bid or to members (or entities related to such firms) of the MTA underwriting syndicate (as defined in the Resolution) to execute and/or deliver in each case, where appropriate:
 - Notices of Sale and bid forms
 - Purchase Agreements with underwriters,
 - Official Statements and other disclosure documents,
 - Deposit Agreement,
 - Paying Agent Agreements

Any such documents will be in substantially the form of any document previously entered into by MTA for previous issues and programs or otherwise substantially conform to the terms of the Resolution authorizing the RANs 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. The MTA Board hereby further delegates to such officers authority to take such other actions as may be necessary or desirable to effectuate such transactions.

3. With respect to the above referenced transaction set forth in paragraph 1, the respective Boards of NYCTA, MaBSTOA, LIRR, MNCRC, and MTA Bus and TBTA approved the delegation of authority to the Chairman and Chief Executive Officer, the Vice Chairman, the Acting Chief Financial Officer of MTA, and the Director of Finance of MTA to execute and deliver a Deposit Agreement in substantially the form of the Deposit Agreement attached as Exhibit B to the Resolution referred to in paragraph 1, with such changes as approved by any one or more of the foregoing officers. Such Boards hereby delegate to such officers authority to perform the obligations of such respective entities under the Deposit Agreement and to take such other actions as may be necessary or desirable to effectuate such transaction.

4. On behalf of MTA and its subsidiaries and affiliates, authorized the Chairman and Chief Executive Officer, the Vice Chairman, the Acting Chief Financial Officer of 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 new money notes.

A copy of the resolution, staff summary and details of the above items are filed with the minutes of the Board of the Metropolitan Transportation Authority,

5. **Committee for MTA Bridges and Tunnels Operations**

Procurements

Commissioner Pally stated that there are no non-competitive procurements.

Competitive Procurements

Chairman Pally stated that there are three competitive procurements totaling \$379,000.

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.

Miscellaneous Service Contracts

GenServe, Inc.	Contract No. 09-MNT-2847 Contractor to provide preventive maintenance and repair of generators located at various B&T and MTAPD facilities over a period of 3 years. The services are required in order to maintain peak performance of the generators in the event they are needed in an emergency, e.g., power outage at a bridge.	\$172,950.00 (B&T) \$ 35,637.50 (MTAPD LI A) \$ 32,312.50 (MTAPD Mt. Vernon)
Transportation Technology, Inc. dba Power Performance Industries		\$ 31,477.50 (MTAPD Beacon)
Marine Temperature Systems, Inc. dba MTS Power Systems		\$ 23,655.00 (MTAPD LIB) \$296,032.50 (Total)

Permadr Industries, Inc.
dba Sissco

Contract No. 09-MNT-2849X \$46,344.00
Contractor to provide
inspection, maintenance and
repair services of vehicle
equipment located at various
B&T facilities. The services
are required in order to
maintain the equipment lifts
that B&T utilizes to safely
repair its vehicles and buses.

Nexcut LLC
Cintas Corp.

Contract No. 09-STC-2848 \$21,057.00 (B&T)
Contractors to provide on-site \$15,312.00 (LIRR)
document and material \$36,369.00 (Total)
destruction and removal of
material at various B&T and
LIRR facilities. These
services are necessary to
properly dispose of
confidential files and
documents and to avoid
increasingly expensive off-
site storage costs for these
materials.

Ratifications

Commissioner Pally stated that there are no ratifications.

6. **Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 10:30 a.m.

Respectfully submitted,



Cindy L. Dugan
Assistant Secretary

Regular Board Meeting
347 Madison Avenue
New York, NY 10017

Wednesday, January 27, 2010
9:30 a.m.

The following members were present:

Hon. Jay H. Walder, Chairman & CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Allen P. Cappelli
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

The following member was absent:

Hon. Donald Cecil

Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Catherine A. Blue, Acting Corporate Secretary, Thomas Prendergast, President of NYCTA, Howard Permut, President of Metro-North, Helena E. Williams, President, Long Island Railroad, Jim Ferrara, Acting President of TBTA, Joseph A. Smith, President, LI Bus, MTA 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

Chairman Walder 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 December 16, 2009.

MTA Capital Construction Action Items

There were no MTA Capital Construction Company action items for the MTA Board members to approve.

MTA Capital Construction Procurements

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

- A modification to the East Side Access Queen Bored Tunnels and Structures contract with GTF, JV for a change order for additional repairs of a defective slurry wall constructed under a previous contract
- A ratification of Security projects contracts with Five Star Electric and ARINC, Inc. for construction work and network services required as part of the effort to wrap-up the IESS/C3 project
- A ratification of contract with Merrill Communications, LLC for litigation services related to the IESS contract
- A ratification of a Security projects contract with Access Control Technologies for the continuation of software maintenance services required as part of the effort to wrap-up the IESS/C3 project
- A ratification of a modification to the Second Avenue Subway Tunneling contract with S3 Tunnel Constructors for building stabilization work necessary to advance the work.

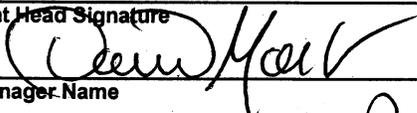
Adjournment

Upon motion duly made and seconded, the MTA Board voted to adjourn the meeting at 10:30 am.

Respectfully submitted,

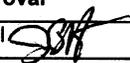
Miriam Cukier
Secretary

Staff Summary

Subject 2010 New Money Bond Issuance Authorization
Department Finance
Department Head Name David Moretti, Acting Chief Financial Officer
Department Head Signature 
Project Manager Name Patrick J. McCoy, Director of Finance 

Date February 22, 2010
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Comm.	2/22	X		
2	Board	2/24	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Legal 	2	Chief of Staff 

The MTA Finance Department is seeking MTA Board authorization and approval of the necessary documentation to issue Series 2010A Dedicated Tax Fund Bonds to provide net proceeds (exclusive of premiums) sufficient to fund up to \$500 million of capital projects contained in existing approved capital programs of the transit and commuter systems (including MTA Bus).

PURPOSE:

1. To obtain MTA Board approval of the following resolution, documents and activities in connection with the issuance of bonds in an aggregate principal amount necessary to provide net proceeds (exclusive of premiums) sufficient to fund up to \$500 million of capital projects of the transit and commuter systems (including MTA Bus):

- Series 2010A Supplemental Resolution authorizing Metropolitan Transportation Authority Dedicated Tax Fund Obligations, including providing for the issuance of the following:
 - o An aggregate principal amount of Dedicated Tax Fund Bonds in one or more series necessary to finance capital projects of the transit and commuter systems (including MTA Bus), plus applicable issuance costs, and any original issue discount, and
 - o Parity Reimbursement Obligations and other Parity Debt in an amount sufficient to secure any Credit Facilities entered into in connection with the issuance of the Dedicated Tax Fund Bonds.

2. With respect to the above-referenced financial transactions set forth in paragraph 1, to obtain MTA Board approval delegating authority to the Chairman and Chief Executive Officer, the Vice-Chairman, and in each case, on behalf of MTA, the Acting Chief Financial Officer of MTA, and the Director of Finance of MTA to award the obligations either pursuant to competitive bid or to members (or entities related to such firms) of the MTA underwriting syndicate (as defined in the Supplemental Resolution) 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 Credit Facilities and related Parity Reimbursement Obligations and Parity Debt, and
- o Investment Agreements.

Any such documents will be in substantially the form of any document previously entered into by MTA for previous issues and programs, with such changes as approved by any one or more of the foregoing officers. In addition, such officers are

Staff Summary

hereby authorized to terminate, amend, supplement, replace or extend any such documents related thereto, as they shall deem advisable. The MTA Board hereby further delegates to such officers authority to take such other actions as may be necessary or desirable to effectuate the foregoing transaction.

3. On behalf of MTA and its subsidiaries and affiliates, to authorize the Chairman and Chief Executive Officer, the Vice-Chairman, and in each case, on behalf of MTA, the Acting Chief Financial Officer of 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 new money bonds.

ALTERNATIVES:

There are no alternative sources of funds to provide for the capital needs of the MTA agencies' capital programs.

RECOMMENDATION:

The MTA Board 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.

METROPOLITAN TRANSPORTATION AUTHORITY

**SERIES 2010A
DEDICATED TAX FUND BOND
SUPPLEMENTAL RESOLUTION**

Adopted February __, 2010

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**SERIES 2010A
DEDICATED TAX FUND BOND
SUPPLEMENTAL RESOLUTION**

BE IT RESOLVED by the Metropolitan Transportation 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 and Article A-VIII of, a resolution of the Issuer adopted on March 26, 2002, entitled "Dedicated Tax Fund Obligation Resolution" (the "Resolution").

Section 1.02. Definitions.

1. All capitalized terms which are used but not otherwise defined in this Series 2010A Dedicated Tax Fund Bond Supplemental Resolution (the "Supplemental Resolution") shall have the same meanings, respectively, as such terms are given by Section 102 of the Resolution.

2. In this Supplemental Resolution:

"Authorized Officer" shall include the officers designated as such in the Resolution, as well as any officer duly designated as "Acting" in said officer's capacity, except that, for the purposes of any delegation set forth herein that does not expressly include any Assistant Secretary, "Authorized Officer" shall not include any Assistant Secretary of the Issuer.

"Board" shall mean the members of the Issuer acting as such pursuant to the provisions of the Issuer Act.

"Bond Counsel" shall mean Hawkins Delafield & Wood LLP, Nixon Peabody LLP or any other attorney or firm of attorneys of nationally recognized standing in the field of law relating to the issuance of obligations by state and municipal entities, selected by the Issuer.

"Build America Bonds" shall mean Series 2010A Bonds issued in the form authorized by Sections 54AA and 6431 of the Code.

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

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

ARTICLE II

AUTHORIZATION OF SERIES 2010A BONDS

Section 2.01. Authorized Principal Amount, Designation and Series.

Pursuant to the provisions of the Resolution and in order to finance Capital Costs, a Series of Dedicated Tax Fund Obligations (which may be issued in one or more Series or subseries, which for purposes of this Supplemental Resolution shall collectively be referred to herein as the "Series 2010A Bonds", constituting Capital Cost Obligations, subject to redesignation as hereinafter provided) entitled to the benefit, protection and security of such provisions are hereby authorized to be issued in an aggregate principal amount not exceeding the principal amount necessary so that, after giving effect to any net original issue discount and underwriters' discount from the principal amount, the amount to be deposited in the Proceeds Account pursuant to, or otherwise applied to effectuate the purposes of, Section 2.02 and Section 3.01 of this Supplemental Resolution (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 2010A Bonds), shall not exceed the amount or amounts determined in a Certificate of Determination to be necessary to effectuate the purposes set forth in Section 2.02 hereof; provided, however, that the Series 2010A Bonds issued to finance Capital Costs shall not exceed \$500,000,000 (excluding all amounts excluded above, such as net original issue discount, underwriters' discount, capitalized interest and Costs of Issuance). For all purposes of this Section 2.01, net original issue premium as determined to be advisable by an Authorized Officer in connection with the marketing of the Series 2010A Bonds, shall not be counted.

Series 2010A Bonds shall be designated as, and shall be distinguished from the Obligations of all other Series by the title, "Dedicated Tax Fund Bonds, Series 2010A" or such other title or titles set forth in one or more Certificates of Determination.

As may be determined by an Authorized Officer pursuant to any Certificate of Determination authorized hereunder to be in the Authority's interest, a portion of the Series 2010A Bonds may be issued as Obligations in the form of Build America Bonds. Any such Build America Bonds would be issued as a separate Series or subseries of bonds and conform to the requirements of the Code, this Supplemental Resolution and the Resolution.

Section 2.02. Purposes. The purposes for which the Series 2010A Bonds 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, all to the extent and in the manner provided in this Supplemental Resolution.

Section 2.03. Dates, Maturities, Principal Amounts and Interest. The Series 2010A Bonds, except as otherwise provided in the Resolution, shall be dated the date or dates determined in any Certificate of Determination. The Series 2010A Bonds 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 any Certificate of Determination.

Section 2.04. Interest Payments. The Series 2010A Bonds shall bear interest from their date or dates and be payable on such date or dates as may be determined pursuant to any Certificate of Determination. Except as otherwise provided in any Certificate of Determination, interest on the Series 2010A Bonds shall be computed on the basis of twelve 30-day months and a 360-day year.

Section 2.05. Denominations, Numbers and Letters. Unless otherwise provided in any Certificate of Determination, the Series 2010A Bonds shall be issued in fully registered form without coupons in the denomination of \$5,000 or any integral multiple thereof.

The Series 2010A Bonds shall be lettered and numbered as provided in any Certificate of Determination.

Section 2.06. Places of Payment and Paying Agent. Except as otherwise provided in any Certificate of Determination, principal and Redemption Price of the Series 2010A Bonds shall be payable to the registered owner of each Series 2010A Bond when due upon presentation of such Series 2010A Bond at the principal corporate trust office of the Trustee. Except as otherwise provided in any Certificate of Determination, interest on the registered Series 2010A Bonds will be paid by check or draft mailed on the interest payment 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 2010A Bonds, by wire transfer in immediately available funds on each interest payment date to such Owner thereof 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 related interest payment date (such notice may refer to multiple interest payments).

Section 2.07. Sinking Fund Installments. The Series 2010A Bonds, if any, determined in any Certificate of Determination shall be subject to redemption in part, by lot, or otherwise as determined in accordance with Section A-404 of the Resolution, on each date in the year or years determined in any Certificate of Determination at the principal amount thereof plus accrued interest up to but not including the date of redemption thereof, from mandatory Sinking Fund Installments which are required to be made in amounts sufficient to redeem on each such date the principal amount of such Series 2010A Bonds.

Section 2.08. Redemption Prices and Terms. The Series 2010A Bonds may also be subject to redemption prior to maturity, at the option of the Issuer, upon notice as provided in Article A-IV of the Resolution, at any time as a whole or in part (and by lot within a maturity, or otherwise as determined in accordance with Section A-404 of the Resolution, if less than all of a maturity is to be redeemed), from maturities designated by the Issuer on and after the date and in the years and at the Redemption Prices (expressed as a percentage of principal amount or otherwise as determined pursuant to Section 2.09.1(f)) determined in any Certificate of Determination, plus accrued interest up to but not including the redemption date.

Section 2.09. Delegation to an Authorized Officer. 1. There is hereby delegated to each Authorized Officer, subject to the limitations contained in this Supplemental Resolution, the following powers with respect to the Series 2010A Bonds:

(a) to determine whether and when to issue any Series 2010A Bonds constituting Capital Cost Obligations, the amount of the Series 2010A Bonds to be applied to finance Capital Costs, and the amount of the proceeds of the Series 2010A Bonds estimated to be necessary to pay the Costs of Issuance of the Series 2010A Bonds and capitalized interest, if any;

(b) to determine the purpose or purposes for which the Series 2010A Bonds are being issued, which shall be one or more of the purposes set forth in Section 2.02 of this Supplemental Resolution;

(c) to determine the principal amounts of the Series 2010A Bonds to be issued for the purposes set forth in Section 2.02 of this Supplemental Resolution and whether such principal amounts constitute a separate Series or a subseries of Series 2010A Bonds, which principal amounts (and the aggregate of all such Series and subseries) shall not exceed the principal amounts permitted by Section 2.01 of this Supplemental Resolution, and to determine Accreted Values and Appreciated Values, if applicable;

(d) to determine the maturity date and principal amount of each maturity of the Series 2010A Bonds and the amount and due date of each Sinking Fund Installment, if any;

(e) to determine the date or dates which the Series 2010A Bonds shall be dated and the interest rate or rates of the Series 2010A Bonds or the manner of determining such interest rate or rates; provided, however, that any Series 2010A Bonds issued as Tax-Exempt Obligations shall be subject to a maximum interest rate of not greater than 10% per annum, any Series 2010A Bonds issued as Taxable Obligations shall be subject to a maximum interest rate of not greater than 12% per annum, any Variable Interest Rate Obligations issued as Tax-Exempt Obligations shall be subject to a maximum interest rate of not greater than 15% per annum, any Variable Interest Rate Obligations issued as Taxable Obligations shall be subject to a maximum interest rate of not greater than 18% per annum and any Parity Reimbursement Obligations shall be subject to a maximum interest rate of not greater than 25% per annum, or, in each such case, such higher rate or rates as determined by the Issuer's Board;

(f) to determine the Redemption Price or Redemption Prices, if any, and the redemption terms, if any, for the Series 2010A Bonds; provided, however, that if the Series 2010A Bonds are to be redeemable at the election of the Issuer, the Redemption Price (except in the case of Series 2010A Bonds issued as Build America Bonds) shall not be greater than one hundred three percent (103%) of the principal amount of the Series 2010A Bonds to be redeemed, plus accrued interest thereon up to but not including the date of redemption; and to determine any redemption provisions with respect to Series 2010A Bonds issued as Build America Bonds, which provisions may include make whole call provisions requiring an Owner to receive the full benefit of such Owner's bargain upon initial purchase;

(g) to determine whether the sale of the Series 2010A Bonds shall be conducted on either a negotiated or competitive bid basis and, as applicable, to determine the

purchase price for the Series 2010A Bonds to be paid by the purchasers referred to in one or more Purchase Agreements or the purchase price for the Series 2010A Bonds 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 this 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 2010A Bonds;

(h) to take all actions required for the Series 2010A Bonds 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 Supplemental Resolution, to include in any Certificate of Determination such terms and provisions as may be appropriate or necessary to provide for uncertificated securities in lieu of Series 2010A Bonds issuable in fully registered form;

(i) to determine whether to issue all or any portion of the Series 2010A Bonds as Tax-Exempt Obligations, Taxable Obligations, Put Obligations, Variable Interest Rate Obligations, Build America Bonds or as any other form of Obligations permitted by the Resolution and any matters related thereto, including (i) the terms and provisions of any such Series 2010A Bonds, (ii) the selection of remarketing agents, tender agents, auction agents, dealers, bidding agents or any other agents or parties to ancillary arrangements and the terms of any such arrangements, and (iii) the methods for determining the accrual of Debt Service;

(j) to determine the advisability, as compared to an unenhanced transaction, of obtaining one or more Credit Facilities, to select a provider or providers thereof and to determine and accept the terms and provisions and price thereof, to determine such other matters related thereto as in the opinion of the officer executing any Certificate of Determination shall be considered necessary or appropriate and to effect such determinations by making any changes in or additions to this Supplemental Resolution required by Credit Facility providers, if any, or required by a Rating Agency in order to attain or maintain specific ratings on the Series 2010A Bonds, or relating to the mechanisms for the repayment of amounts advanced thereunder or payment of fees, premiums, expenses or any other amounts, notices, the provision of information, and such other matters of a technical, mechanical, procedural or descriptive nature necessary or appropriate to obtain or implement a Credit Facility with respect to the Series 2010A Bonds, and to make any changes in connection therewith;

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

(l) to determine such other matters specified in or permitted by (i) Sections 202, 203, and A-201 of the Resolution or (ii) this Supplemental Resolution, including preparation of any documentation therefor.

2. Any Authorized Officer shall execute any Certificate of Determination evidencing the determinations made pursuant to this Supplemental Resolution and 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 2010A Bonds are delivered, or other authority is exercised under this 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 2010A Bonds 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 Supplemental Resolution. Any such Authorized Officer may exercise any authority delegated under this Supplemental Resolution from time to time following issuance of any Series 2010A Bonds, as appropriate for any purposes, including, in order to change interest rate modes or auction periods, obtain a substitute or additional Credit Facility or to appoint new or additional agents or other parties deemed appropriate to a particular form or mode of Obligation or manner of sale.

Section 2.10. Sale of Series 2010A Bonds. If it is determined that any sale of Bonds shall be conducted on a negotiated basis, each Authorized Officer is hereby authorized to sell and award the Series 2010A Bonds to the purchasers who shall be on the list of underwriters then approved by the Issuer and shall be referred to in the Purchase Agreement or Agreements, which Purchase Agreement or Agreements shall be substantially in the form most recently executed or delivered by the Issuer in connection with the sale of Obligations, with such revisions to reflect the terms and provisions of the Series 2010A Bonds as may be approved by the officer executing the Purchase Agreement (each, a "Purchase Agreement"). Each Authorized Officer is hereby authorized to agree to the selection of the representative of the underwriters as referred to in the Purchase Agreement or Agreements and to execute and deliver the Purchase Agreement or Agreements for and on behalf and in the name of the Issuer with such changes, omissions, insertions and revisions as may be approved by the officer executing the Purchase Agreement or Agreements, said execution being conclusive evidence of such approval and concurrence in the selection of the representative of the underwriters.

If it is determined that any sale of Series 2010A Bonds shall be conducted on a competitive bid basis, each Authorized Officer is hereby further authorized to conduct the sale and award of the Series 2010A Bonds on the basis of a competitive bid, pursuant to the terms of a notice of sale, including bid form (the "Notice of Sale"), in a form, including any limitations on permitted bidders and a description of the basis for determining the winning bidder or bidders, determined by such Authorized Officer. Each Authorized Officer is hereby authorized to conduct such competitive sale of the Series 2010A Bonds in a manner consistent with this Supplemental Resolution and to utilize the services of the Authority's financial advisor and the services of an electronic bidding service, as such Authorized Officer shall determine, and the execution by such Authorized Officer of a letter of award shall be conclusive evidence of such award.

Each Authorized Officer is hereby authorized to make public and to authorize the use and distribution by said purchasers or other appropriate parties of a preliminary official statement, offering circular, or other disclosure document (the "Preliminary Official Statement") in connection with each public offering or any private placement of the Series 2010A Bonds, in

substantially the form most recently executed or delivered by the Issuer in connection with the sale of Obligations, with such changes, omissions, insertions and revisions as such officer shall deem advisable. The Issuer authorizes any of said officers to deliver a certification to the effect that such Preliminary Official Statement or Official Statement, if deemed necessary or appropriate, together with such other documents, if any, described in such certificate, was deemed final as of its date for purposes of Rule 15c2-12 of the Securities and Exchange Commission as applicable.

Each Authorized Officer is hereby authorized to make public and to authorize distribution of a final Official Statement in substantially the form of each Preliminary Official Statement or the most recently executed and delivered Official Statement if there is not a Preliminary Official Statement, with such changes, omissions, insertions and revisions as such officer shall deem advisable, to sign such Official Statement and to deliver such Official Statement to the purchasers of the Series 2010A Bonds, such execution being conclusive evidence of the approval of such changes, omissions, insertions and revisions.

Each Authorized Officer is hereby authorized to execute and deliver for and on behalf and in the name of the Issuer, to the extent determined by such Authorized Officer to be necessary or convenient, a Continuing Disclosure Agreement, substantially in the form appended to the Purchase Agreement or Notice of Sale, with such changes, omissions, insertions and revisions as such officer shall deem advisable (the "Continuing Disclosure Agreement"), said execution being conclusive evidence of the approval of such changes, omissions, insertions and revisions.

The proceeds of a good faith check, if any, received by the Issuer from the purchasers of the Series 2010A Bonds under the terms of the related Purchase Agreement or Notice of Sale may be invested by the Issuer pending application of the proceeds of such good faith check for the purposes provided in Section 2.02 of this Supplemental Resolution at the time of the issuance and delivery of such Series 2010A Bonds.

Each Authorized Officer (including any Assistant Secretary of the Issuer) is hereby authorized and directed to execute, deliver, amend, replace or terminate any and all documents and instruments (including any remarketing agreements, tender agency agreements, dealer agreements, broker-dealer agreements, tender agent agreements, or auction agency agreements, any investment agreements or arrangements, or any reimbursement agreements or documents or instruments relating to a Credit Facility deemed appropriate to a given form or mode of an Obligation or any tax certificate deemed necessary in connection with Build America Bonds) and to do and cause to be done any and all acts necessary or proper for carrying out each Purchase Agreement or Notice of Sale, the Continuing Disclosure Agreement, the terms of any Credit Facility or other such agreement or arrangement, and the issuance, sale and delivery of the Series 2010A Bonds and for implementing the terms of the Series 2010A Bonds and the transactions contemplated hereby or thereby.

When reference is made in this Supplemental Resolution to the authorization of an Authorized Officer to do any act, such act may be accomplished by any of such officers individually.

Section 2.11. Forms of Series 2010A Bonds and Trustee's Authentication Certificate. Subject to the provisions of the Resolution, the form of registered Series 2010A Bonds, and the Trustee's certificate of authentication, shall be substantially in the form set forth in Exhibit One to the Resolution including, if necessary, any changes to comply with the requirements of DTC or the provisions of this Supplemental Resolution or any Certificate of Determination.

Section 2.12. Appointment of Trustee and Paying Agent. Unless otherwise provided by Certificate of Determination, The Bank of New York Mellon, as successor in interest to JPMorgan Chase Bank, N.A. shall be the Trustee under the Resolution and the Paying Agent for the Series 2010A Bonds.

ARTICLE III

DISPOSITION OF SERIES 2010A BOND PROCEEDS

Section 3.01. Disposition of Series 2010A Bond Proceeds. Any proceeds of the sale of the Series 2010A Bonds, other than accrued interest, if any, shall be deposited, simultaneously with the issuance and delivery of the Series 2010A Bonds, in the Proceeds Account which is deemed to be established for such Series in the Proceeds Fund to be applied, or shall otherwise be applied pursuant to any Certificate of Determination to:

- (a) the payment of all or any part of the Capital Costs; and
- (b) the balance of such proceeds, exclusive of accrued interest, shall be deposited in the COI Subaccount and applied to the payment of Costs of Issuance or otherwise applied to the payment of Costs of Issuance.

Unless otherwise provided in any Certificate of Determination, the accrued interest, if any, and any capitalized interest, received on the sale of the Series 2010A Bonds shall be deposited in the Debt Service Fund.

ARTICLE IV

TAX COVENANTS AND DEFEASANCE

Section 4.01. Tax Covenants Relating to the Series 2010A Bonds. The Issuer covenants that, in order to maintain the exclusion from gross income for Federal income tax purposes of the interest on the Series 2010A Bonds 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 2010A Bonds issued as Tax-Exempt Obligations, as amended from time to time.

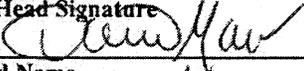
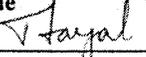
Notwithstanding any other provision of the Resolution to the contrary, upon the Issuer's failure to observe, or refusal to comply with, the above covenant (a) the Owners of the Series 2010A Bonds, or the Trustee acting on their behalf, shall be entitled to the rights and remedies provided to Owners or the Trustee under Section 702 of the Resolution, and (b) neither the Owners of the Obligations of any Series or holders of any Parity Debt (other than the Series 2010A Bonds 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 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 2010A Bonds, including any subseries thereof, which the Issuer determines pursuant to the applicable Certificate of Determination to issue as Taxable Obligations.

Section 4.02. Defeasance. In the event the Issuer shall seek, prior to the maturity or redemption date thereof, to pay or cause to be paid, within the meaning and with the effect expressed in the Resolution, all or less than all Outstanding Series 2010A Bonds 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 Resolution, the Series 2010A Bonds 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 Resolution unless (i) the Issuer has confirmed in writing that the Owners of the Series 2010A Bonds 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 2010A Bonds issued as Tax-Exempt Obligations in determining gross income for Federal income tax purposes.

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Staff Summary

Subject Mortgage Recording Tax - Escalation Payments to Dutchess, Orange and Rockland Counties						Date February 10, 2010			
Department Chief Financial Officer / Treasury Department						Vendor Name			
Department Head Name David A. Moretti, Acting Chief Financial Officer						Contract Number			
Department Head Signature 						Contract Manager Name			
Division Head Name Vinay T. Dayal 						Table of Contents Ref #			
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	Finance Comm.	2/22/10	X			1	Legal 	2	Chief of Staff 
2	Board	2/24/10	X						

I. Purpose

To seek Finance Committee and MTA Board approval to authorize MRT-2 escalator payments to Dutchess, Orange and Rockland counties.

II. Discussion

The MTA statute requires that certain "mass transportation operating assistance" payments be made by the MTA to Dutchess, Orange and Rockland counties from MTA's MRT-2 receipts. (These payments are made from funds established by PAL §1270-a, the Metropolitan Transportation Authority Special Assistance Fund.) Under the statute, Dutchess and Orange Counties are each to receive no less than \$1.5 million annually, and Rockland County is to receive no less than \$2.0 million annually. The counties were paid these amounts in quarterly installments during 2009.

In addition to providing a minimum mass transportation operating assistance payment, the statute provides for an "escalator payment" based on the total MRT-1 and MRT-2 receipts attributable to any of these counties that exceeds the receipts received in 1989. Pursuant to PAL §1270-a (4)(c), the MRT-1 increase is to be calculated as if the MRT-1 tax was 25 cents per \$100 of mortgage recorded and not the current 30 cents per \$100 of mortgage recorded. The escalator payment due each county based on the FY 2009 MRT receipts is determined as follows:

$$(\text{FY2009 MRT Receipts} - \text{FY1989 Base Year MRT Receipts}) / \text{FY1989 Base Year MRT Receipts} = \text{Escalator Rate}$$

$$\text{Escalator Rate} \times \text{Minimum Mass Transit Operating Assistance Payment} = \text{Escalator Payment}$$

The results of the above formulas for each county are:

<u>County</u>	<u>1989 Base Year MRT Receipt</u>	<u>2009 MRT Receipts Adj.¹</u>	<u>Escalator Rate</u>	<u>Escalator Payments</u>
Dutchess Cty	\$3,569,702.51	\$5,675,319.68	58.99%	\$ 884,786.83
Orange Cty	\$4,433,935.06	\$7,373,471.81	66.30%	\$ 994,445.13
Rockland Cty	\$4,524,064.27	\$6,746,498.94	49.12%	\$ 982,494.74
			Total	<u>\$ 2,861,726.70</u>

III. Recommendations

It is recommended that the Board authorize escalator payments totaling \$2,861,726.70 to Dutchess, Orange and Rockland counties from available funds on deposit in the MRT-2 Corporate Transportation Account.

¹ The actual 2009 gross receipts for each of the counties was:

Dutchess Cty	\$ 6,336,187.50
Orange Cty	\$ 8,201,810.60
Rockland Cty	\$ 7,467,182.83

Staff Summary



Subject: 2009 TBTA Operating Surplus
Department: Finance
Department Head Name: Donald Spero
Department Head Signature:
Project Manager Name: James Elkin

Date: February 1, 2010
Vendor Name:
Contract Number:
Contract Manager Name:
Table of Contents Ref #:

Board Action					
Order	To	Date	Approval	Info	Other
1	MTA B&T Committee	02/22/10			
2	MTA Finance Committee	02/22/10			
3	MTA Board	02/24/10			

Internal Approvals			
Order	Approval	Order	Approval
2	President <i>[Signature]</i> 2/1/10	<i>[Signature]</i>	VP Staff Services
	Executive Vice President		VP Procurement & Materials
	General Counsel		VP Labor Relations
	VP Operations		VP & Chief Engineer

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	Chief Financial Officer <i>[Signature]</i>		Chief Technology Officer		Chief Health & Safety Officer		Chief EEO Officer
	Chief Security Officer		Chief Maintenance Officer		MTA Office of Civil Rights		Other

PURPOSE:

- To obtain MTA Board approval of resolutions which will:
- Certify and transfer \$314,459,179 operating surplus to the MTA and NYCTA pursuant to Section 1219-a(2)(b) of the Public Authorities Law of the State of New York.
 - Transfer \$255,976 representing 2009 investment income to the MTA pursuant to Section 569-c of the Public Authorities Law of the State of New York.
 - Deduct from the operating revenues of the Triborough Bridge and Tunnel Authority for its fiscal year ending December 31, 2010 the amount of \$14,162,000, which amount shall be paid into the Necessary Reconstruction Reserve established by the Authority by resolution adopted March 29, 1968.
 - Deduct from the operating revenues of the Triborough Bridge and Tunnel Authority for its fiscal year ending December 31, 2010 and set aside into a special account, an amount determined from time to time by such Authority to help fund post-retirement liabilities other than pension benefits of its employees.
 - Advance the 2010 TBTA Surplus as per attached Resolution.

DISCUSSION:

The attached calculation and letter from Deloitte & Touche LLP represents the Triborough Bridge and Tunnel Authority's operating surplus for fiscal year ending December 31, 2009. The amount of surplus available for transfer to the MTA and NYCTA is \$314,459,179. The amount of investment income that is surplus funds and available to transfer to MTA for fiscal year 2009 is \$255,976. It is also requested to set aside \$14,162,000 from operating revenues of the Triborough Bridge and Tunnel Authority for fiscal year ending December 31, 2010. This money will be used to pay for the cost and expense of current and anticipated necessary construction for the TBTA facilities. It is also requested to set aside into a special account, from operating revenues of the Triborough Bridge and Tunnel Authority for fiscal year ending December 31, 2010 an amount determined from time to time by such Authority to help fund post-retirement liabilities other than pension benefits of its employees.

BUDGET IMPACT: None.

ALTERNATIVES: None.

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

February 24, 2010

RESOLVED, that the Chairman be, and he hereby is, authorized to certify to the Mayor of the City of New York and to the Chairman of the Metropolitan Transportation Authority, that for the purposes of Section 1219-a (2) (e) of the Public Authorities Law of the State of New York, the amount of the Authority's operating surplus for its fiscal year ending December 31, 2009 is \$314,459,179.

RESOLVED, that this Authority hereby makes the following determination in respect of its operating surplus for its fiscal year ending December 31, 2009, for the purposes of Section 1219-a (2) (e) of the Public Authorities Law of the State of New York:

Operating Revenue	\$ 1,346,689,195
Operating Expense	<u>397,824,788</u>
	\$ 948,864,407
Establishment of Necessary Reconstruction Reserve Account	(13,953,000)
GASB Reserve	(2,209,740)
Debt Service on Bonds	(601,320,025)
Interest Income on Unexpended Bond Proceeds and Debt Service Fund	798,402
Purchase of Capital Assets Funded from Operations	(17,300,454)
Increase in Prepaid Expenses and other Adjustments	<u>(420,411)</u>
Operating Surplus	<u>\$ 314,459,179</u>

February 24, 2010

RESOLVED, that the amount of \$255,976 representing the Authority's investment income for the year 2009 is determined to be surplus funds of the Authority; and be it further

RESOLVED, that the amount of \$255,976 be transferred and paid over to Metropolitan Transportation Authority in a lump sum as soon as practicable pursuant to Section 569-c of the Public Authorities Law.

RESOLVED, that there be set aside and deducted from the operating revenues of the Triborough Bridge and Tunnel Authority for its fiscal year ending December 31, 2010 the amount of \$14,162,000 which amount shall be paid into the Necessary Reconstruction Reserve established by the Authority by resolution adopted March 29, 1968. Money credited to the Reserve, together with interest income earned thereon, are to be applied to the payment of the cost and expense of current and anticipated necessary construction of each of the TBTA Facilities within the meaning of the General Resolution Authorizing General Revenue Bonds (the "General Revenue Bond Resolution") of the Authority adopted on March 26, 2002.

RESOLVED, that the monies thus authorized will be advanced monthly during the fiscal year ending December 31, 2010 and used for the purposes of payment of the cost and expense of necessary construction of each of the TBTA Facilities.

RESOLVED, that there be set aside into a special account and deducted from the operating revenues of the Triborough Bridge and Tunnel Authority for its fiscal year ending December 31, 2010 an amount determined from time to time by such Authority to help fund post-retirement liabilities other than pension benefits of its employees.

RESOLVED, pursuant to the provisions of paragraphs (b), (c), and (d) of subdivision 2 of Section 1219-a of the Public Authorities Law, that the Chairman is authorized in his discretion, to advance to Metropolitan Transportation Authority and New York City Transit Authority monthly, out of funds in the General Fund created by the General Revenue Bond Resolution which are attributable to the operations of the 2010 fiscal year (other than funds arising out of the investment of monies of the Authority) and which have been released and paid over to the Authority free and clear of the lien and the pledge of the General Revenue Bond Resolution as provided in Section 506 thereof, an aggregate amount not to exceed 90% of the Chairman's estimate of the sum which that month's operations, if available, will contribute to the "operating surplus" of the Authority which he anticipates will or may be certified and transferred for the fiscal year in which such month falls; and

February 24, 2010

RESOLVED, that the monies thus authorized to be advanced monthly shall be apportioned between Metropolitan Transportation Authority and New York City Transit Authority and paid as follows:

1. The first \$1.8 million to New York City Transit Authority;
2. Fifty percentum of the remainder to New York City Transit Authority (less applicable bond service); and
3. The remainder to Metropolitan Transportation Authority (less applicable bond service).

INDEPENDENT ACCOUNTANTS' REPORT ON APPLYING AGREED-UPON PROCEDURES

Members of the Board
Metropolitan Transportation Authority
New York, New York

We have performed the procedures enumerated in Exhibit B, which were agreed to by the Triborough Bridge and Tunnel Authority (the "Authority"), a public benefit corporation which is part of the related financial reporting group of Metropolitan Transportation Authority ("MTA"), solely to assist you in agreeing financial information presented in the Schedule of Operating Surplus for the year ended December 31, 2009 (Exhibit A) to the accounting records of the Authority. Authority's management is responsible for its accounting records and the preparation of the Schedule of Operating Surplus (Exhibit A) and Supporting Schedule to the Schedule of Operating Surplus (Exhibit C) for the year ended December 31, 2009. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of those procedures is solely the responsibility of the Authority. Consequently, we make no representation regarding the sufficiency of the procedures described in Exhibit B either for the purpose for which this report has been requested or for any other purpose.

We were not engaged to, and did not, conduct an examination, the objective of which would be the expression of an opinion on the specified elements, accounts, or items. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the Authority, Metropolitan Transportation Authority and New York City Transit Authority and is not intended to be and should not be used by anyone other than these specified parties.

Deloitte : Touche LLP

February 1, 2010

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY**SCHEDULE OF OPERATING SURPLUS
YEAR ENDED DECEMBER 31, 2009**

OPERATING REVENUES (Note 2)	\$ 1,346,689,195
OPERATING EXPENSES (Note 3)	<u>397,824,788</u>
NET OPERATING REVENUE	948,864,407
INCREASE IN PREPAID EXPENSES AND OTHER ADJUSTMENTS (Note 3)	(420,411)
DEBT SERVICE ON BONDS (Note 4)	(601,320,025)
INTEREST INCOME ON UNEXPENDED BOND PROCEEDS AND DEBT SERVICE FUNDS (Note 5)	798,402
ESTABLISHMENT OF GASB 43 RESERVE ACCOUNT (Note 8)	(2,209,740)
PURCHASE OF CAPITAL ASSETS FUNDED FROM OPERATIONS (Note 6)	(17,300,454)
ESTABLISHMENT OF NECESSARY RECONSTRUCTION RESERVE ACCOUNT (Note 7)	<u>(13,953,000)</u>
OPERATING SURPLUS	<u>\$ 314,459,179</u>

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY**NOTES AND AGREED-UPON PROCEDURES PERFORMED
IN CONNECTION WITH THE SCHEDULE OF
OPERATING SURPLUS YEAR ENDED DECEMBER 31, 2009 (Exhibit A)**

1. OPERATING SURPLUS CALCULATION REQUIREMENTS

- The operating surplus is calculated based upon Section 1219-a (2)(e) of the New York Public Authorities Law ("PAL") and various bond resolutions. This surplus is transferred to the Metropolitan Transportation Authority ("MTA") and the MTA New York City Transit Authority ("Transit"). The initial \$24 million in operating surplus is provided to Transit and the balance is divided equally between Transit and the MTA. Transit and the MTA are operationally and legally independent of the Triborough Bridge and Tunnel Authority (the "TBTA"), however, Transit and the TBTA are included in the MTA's financial statements because of the MTA's financial accountability for these entities and they are under the discretion of the MTA Board.

2. OPERATING REVENUES

- Agreed "Operating Revenues" (net of other revenues) of the TBTA appearing on the Schedule of Operating Surplus (Exhibit A) to the general ledger of the TBTA noting no differences. We discussed with management their policy for recording operating revenue and they indicated that operating revenues were recorded using the accrual basis of accounting. We have been informed that operating revenues excluded interest income.

3. OPERATING EXPENSES

- Agreed the aggregated "Operating Expenses" of the TBTA appearing on the Schedule of Operating Surplus (Exhibit A) to the general ledger of the TBTA noting no differences. We discussed with management their policy for recording operating expenses and they indicated that operating expenses were recorded using the accrual basis of accounting.
- Agreed the following expense items to the general ledger: "Interest Expense and Debt Service Related Expenses" and "Reimbursement of Personnel Costs," as noted on Exhibit C, which have been netted against salaries and fringe benefits and noted no differences.
- Recalculated the "Increase in Prepaid Expenses and Other Adjustments" appearing on the Schedule of Operating Surplus (Exhibit A) to the general ledger. We were informed that the operating expenses were adjusted to include amounts charged to prepaid expenses and deferred charges on a cash basis of accounting. We also have been informed that no cash adjustments were made for changes in accounts payable, accrued expenses or accounts receivable.

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

NOTES AND AGREED-UPON PROCEDURES PERFORMED IN CONNECTION WITH THE SCHEDULE OF OPERATING SURPLUS YEAR ENDED DECEMBER 31, 2009 (Exhibit A)

4. DEBT SERVICE

- Agreed “Debt Service on Bonds” appearing on the Schedule of Operating Surplus (Exhibit A) for the following bonds to the TBTA debt service schedules:
 - General Revenue Bonds, and
 - Subordinate Revenue Bonds.
- Agreed “Debt Service on Bonds” on the TBTA’s portion of debt service on the 2 Broadway Certificates of Participation to the TBTA debt service schedules.
- We have been informed that the debt service on the Convention Center Bonds was funded by the State of New York.

5. INTEREST INCOME

- Agreed the aggregated amounts of “Interest Income on Unexpended Bond Proceeds and Debt Service Funds” (excluding the Convention Center Bonds) appearing on the Schedule of Operating Surplus (Exhibit A) to the general ledger and noted no differences. We have been informed that interest income is excluded from “Operating Revenues” on the Schedule of Operating Surplus.
- Agreed the aggregated “Interest Income on Unexpended Bond Proceeds and Debt Service Funds” appearing on the Schedule of Operating Surplus (Exhibit A) to the general ledger and noted no differences. We have been informed that interest income on the debt service fund investments consists of income from (1) the debt service funds established in connection with the 2 Broadway Certificates of Participation to the extent attributable to the TBTA’s portion of debt service thereon, and (2) the debt service funds established in connection with the TBTA bonds from their respective dates of issuance. We have been informed that this amount was included in the computation of operating surplus as a reduction of debt service cost (therefore increasing operating surplus).
- We have been informed that the interest income on Convention Center Bond investments, which consists of interest income from the Convention Center Bond Funds, was applied to reduce the amount due from New York State and was excluded from “Operating Revenues” and “Interest Income on Unexpended Bond Proceeds and Debt Service Funds” on the Schedule of Operating Surplus (Exhibit A).

6. CAPITAL ASSETS FUNDED FROM OPERATIONS

- Agreed the amount “Purchase of Capital Assets Funded From Operations,” which represents amounts paid and capitalized for vehicles and other fixed assets, appearing on the Schedule of Operating Surplus (Exhibit A) to the general ledger and noted no differences. We have been

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

NOTES AND AGREED-UPON PROCEDURES PERFORMED IN CONNECTION WITH THE SCHEDULE OF OPERATING SURPLUS YEAR ENDED DECEMBER 31, 2009 (Exhibit A)

informed that these amounts were funded from operations and that such amounts represent a reduction of operating surplus appearing on the Schedule of Operating Surplus (Exhibit A).

7. NECESSARY RECONSTRUCTION RESERVE

- Agreed the amount appearing on the Schedule of Operating Surplus (Exhibit A) as “Establishment of Necessary Reconstruction Reserve Account” to the Finance Committee minutes to set aside and reduce operating surplus by \$13,953,000 (The Necessary Reconstruction Reserve Account was established by the TBTA by resolution adopted March 29, 1968) and noted no differences. We have been informed that this amount, together with interest income thereon, is to be used to fund reconstruction of present facilities within the meaning of the TBTA’s General Revenue Bond Resolution.

8. GASB 43 RESERVE

- Agreed the amount appearing on the Schedule of Operating Surplus (Exhibit A) as “Establishment of GASB 43 Reserve Account” of \$2,209,740 to the MTA Bridges and Tunnels November Financial Plan 2009-2012 noting no differences. We have been informed that the Staff Summary, which was approved by the Finance Committee, authorizes the establishment of the GASB 43 Reserve. GASB 43 refers to Governmental Accounting Standards Board Statement No. 43, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans*. The GASB 43 Reserve Account was established by the TBTA by resolution adopted December 13, 2006. We have been informed that this amount, together with interest income, thereon, is to be used to fund post-retirement liabilities other than pension benefits.

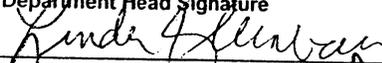
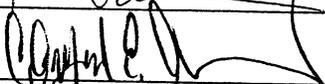
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TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

SUPPORTING SCHEDULE TO THE SCHEDULE OF OPERATING SURPLUS YEAR ENDED DECEMBER 31, 2009

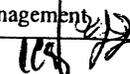
TOTAL REVENUES		\$ 1,346,945,171
LESS INTEREST INCOME		<u>255,976</u>
OPERATING REVENUES (Exhibit A)		<u>\$ 1,346,689,195</u>
TOTAL EXPENSES		\$ 825,390,950
LESS: Interest Expense and Debt Service Related Expenses	\$ 411,855,089	
Reimbursement of Personnel Costs	<u>15,711,073</u>	<u>427,566,162</u>
OPERATING EXPENSES (Exhibit A)		<u>\$ 397,824,788</u>
PREPAID EXPENSES AND OTHER ADJUSTMENTS:		
Balance December 31, 2008	\$ 14,772,083	
Balance December 31, 2009	<u>15,192,494</u>	
INCREASE IN PREPAID EXPENSES AND OTHER ADJUSTMENTS (Exhibit A)		<u>\$ 420,411</u>
DEBT SERVICE:		
TBTA	\$ 173,544,726	
MTA	136,414,484	
NYCTA	<u>290,562,413</u>	
Subtotal	600,521,623	
INTEREST INCOME ON UNEXPENDED BOND PROCEEDS AND DEBT SERVICE FUNDS	<u>798,402</u>	
TOTAL DEBT SERVICE ON BONDS (Exhibit A)		<u>\$ 601,320,025</u>

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 January 29, 2010
Vendor Name Various
Contract Number Various
Contract Manager Name Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	2/22/10			
2	Board	2/24/10			

Internal Approvals			
Order	Approval	Order	Approval
			Office of Civil Rights
	Executive Director		Legal
3	Financial Management		EITG
1	Procurement 	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:

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule H: Modifications to Personal/Miscellaneous Service Contracts	2	\$ 198,667
• Vierra Associates, Inc. = \$ 92,666.64		
• Chambers, Colon & Hartwell, LLC = \$106,000.00		
SUBTOTAL	2	\$ 198,667

MTAHQ proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote

Schedule F: Personal Service Contracts	5	\$ 3,959,032
Schedule G: Miscellaneous Service Contracts	1	\$ 217,000
SUBTOTAL	6	\$ 4,176,032

MTAHQ presents the following procurement actions for Ratification:

Schedules Requiring Two-Thirds Vote

Schedule D: Ratification of Completed Procurement Actions (Schedules A-C)	1	\$ 35,800
SUBTOTAL	1	\$ 35,800
TOTAL	9	\$ 4,410,499

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, 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, FEBRUARY 2010
NON-COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

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.)

1. **Vierra Associates, Inc.** **\$92,666.64**
Congressional Liaison Services **(total for one year)**
Contract No. 2-01-99062-0-0, S/A # 12
Base plus previous supplements = \$971,666.48
Non-competitive – 12 months, plus option to renew on annual basis
Extend the period of the contract for one year, from March 19, 2010 through March 18, 2011 to continue the services of the Washington, DC-based consultant. The consultant represents MTA's interests before Congress and other federal agencies such as the Federal Transit Administration by providing MTA with current and relevant information and advice about actions that may affect transit operations and funding. The total not-to exceed cost is the same annual fee paid for the previous seven years with no increase. The option for renewal will be exercised annually at the discretion of the Chairman & Chief Executive Officer and/or the Deputy Executive Director.

2. **Chambers, Colon & Hartwell, LLC** **\$106,000**
Congressional Liaison Services **(total for one year)**
Contract No. 2-01-99063-0-0, S/A # 11
Base plus previous supplements = \$1,163,000.00
Non-competitive – 12 months, plus option to renew on annual basis
Increase funding and extend the period of the contract for one year, from March 9, 2010 thru March 8, 2011 to continue the services of the Washington, DC-based consultant. The consultant represents MTA's interests before Congress and federal agencies such as the Federal Railroad Administration by providing MTA with current and relevant information and advice about actions that may affect commuter railroad operations. The total not-to exceed cost is the same annual fee paid for the previous ten years with no increase. The option for renewal will be exercised annually at the discretion of the Chairman & Chief Executive Officer and/or the Deputy Executive Director.

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LIST OF PROCUREMENTS FOR BOARD APPROVAL, FEBRUARY 2010
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)

- 1-2. **AFT Projects at Two Subway Stations** – AFT to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials at the stations specified below.
Competitively negotiated – 191 proposals – 36 months.
Luisa Caldwell, East 180th Street Station-NYCT (Contract No. 09333-0100 - \$178,000); and
Competitively negotiated – 214 proposals – 36 months
Alison Moritsugu, St. Lawrence Station-NYCT (Contract No. 09334-0100 - \$125,000).
3. **Kuyimba, Inc.** **\$110,263.20**
Administration of the Music Under (Not-to-exceed)
New York (MUNY) Program
Contract No. 09199-0100
Competitively negotiated – 2 proposals – 12 months
Administrative and logistical support and services to coordinate and manage the AFT Music Under New York (MUNY) Program for a period of one year. Services include daily oversight of more than 7000 performances annually; daily communications and scheduling of over 350 MUNY individuals and groups; coordination of sponsored and special events; and procurement of all supplies and promotional materials related to the program, special events and annual auditions. The hourly rates obligated for this contract are the same rates, i.e., Assistant Administrator at \$23.93 and Administrator at \$33.29 that are being paid under the current competitively-awarded contract.
4. **Bowery Residents' Committee, Inc.** **\$1,545,768.32** *Staff Summary Attached*
Homeless Outreach Services (not-to-exceed
Contract No. 09152-0100 for 1st year)
Competitively negotiated – one proposal – 48 months plus option for 34 additional months. Contractor to administer the MTA's Homeless Outreach Services Program (MTA/*Connections Outreach*), which addresses homelessness throughout the MTA's system. The MTA/*Connections Program*, which was established in 1992, has been successful in utilizing case managers and outreach workers to steer homeless clients off MTA property, and in offering alternative resources to homeless people while addressing customer concerns and responding to customers' perception about safety and personal security. The MTA's 2010 Program will focus more extensively on the needs of service-resistant, chronically homeless clients who require more intensive case management to facilitate their movement off MTA property, especially at stations such as Grand Central Terminal, LIRR Concourse at Penn Station, Central Business District subway stations as well as LIRR Right-of-Way locations and outlying stations. Through negotiations, the amount of \$1,644,701 proposed by the Bowery Residents' Committee, Inc. (BRC) for the first year of service was decreased to \$1,545,768.32, for a savings of \$98,932.68 or 6%. The negotiated first year

METROPOLITAN TRANSPORTATION AUTHORITY
COMPETITIVE PROCUREMENTS

aggregate cost is \$35,631.39 or 2.4% higher than the current yearly cost of \$1,510,136.93 under the existing sixty-two month contract. Funding estimates for the remaining years of the contract will be based upon the service needs of the three participating agencies (LIRR, MNR and NYCT) and Board-approved agency budgets. BRC's proposed annual escalation of 3% was negotiated down to 2% or CPI, whichever is lower for each of the subsequent years. Based on the above savings, the negotiated cost is considered fair and reasonable.

5. **Science Application International Corporation** **\$2,000,000** *Staff Summary Attached*
All-agency Energy Consulting Services *(not-to-exceed)*
Contract No. 09174-0100

Competitively negotiated – 3 proposals – 48 months
 Consultant to provide energy consulting services related to current and future energy projects for MTA and its agencies, including the following: ongoing energy procurement process and management framework; cost-of-service reviews and administrative proceedings involving Con Edison, NYPA and LIPA; fuel purchase options and flow processes associated with hedging strategies; on going risk management framework and risk management policy; natural gas and fuel supply/transmission contract negotiations; and energy cost analysis, energy market studies and cost savings. The annual cost of \$500,000 (\$2,000,000 for four years) for the new four-year contract is \$250,000 or 33.3% lower than the annual cost of \$750,000 (\$2,250,000 for three years) for the current three-year contract, awarded in 2006 to SAIC for energy consulting Services. The hourly rates for the new contract will be lower than the hourly rates under the current contract. SAIC proposed a 3% annual escalation which was negotiated down to 0% escalation and the hourly rates will remain fixed for the four year term.

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)

6. **IHS Global Insight (USA) Inc.** **\$217,000**
Economic Forecasting Services *(not-to-exceed)*
Contract No. 09195-0100

Competitively Negotiated – 2 proposals – 60 months
 Contractor to provide MTA with a regularly updated (short and long term) series of forecasts of national and regional economic and demographic variables for use in, among other purposes, budgeting and planning. Such forecasts include: US Macroeconomic, New York State and MTA Region, housing and real estate and energy-product historic data and forecasts. MTA does not have the ability or the expertise to generate these forecasts in-house. Pricing for these reports are the same prices offered to NYS agencies. The yearly cost of \$43,400 proposed for the new contract is the same yearly cost under the current contract and is thus deemed fair and reasonable.

Staff Summary

Schedule F: Personal Service Contracts

Item Number: 1					
Dept & Dept Head Name: Administration/Linda Kleinbaum <i>Linda Kleinbaum</i>					
Division & Division Head Name: Operations Support/Judy Walker <i>J. Walker</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	Finance	2/22/10			
2	Board	2/24/10			
Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement <i>[Signature]</i>	4	Office of Capital Resources <i>[Signature]</i>		
2	Operations Support <i>[Signature]</i>	5	Legal <i>[Signature]</i>		
3	Administration <i>[Signature]</i>	6	Financial Mgmt. <i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name: Bowery Residents' Committee, Inc.	Contract Number: 09152-0100
Description: Homeless Outreach Services	
Total Amount: \$1,545,768.32 (not-to-exceed for the first 12 months)	
Contract Term (including Options, if any): Eighty two (82) months	
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 recommend that the Board approve the award of a competitively negotiated, multi-agency personal services contract to Bowery Residents' Committee, Inc. (BRC) to administer the MTA's Homeless Outreach Services Program, also known as MTA/Connections Outreach, for a period of forty-eight (48) months beginning on March 1, 2010, with an option to extend for an additional thirty-four (34) months, at the sole discretion of the MTA. The total cost for the first twelve (12) months is not to exceed \$1,545,768.32. Funding estimates for the remaining years of the contract will be based upon the service needs of the three participating agencies (LIRR, MNR and NYCT) and Board-approved agency budgets.

II. DISCUSSION

The MTA/Connections Outreach program, established in 1992, has addressed homelessness throughout the MTA's system. Case workers steer homeless clients to social services or more appropriate settings off MTA property. Since the program's inception, MTA/Connections has made over 220,000 contacts with approximately 32,000 homeless clients and 80% have not been re-encountered since January 2009. However, each year outreach workers encounter new homeless clients on MTA property. This program has been successful in meeting its goal to offer alternative resources for homeless people while addressing customer concerns and responding to customers' perception about safety and personal security. In addition to the above, this program maintains a focus consistent with the city's approach to expedite the placement of chronic homeless clients into permanent housing and/or long-term transitional settings to promote their recovery and reintegration into meaningful community life. The program collaborates extensively with the New York City Department of Homeless Services (DHS) and DHS-contracted outreach providers who serve the homeless residing on the streets in all five boroughs.

MTA participates in the City's annual Homeless Outreach Population Estimate (HOPE). In 2009, street homelessness citywide was down 30% since 2008 and down 15% in the subways. It is, therefore, imperative that the program continue to outreach to homeless clients. The MTA Police, NYPD Transit Bureau Districts and Homeless Outreach Unit serve as an integral part of the program, conducting nearly 5,000 joint outreach sessions with program staff from January 1, 2005 to December 31, 2009. Finally, MTA/Connections Outreach remains a major resource to MTA personnel, MTA agency police and NYPD district police who direct over 150 referrals to the program each year.

The strategic deployment of MTA/Connections Outreach personnel for Year 2010 will respond to homeless conditions in stations that continue to attract the most service-resistant clients such as Grand Central Terminal, the LIRR Concourse at Penn Station, and Central Business District subway stations. In addition, homeless on board subway trains will be contacted by conducting outreach during the layover period at subway terminal stations. This approach provides an opportunity to safely and

effectively outreach while minimizing the likelihood of service disruptions or risk to customers. Terminal station targets will include the 207th St. Station ("A" line), 242nd St. Station ("1/9" Line), and the World Trade Center and Parsons/Archer Stations ("E" Line). For LIRR, outreach will include Right-of-Way locations and outlying stations. Services under the new contract will be enhanced by increasing the number of case managers to more comprehensively address the needs of service-resistant, chronically-homeless clients who require more intensive case management to facilitate their movement from MTA properties.

The current sixty-two month competitively awarded contract for Homeless Outreach Services with BRC will expire on February 28, 2010. In order to continue these services, a new Request for Proposals (RFP) was publicly advertised and letters advising potential proposers of the RFP's availability were mailed to a total of twenty-four social service providers. One proposal was received. To determine the reason(s) for the single response, market inquiries were made to some of the firms on the list of prospective proposers. The inquiries revealed the following: i) several vendors stated that they did not have time to propose, even after MTA extended the due date for receipt of proposals; and ii) the size and depth of the MTA's requirements were outside of their technical capability.

A Selection Committee, comprised of MTAHQ, LIRR, MNR, NYCT staff, and law enforcement personnel from the MTA Police evaluated the proposal. The Selection Committee determined that Bowery Residents' Committee, Inc. has provided good service during their previous contract and the proposal offered a good combination of field outreach staff, clinical experience and services to effectively address the homeless population encountered on MTA property.

Bowery Residents' Committee, Inc. proposed an amount of \$1,644,701 for the first year of service. As a result of negotiations, the proposed amount was decreased to \$1,545,768.32, for a savings of \$98,932.68 or 6%. The negotiated first year aggregate cost is \$35,631.39 or 2.4% higher than the current yearly cost of \$1,510,136.93 under the existing five-year contract. The Contractor's proposed annual escalation of 3% per year was negotiated down to 2% or CPI whichever is lower, for each of the subsequent years.

III. D/M/WBE INFORMATION

The MTA Office of Civil Rights established no D/M/WBE goals for this contract.

IV. IMPACT ON FUNDING

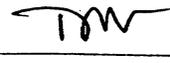
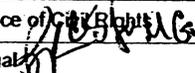
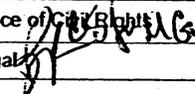
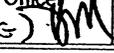
The program budget will not exceed \$1,545,768.32 for the first twelve (12) months and consists of the following not-to-exceed amounts: \$1,306,642.96 for services and \$239,125.36 for overhead and direct expenses. Program costs will be jointly funded according to the allocation of program resources. Program resources will be allocated as follows: LIRR – 35%, MNR – 15%, and NYCT – 50%.

V. ALTERNATIVES

1. **Provide outreach services utilizing MTA personnel:** This alternative is neither practical nor cost effective. The Authority does not have the resources or the trained personnel to perform these services.
2. **Discontinue the Homeless Outreach Program:** This is not a viable option. Program statistics indicate that the current MTA/*Connections Outreach* program has been successful in meeting its goals to offer alternative resources for homeless people while addressing customer concerns and responding to customer perceptions about safety and personal security.

Staff Summary

Schedule F: Personal Service Contracts

Item Number:					
Dept & Dept Head Name: Acting Chief Financial Officer/David Moretti 					
Division & Division Head Name: Budget/Douglas Johnson 					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	Finance	2/22/10			
2	Board	2/24/10			
Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement 	4	Office of City Rights 		
2	Budgets 	5	Legal 		
3	Chief Financial Officer (ACTING) 				

SUMMARY INFORMATION	
Vendor Name: Science Applications International Corp.	Contract Number: 09174-0100
Description: Comprehensive Energy Consulting Services	
Total Amount: \$2,000,000	
Contract Term (including Options, if any): April 1, 2010 – March 31, 2014	
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 recommend that the Board approve the award of a competitively-negotiated, All-agency personal services contract to Science Applications International Corporation (SAIC) to provide Energy Consulting Services for current and future energy projects. The contract will be for a period of 48 months from April 1, 2010 through March 31, 2014 at a total cost not to exceed \$2,000,000.

II. DISCUSSION

MTA's current, competitively awarded, three-year contract for All-agency energy consultant services will expire on March 31, 2010. In order to continue the services, which are described below, MTA has conducted a competitive Request for Proposals process resulting in the proposed award to Scientific Applications International Corporation (SAIC), the incumbent consultant. Approval of SAIC as the MTA-wide energy consultant is being sought for performance of the following services in order to:

- Assist MTA in improving and further developing an ongoing energy procurement process and management framework that takes into account current pending and future electricity supply contracts with New York Power Authority (NYPA), Long Island Power Authority (LIPA), Connecticut Light & Power and other suppliers. This would include the analysis and development of a revised rate and cost allocation structure amongst NYPA's government customers under the longterm agreement and the purchase by NYPA of medium-term energy supply to replace electricity from low-priced sources no longer available.
- Assist in periodic cost-of-service reviews and administrative proceedings involving Con Edison, NYPA and LIPA operating expenses, and cost of service collaborative processes involving other government customers.
- Analyze and make recommendations regarding MTA fuel purchase options and contracts and the flow processes associated with hedging strategies.
- Evaluate and recommend a risk management framework and risk management policy in order to reduce energy cost volatility.
- Participate in electricity, natural gas, and fuel supply/transmission contract negotiations as required.
- Complete periodic energy cost analysis and energy market studies that identify market, operational, and financial costs and risks associated with energy market dynamics.
- Identify opportunities for internal MTA energy cost analysis and cost savings.
- Develop an energy cost control tracking and management process, including the evaluation of metering and billing processes, and
- Analyze and recommend ways to meet renewable electricity and vehicle fuel and emissions requirements.

Staff Summary

The Request for Proposals (RFP) resulting in the proposed award was publicly advertised and letters informing potential proposers of the RFP's availability were mailed to 31 firms, 10 of which are D/M/WBE firms. Three proposals were received on October 5, 2009. A Selection Committee comprised of representatives from NYCT, LIRR, MNR and MTAHQ evaluated the proposals and recommended that two firms – Navigant Consulting, Inc. and Scientific Applications International Corporation (SAIC) – be invited to make oral presentations. Upon conclusion of the oral presentations, the Selection Committee determined that SAIC was the most qualified firm to perform the services required by the RFP. SAIC was selected based on its qualifications in the field of energy, experience of personnel in the energy consulting field, risk management expertise, and the overall resources SAIC would have available to meet any additional requirements during the period of the contract. SAIC has performed similar services for the Federal Government and other state and local agencies, including other public transportation agencies. The Committee believed that Navigant did not adequately address many of the primary issues of concern to MTA and, therefore, was eliminated from further consideration.

SAIC has been under contract since 2003 assisting MTA in its on-going negotiations with the New York Power Authority (NYPA) to help MTA reduce the cost of various charges which has resulted in over \$41 million of savings. With SAIC's assistance, MTA was also able to successfully negotiate power procurement contracts in Connecticut that save MTA \$1 million a year, and was also able to negotiate lease fees and rate changes with Long Island Power Authority (LIPA) – that combined save MTA over \$30 million a year. Further with SAIC's assistance in 2008, NYPA procured long-term electricity capacity to replace the Poletti power plant. The cost to MTA is \$13 million a year less than the amount NYPA was initially expecting to pay for this procurement. MTA has conducted a responsibility review and other due diligence on SAIC and has deemed them to be responsible for award.

The annual cost of \$500,000 (\$2,000,000 for four years) for the new four-year contract is \$250,000 or 33.3% lower than the annual cost of \$750,000 (\$2,250,000 for three years) for the current three-year contract, which expires on March 31, 2010. The decrease in cost is attributable to MTA staff performing some of the energy-related functions that were previously handled exclusively by the consultants and a better understanding of the consultant hours required to achieve tasks under the new contract. The hourly rates for the contract term will be lower than the hourly rates under the current contract. SAIC proposed a 3% annual escalation which was negotiated down to 0% escalation and the rates will remain fixed for the four-year term. Based on the above, the negotiated hourly rates are deemed to be fair and reasonable.

III. D/M/WBE INFORMATION

No D/M/WBE goals were established by the MTA Civil Rights Office for this contract.

IV. IMPACT ON FUNDING

The total not-to-exceed cost of \$2,000,000 for this contract for the four-year period is chargeable to Department Code 400300, Account Code 400599.

V. ALTERNATIVES

1. Do not provide the services. This alternative is not practical or economic because MTA needs to procure long-term supply of energy products in a manner that ensures reasonable cost and risk.
2. Perform the services in-house. This alternative is not feasible. MTA neither have the staff nor the specialized expertise to fully provide these services.

LIST OF PROCUREMENTS FOR BOARD APPROVAL, FEBRUARY 2010
PROCUREMENTS FOR RATIFICATION

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Two-Thirds Vote:

D. Ratifications (Involving Schedules A-C)

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

- | | | |
|----|--|-----------------|
| 1. | East Coast K-9 Academy LLC | \$35,800 |
| | D/B/A Connecticut Canine Services | (Total) |
| | Acquisition of Police Dogs for MTA Police
Department K-9 Unit
Contract No. 10001-0100 | |

Non-competitive

Board ratification is requested for an award made on October 22, 2009 for the acquisition of six (6) untrained German Shepherd dogs to be partnered and trained with MTA police officers who were scheduled to commence training in September of 2009 the start date of the new Orange County Sheriff's Office training school which MTAPD co-hosted. Failure to train the K-9 teams (handler and canine) at that time and at that facility would necessitate waiting until September of 2010 for the next training session. These six additional canines have replaced dogs that have been retired due to age and health issues.

Prior to MTAPD-Canine Unit's purchase of canines, the dogs must undergo long and rigorous testing and evaluation to ensure that they would meet the requirements and be appropriate to perform patrols in the MTA's environment. In light of the long evaluation process required, the purchase of these dogs had to be expedited to take advantage of the training session that was held in September-December 2009. The acquisition of these six dogs will bring the total number of deployed canine teams to forty five (45).

Connecticut Canine Services is the only known vendor within the MTA's geographical operating area at that time that met the special requirements of the MTAPD-Canine Unit and had canines available. The unit costs per dog, \$6,000 for Male German Shepherds and \$5,800 for the Female German Shepherd, represent a discount of \$500 and \$700 respectively off the Contractor's standard list prices of \$6,500. The discounted unit costs represent an increase of \$300 for the female dog and \$500 for the male dog over the unit costs for the canines purchased by MTAPD-Canine Unit in September 2008. The unit costs obligated herein represent the vendor's most favored pricing. In addition, these costs are lower than the cost that other law enforcement agencies (such as the State of New Jersey and New York) pay for dogs. A market survey was conducted to determine the reasonableness of these costs, indicated that unit costs of canines that are trainable for explosive and bomb detection patrol, range from \$6800.00 to \$7000.00. Based on the above, the unit prices for this contract are deemed reasonable.

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

Schedules Requiring Majority Vote

Schedule F: Personal Service Contracts	1	\$	1.0 M
Schedule G: Miscellaneous Service Contracts	2	\$	4.2 M
Schedule H: Modifications to Personal/Miscellaneous Service Contracts	1		.8 M
	<u>4</u>	<u>\$</u>	<u>6.0 M</u>

NYC Transit proposes to award Ratifications in the following categories:

Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions:	2	\$.8 M
	<u>2</u>	<u>\$</u>	<u>.8 M</u>
	7	\$	12.9 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, 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.

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FEBRUARY 2010**LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL****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.)

1. **Nokia Siemens Networks US LLC** **\$6,075,124.00 (NTE)**
Sole Source – Three-year contract
Contract #09H0166

Staff Summary Attached

Maintenance support and spare parts for NYC Transit's SONET Network's Seabridge XpressPass 140HD Network Element and HiD Element Management System.

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FEBRUARY 2010

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

F. Personal Service Contracts

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

1. **GEOD Corporation** **\$1,000,000.00 (Est.)**
Four Proposals/Low Proposer – Three-year contract, with a one-year option
Contract # CM-1395

This indefinite quantity contract will provide for the services of a New York City Licensed land surveyor to prepare legal title surveys, establish baselines, monuments and benchmarks, property damage and acquisition maps for real property, and 3-D scanning and modeling. These services are required on an ‘as needed’ basis to ensure that the established legal boundaries are recorded in NYC Transit’s records prior to purchasing a property or requesting a temporary or permanent easement. Currently these services are being performed by GEOD Corporation (GEOD). The current contract will expire in March 2010 and be replaced by this contract. Out of four proposers, three consultants were selected for negotiations. The fourth proposer did not submit a competitive proposal package. Negotiations focused on the consultants’ proposed hourly rates as well as overhead, profit, fixed fee, and out-of-pocket expenses. Following negotiations and further price clarification discussions, the following BAFOs were submitted: GEOD \$607,929; Medina \$612,181; Naik \$720,106. The Selection Committee (SC) selected GEOD for award based on experience, technical qualifications, and overall value to NYC Transit. The SC noted GEOD’s past experience and excellent performance under the current contract. GEOD’s BAFO of \$607,929 is 25% below NYC Transit’s budget estimate of \$800,000 for the base three year term and 15% or \$115,063 below the initial proposal of \$722,992. Procurement performed a price analysis and found that the fully loaded weighted average labor rate increased by 3.8% per year from the prior contract to this contract. This is largely due to titles which are governed by prevailing wage laws. When those titles are excluded, the increase is 1.7% per year. The final price, which includes a \$200,000 option year, is considered fair and reasonable.

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. **AARCO Environmental Services, Corp.** **\$4,059,576.00 (Est.)** *Staff Summary Attached*
3. **AB Environmental** **\$114,256.00 (Est.)**
Eleven Bids/Low Bidders – Five-year contract
Contract #s 08G9919A, C

Cleaning and removal of non-hazardous wastes from collection units at various NYC Transit, MTA Bus and B&T facilities.

FEBRUARY 2010

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote Cont'd:

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 the original contract to equal or exceed the monetary or durational threshold required for Board approval.)

- | | | |
|---|--------------|-------------------------------|
| 4. AON Consulting, Inc.
Contract # CMM-1567A.1 | \$801,516.00 | <u>Staff Summary Attached</u> |
|---|--------------|-------------------------------|
- Modification to the contract for employee benefits consulting services, in order to add dependent eligibility audit services.

FEBRUARY 2010

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

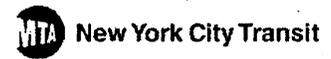
K. Ratification of Completed Procurement Actions (Involving Schedule E-J)

(Staff Summaries required for items requiring Board approval.)

- | | | | |
|----|---|---------------------|--------------------------------------|
| 1. | Judlau Contracting, Inc.
Contract #A-35909.104 | \$414,100.00 | <u>Staff Summary Attached</u> |
| | Modification to the contract for the rehabilitation of the 59 th Street Columbus Circle Station, in order to perform construction of the Broadway Island stairs. | | |
| 2. | Schiavone – Citnalta, JV
Contract #A-35927.39 | \$398,004.00 | <u>Staff Summary Attached</u> |
| | Modification to the contract for the rehabilitation of the Jay/Lawrence Street Station Complex, in order to install conduits and wiring required for an HVAC upgrade to four communication rooms. | | |

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Schedule G: Miscellaneous Service Contracts



Item Number: 1

Vendor Name (& Location) Nokia Siemens Networks US LLC (Irving, TX)
Description Maintenance support services for SONET/ATM Communications Network System (SACNS) and spare parts
Contract Term (including Options, if any) Three years
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
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 09H0166	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount:	\$6,075,124.00 (Not-to-exceed)
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: Department of Subways, Steve A. Feil	

Discussion:

This contract is for spare parts, maintenance and support services of Seabridge XpressPass 140HD Network Elements and the HiD Element Management System by the original equipment manufacturer, Nokia Siemens Networks US LLC (NSN) supplied by Siemens Transportation Systems under the SONET/ATM Communications Network System (SACNS). The network will transport all NYC Transit internal data and telecommunications and the Local and Wide Area networks. The original award of the SONET/ATM contract contained a maintenance option for Siemens Transportation Systems to provide full service maintenance of the network. However, when escalated to present rates, NYC Transit deemed the proposed maintenance option costs to be excessive. NYC Transit decided to contract directly with original equipment manufacturers because of their unique expertise in maintaining sophisticated equipment with which NYC Transit had no historical experience. A sole source advertisement was placed to identify resellers for maintenance support of NSN equipment and furnishing of spare parts, but did not reveal any interest. Any potential reseller would have to rely on NSN, which will have to initiate a specific production run for the fabrication of these parts that have been discontinued. Accordingly, this is a continuation of various non-competitive/sole source agreements submitted for Board approval in order for NYC Transit to assume maintenance of network equipment components upon expiration of the SONET/ATM contract warranty. The Seabridge XpressPass 140HD Network Elements manufactured by NSN are powerful multi-service broadband concentrator switches with advanced traffic engineering features that are optimized for a wide range of transmission rates, service interfaces and protocols, enabling ATM connectivity and ATM gateway services for most types of networks. The HiD Element Management System provides remote network monitoring, testing and management of approximately 200 NSN network elements as well as provides diagnostic and control functions that will assist NYC Transit personnel in troubleshooting and expediting repairs. The work under this contract will be provided under NSN's extended warranty support plan, which consists of priority 24/7 technical support, software downloads, patches and upgrades and replacement of failed parts within 60 days, which NYC Transit personnel will install. NSN's price of \$6,075,124 consists of 60 day repair and return on hardware in the amount of \$2,462,025 for 36 months (\$820,675 annually), software maintenance in the amount of \$2,838,000 for 36 months (\$946,000 annually) and a one time spare parts purchase in the amount of \$775,099. Other than the breakdown of the total price, Procurement was unable to perform an extensive evaluation of NSN's pricing. NSN, as an international contractor, provides spare parts and maintenance support service to many clients; however, they do not have clients that require hardware and software support or spare parts for aged equipment that NYC Transit will be utilizing to monitor the SACNS. The project for SACNS cost in excess of \$200 million and the annual support cost for maintenance contracts and internal support staff is less than 5% of this amount per year. This compares favorably with maintenance costs for other electronic systems. Further, as in house staff gain familiarity with the equipment, or, the next generation of hardware replaces certain other equipment, maintenance costs can be reduced in the future. Since a fair and reasonable determination could not be substantiated, the recommendation to award a contract to NSN is a business decision based on the reasons above.

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Schedule G: Miscellaneous Service Contracts



Item Number: **2-3**

Vendor Name (& Location) AARCO Environmental Services, Corp. (Lindenhurst, NY) AB Oil Service Ltd. (Bohemia, NY)
Description Cleaning and removal of non-hazardous wastes from collection units
Contract Term (including Options, if any) Five years
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 checked="" type="checkbox"/> Bid <input type="checkbox"/> Other

Contract Number: 08G9919 A, C	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: AARCO Env. - \$4,059,576.00 (Class A) AB Oil Service - \$114,256.00 (Class C)	
	\$4,173,832.00 (Est.)
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: Department of Buses, Joseph Smith	

Discussion:

Under these contracts, the contractors are required to provide all labor and equipment for the cleaning and removal of non-hazardous oily wastes from oil/water separator collection units for the Department of Buses' (DOB), MTA Bus Company (MTAB) and MTA Bridges and Tunnels (B&T). DOB/MTAB generate waste primarily resulting from bus body and undercarriage cleaning, as well as engine compartment cleaning as part of normal maintenance. B&T generates waste from washing equipment and support fleet vehicles. This contract is necessary to ensure compliance with regulations concerning the lawful disposal of non-hazardous wastes. If these products are not periodically removed, not only would work be interrupted, but fines could also be imposed. The Division of Car Equipment (DCE) participated in this solicitation as Class B, but the low bidder has responsibility issues that will be the subject of a Significant Adverse Information (SAI) memo for which the approval of the MTA Chairman and Chief Executive Officer will be sought prior to submission to a future Board for approval. The previous contract for DOB and DCE, #04A8859, was a piggyback of Long Island Railroad (LIRR) non-public work Contract No. BP02121. LIRR solicited a renewal contract in 2009, of which DOB/MTAB and DCE did not participate because the renewal contract solicited by LIRR was determined to be a public work contract, requiring performance and payment bonds. Upon review of the NYC Transit, MTAB and B&T scopes of work with respect to the instant contract it was determined that they be classified as miscellaneous service contracts not requiring performance and payment bonds. Additionally as LIRR was soliciting pricing that was site specific for each location to be serviced as opposed to fees for specific elements of service, it was determined that a joint procurement for DOB, MTAB and B&T be conducted. This solicitation was structured as a class award because of nuances associated with each agency's involvement. DOB and MTAB requirements were grouped together as Class A under a common specification, DCE requirements comprise Class B as DCE requires costly Railroad Protective Liability insurance coverage not needed by the other agencies and B&T requirements comprise Class C which incorporated parts and emergency repair services not needed by the other participants. Through extensive outreach procurement obtained six bids for Class A and five bids for Class C. AARCO Environmental Services, Corp. (AARCO) and AB Oil Service, Ltd. (AB Oil) (the incumbent on the previous contract) were the low bidders for Classes A and C respectively. The solicitation required fixed pricing for the first 3 years and separate pricing for years 4 and 5 combined. Each recommended awardee was determined to be technically qualified by each respective agency to perform the required work under the contracts. A comparison of the pricing obtained from this solicitation to unit pricing under the current Contract for the majority of common items resulted in the following values. For Class A, the pricing obtained from AARCO is approximately 50% less than the current pricing. For Class C, pricing obtained from AB Oil is 10% higher than the current pricing. Based upon effective competition, the final price for each class is considered fair and reasonable.

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts  New York City Transit

Item Number: 4

Vendor Name (& Location) AON Consulting, Inc. (New York, NY)	
Description Employee Benefits Consulting Services	
Contract Term (including Options, if any) December 7, 2009 – September 30, 2014	
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: Administration, Judith T. Pierce	

Contract Number CMM-1567A	AWO/Modification # 1
Original Amount:	\$ 750,000.00
Prior Modifications:	\$ 0
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 750,000.00
This Request:	\$ 801,516.00
% of This Request to Current Amount:	106.9%
% of Modifications (including This Request) to Original Amount:	106.9%

Discussion:

In September 2009, the Board approved three competitively negotiated five year personal service contracts to AON Consulting, Inc (AON), The Segal Company, Inc., and Mercer Health & Benefit, LLC to provide, on an as needed basis, employee benefits consulting services. This Modification No. 1 is being issued to AON to provide dependent eligibility audit services (DEAS). Health care continues to be one of the fastest-growing costs for employers. In the current economic downturn, many employers are looking for ways to cut benefit plan costs without cutting benefits. Dependent eligibility audits are a tool that can provide immediate cost savings. An audit that verifies dependent eligibility serves a very important purpose in holding down the rising cost of health care. This audit is being performed to verify the eligibility of Transport Workers Union (TWU), Local 100 and Local 106, Amalgamated Transit Union (ATU), Local 726 and Local 1056, and Subway Surface Supervisors Association employees and retirees (members) dependents covered by NYC Transit's health insurance benefits program. This audit requires all members with family coverage to provide proof that each of their dependents is eligible for coverage. Failure to provide sufficient proof will result in the removal of the dependent from coverage. Before the consultant verifies the eligibility of dependents, a special amnesty period will be offered to the members to voluntarily remove ineligible dependents. At the conclusion of this project, NYC Transit will analyze the results and decide on how frequently a full verification of dependent eligibility should be performed. In order for NYC Transit to conduct such an audit, as quickly as possible to begin realizing savings, yet maintain a competitive selection process, proposals were requested from two pre-qualified firms: AON and Brian Unlimited Distribution Company (Budco). Both of these firms were deemed pre-qualified as NYC Transit currently has an employee benefits consulting contract with AON and Budco is the consultant that is performing the DEAS for the State of New York. In addition, these consultants would perform the required services using their existing in-house staff and are currently performing, or completing, DEAS for the State of New York, New Jersey, and the Port Authority of New York and New Jersey. NYC Transit issued an informal Request for Proposal to the two pre-qualified consultants and proposals were received from both consultants. AON's final pricing in the amount of \$801,516 is \$115,543 or 15.4% higher than the budget estimate of \$750,000 and \$103,865 or 12.4% lower than their initial proposal of \$905,381. Budco's final pricing in the amount of \$780,174 is \$30,174 or 4% higher than the budget estimate of \$750,000 and \$66,398 or 7.8% lower than their initial proposal of \$846,572. AON's final pricing of \$801,516 is \$21,342 or 2.7% higher than Budco's final pricing of \$780,174. Both firms submitted performance guarantees, which would more than offset the project costs. Even though AON's final price is \$21,342, or 2.7% higher than Budco's final price, the Selection Committee recommended AON for award. The Selection Committee felt that since AON is in the early stages of a five year agreement with NYC Transit to provide employee benefits consulting services, AON is better positioned to assist NYC Transit subsequent to the completion of the audit and would be able to provide follow-up recommendations on how to improve internal controls and other cost saving initiatives as they relate to dependent eligibility and perform periodic DEAS as employee benefits consulting services is their core business. Budco's core business is performing DEAS and would be limited to serve NYC Transit as an employee benefits consultant post audit. AON has satisfactorily performed, or is performing, the dependent eligibility audit for various states and major retailers. Based on competitive negotiations and the results detailed above, Procurement finds AON's BAFO to be fair and reasonable.

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts  New York City Transit

Item Number: 1

Vendor Name (& Location) Judlau Contracting Inc. (College Point, NY)	
Description Rehabilitation of 59 th Street Columbus Circle Station Complex	
Contract Term (including Options, if any) December 8, 2005 – June 8, 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, Frederick E. Smith	

Contract Number A-35909	AWO/Modification # 104
Original Amount:	\$ 71,876,550.00
Prior Modifications:	\$ 6,389,023.00
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 78,265,573.00
This Request:	\$ 414,100.00
% of This Request to Current Amount:	0.5%
% of Modifications (including This Request) to Original Amount:	9.5%

Discussion:

This contract is for the rehabilitation of the Columbus Circle Station Complex. The contract includes rehabilitation of streets and sidewalks above the station including the Broadway Island. In September 2009, the Board approved a modification for the installation of bollards and traffic barriers around, and upgraded sidewalk finishes on, the Broadway Island. The Board was informed that other modifications would be submitted, including this modification for the replacement of two existing steel staircases under the Broadway Island. The contract called for minor welding and refurbishing of the Broadway Island stairways. While preparing for the construction of the Broadway Island stair entrances, it was discovered that the steel stairways, including one that could not be surveyed previously because it was walled off and out of service, were severely deteriorated, including corrosion underneath the stairways and crumbling of a supporting structural concrete wall. A previous modification in the amount of \$92,500 was awarded for the demolition of the stairs. The current modification provides new stairs, including reinforced concrete, historical architectural finishes, historical ornamental metal work, mechanical work (plumbing relocation), electrical work (lighting and heat tracing), and reinforcement steel at the underground base of the street bollards. The contractor's initial proposal was \$638,561; NYC Transit's estimate was \$391,327. After negotiations, the lump sum of \$414,100 was agreed upon and found fair and reasonable. Savings of \$224,461 were obtained. The original substantial completion date is June 8, 2009. Since this additional work is on the critical path for contract completion, the Senior Vice President, CPM signed a retroactive waiver on December 9, 2009 and the contractor was directed to proceed on December 11, 2009. The current forecast substantial completion date is April 30, 2010; it is anticipated that the time extension to be issued will be non-impactable.

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts  New York City Transit

Item Number: 2

Vendor Name (& Location) Schiavone – Citnalta, JV (Secaucus, NJ)	
Description Rehabilitation of the Jay/Lawrence Street Station Complex	
Contract Term (including Options, if any) March 26, 2007 – March 26, 2011	
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, Frederick E. Smith	

Contract Number A-35927	AWO/Modification # 39
Original Amount:	\$ 108,866,000.00
Prior Modifications:	\$ 1,787,891.79
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 110,653,891.79
This Request:	\$ 398,004.00
% of This Request to Current Amount:	0.4%
% of Modifications (including This Request) to Original Amount:	2.0%

Discussion:

This contract is for the rehabilitation of the Jay/Lawrence Street Station Complex, including the installation of three ADA compliant elevators, and the construction of a passenger transfer connector between the Jay Street Station and the Lawrence Street Station. As a separate initiative, NYC Transit has begun a program to cool and stabilize the operating environment in communication rooms throughout the system. As new technology projects have come on line, the associated electronic components are often installed in communication rooms. However, although many of these units have internal cooling systems, both the equipment, and its cooling apparatus system disperse considerable heat into the room in which they are installed. Forced air fans have proven inadequate in achieving the required cooling. As a result, a program to cool communications rooms is underway. The rooms were ranked by priority, with key locations for network communications operations and security given priority. NYCT has employed a variety of procurement methods to contract for the installation of cooling equipment and associated power upgrades. In 2009, Federal Stimulus funds were used to contract for cooling of 37 rooms. In other locations, such as Jay/Lawrence, where a contractor was already working, the communication work will be added to the contract by change order. Accordingly, this is the first of several AWOs the Board will be asked to approve for ongoing contracts, in order to add cooling of communication rooms to the work scope. The pace of the cooling program will depend on the availability of funding. There are four communication rooms in the Jay/Lawrence complex. The contract calls for the installation of a ventilation duct and fan in only one of the rooms. After contract award, NYC Transit calculated that the cabinets and equipment presently installed, and to be installed under separate systems contracts, would elevate the rooms' temperature and jeopardize equipment functionality and lifecycle and that these rooms need to be air conditioned. This requires a significant upgrade to the electrical power supplied to the rooms. Additional electrical cable for the Jay Street rooms must be routed over the express tracks and must be installed under two 53-hour general orders (GOs). Only three GOs remain for this contract, during which NYC Transit provides bus service as alternate transportation at a cost of over \$500K per occasion; two GOs were scheduled in early January 2010. Accordingly, the work was divided between two contract modifications, with this first modification covering all the work that needed to be performed during the January GOs, including the furnishing and installation of conduit and cable and certain civil work. The contractor's initial proposal was \$483,549; NYC Transit's revised estimate was \$401,000. After negotiations, the lump sum of \$398,004 was agreed upon and was found to be fair and reasonable. Savings of \$85,545 were obtained. The Senior Vice President, CPM signed a retroactive waiver on December 30, 2009 and the contractor was directed to proceed that day. The second modification will require Board approval and will cover remaining electrical work, the furnishing and installation of specialized air conditioning equipment, architectural work and civil work.

Staff Summary



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

Date February 5, 2010
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	2/22/10	X		
2	Board	2/24/10	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:

None

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

None

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

None

MTA Bus Company seeks ratifications in the following categories:

None

MTA Bus Company
BOARD RESOLUTION

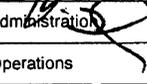
WHEREAS, in accordance with Section § 1265-a and § 1209 of the Public Authorities Law and the All-Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of requests for proposals in regard to purchase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

Subject Request for Authorization to Award Various Procurements						Date February 24, 2010			
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	02.22.10				X	President 		VP & Chief Financial Officer
2	MTA Board	02.24.10				X	Sr. VP-Administration 		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	1	\$6.700M
• Loram Maintenance of Way, Inc. \$6.700M		
SUBTOTAL:	1	\$6.700M

LIRR proposes to award Competitive Procurements in the following categories:

Schedules Requiring Majority Vote

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule G: Miscellaneous Service Contracts	1	\$0.303M
• United Cesspool Service \$0.303M		
SUBTOTAL:	1	\$0.303M

LIRR proposes to award Ratifications in the following categories:

None

<u>TOTAL:</u>	<u>2</u>	<u>\$7.003M</u>
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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, 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.

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LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
FEBRUARY 2010

MTA LONG ISLAND RAIL ROAD

Procurements Requiring Two-Thirds Vote

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. | Loram Maintenance of Way, Inc.
Sole Source
Contract No. TBD | \$6,700,000
Not-to-Exceed | <i><u>Staff Summary Attached</u></i> |
|----|--|--|--------------------------------------|

LIRR requests MTA Board approval to award a Sole Source Blanket Purchase Order for a 36-month period to Loram Maintenance of Way, Inc. ("Loram") in an amount not-to-exceed \$6,700,000 for the services of the Rail-Vac Machine. The Rail-Vac machine is an integral piece of equipment needed to support the Railroad's state of good repair track program.

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Schedule A: Non-Competitive Purchases and Public Works

Staff Summary



Item Number: 1

Vendor Name (& Location) Loram Maintenance of Way, Inc. (Hamel, MN)	
Description Loram Rail-Vac Machine Services	
Contract Term (including Options, if any) 36-month period	
Option(s) included in Total Amount? <input 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 type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source, Public Works	

Contact Number TBD	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: \$6,700,000 NTE	
Funding Source <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Engineering/Robert Puciloski	
Contract Manager : Carl Cipriano	

Discussion:

LIRR requests MTA Board approval to award a Sole Source Blanket Purchase Order for a 36-month period to Loram Maintenance of Way, Inc. ("Loram") in an amount not-to-exceed \$6,700,000 for the services of the Rail-Vac Machine. LIRR utilizes Loram's Rail-Vac machine to excavate ballast along rights of way to ensure that any weak spots in the track bed are corrected to help avoid situations in which speed restrictions must be imposed as track safety measures. Loram provides Rail-Vac services for LIRR pursuant to a MTA Board approved sole source contract.

The Rail-Vac machine conveys material through vacuum and airflow and excavates in a non-destructive manner thereby allowing work to be performed in the time between when trains pass through the section of track under repair. Loram satisfactorily performed these services for the LIRR on a number of projects, including the program to replace concrete ties on main line tracks #2 and #3 between Harold and Jay interlockings.

Loram is the only vendor providing equipment and services that meet LIRR's scope of work for excavating ballast without damaging cables and pipes in third rail territory, performing cross-trenching excavation, and removing ballast from bridge decks and grade crossings without removing ties or rail.

Metro-North Railroad recently purchased a similar rail-vac machine. LIRR is undertaking a cost/benefit analysis to determine whether it is practical to purchase a rail-vac machine for its use going forward. Should the analysis indicate that a purchase is the most economical option, bids will be solicited from various equipment manufacturers within the first six months of this 36-month contract. Lead-time for a rail-vac machine satisfying LIRR's requirements is approximately 21-24 months. It is, therefore, necessary to enter into this 36-month contract to allow for (i) time to complete the procurement process, (ii) the manufacturing lead-time and (iii) an assessment of MNR's first year of experience with its new piece of equipment, including maintenance and operating costs.

Loram's pricing includes all equipment, labor, supervision and consumables (oil, hydraulic fluids, etc.) necessary to perform these services and is in accordance with all terms, conditions and specifications of the previous contracts. Pricing is based on prevailing wages and scheduling required by the LIRR and is considered fair and reasonable. Entering into this contract at this time will also avoid the need to demobilize the equipment only to re-mobilize it at a later date at a cost of \$50,000. LIRR advertised its intent to procure the services on a sole source basis and no other firm expressed an interest in participating in this procurement. Funding for this contract under Project PNTA is included in LIRR's proposed 2010 - 2014 capital budget.

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LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
FEBRUARY 2010

MTA LONG ISLAND RAIL ROAD

Procurements Requiring Majority Vote

Schedule 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)

- | | | |
|----|--------------------------------|----------------------|
| 1. | United Cesspool Service | \$302,742 |
| | Two-Year Contract | Not-To-Exceed |
| | Contract No: BP03592 | |

LIRR requests approval to award a competitively bid Miscellaneous Service contract to United Cesspool Service ("United Cesspool") for the daily removal, transport, neutralization and lawful disposal of wastewater from the Railroad's Ronkonkoma Train Wash Facility, to the Bergen Point Waste Facility. This contract will be for a twenty-four month term, from April 1, 2010, through March 31, 2012. The Railroad forwarded this requirement to the Business Service Center ("BSC") to review as a possible candidate for a joint procurement or piggyback of another agency's contract and were advised that no other agency had a requirement for this service at this time. This renewal contract was advertised in the NYS Contract Reporter on November 9, 2009, and the New York Post on November 12, 2009. A site tour was held at the Ronkonkoma Train Wash facility on November 23, 2009. United Cesspool's bid of \$302,742, which includes a unit price of \$0.11 per gallon, represents a 1% decrease from the current contract's pricing, and is 1% less than second lowest bidder. United Cesspool's price is therefore considered to be fair & reasonable. Responsibility checks were performed and no adverse filings were reported. Accordingly, United Cesspool Service is considered to be the lowest responsive, and responsible bidder. Funding for this contract is included in LIRR's operating budget.

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Subject	Request for Authorization to Award Various Procurements
Department	Procurement & Material Control
Department Head Name	John T. Brennan
Department Head Signature	<i>[Signature]</i>
Project Manager Name	Various

Date	February 3, 2010
Vendor Name	Various
Contract Number	Various
Contract Manager Name	Various
Table of Contents Ref #	

Board Action					
Order	To	Date	Approval	Info	Other
1	LI Committee	2/22/10			
2	Finance Committee	2/22/10			
3	MTA Board	2/24/10			

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:

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedule Requiring Two-Thirds Vote:</u>		
Schedule A: Non-Competitive Purchases and Public Work Contracts		
Cubic Transportation Systems	1	\$ 80,000
<u>Schedule Requiring Majority Vote:</u>		
Schedule E: Miscellaneous Procurement Contracts		
ACS, Inc.	1	\$ 322,481
Ultimedia USA	1	\$ 43,218
SUBTOTAL	3	\$ 445,699

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

<u>Schedule Requiring Majority Vote:</u>		
Schedule G: Miscellaneous Service Contracts		
Union County Seating	1	\$ 85,000
SUBTOTAL	1	\$ 85,000

LI Bus presents the following procurement actions for Ratification: None

<u>TOTAL</u>	<u>4</u>	<u>\$ 530,699</u>
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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, 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
FEBRUARY 2010

MTA LONG ISLAND BUS

Procurements Requiring Two-Thirds Vote:

A. Non-Competitive Purchases and Public Work Contracts
(Staff Summaries required for all items greater than: \$100K Sole Source; \$250K Non-Competitive)

- 1. Cubic Transportation Systems \$80,000**
Parts for Farebox Collection System (not-to-exceed)
Contract No. E-3943, Sole Source, Renewal

LI Bus requests MTA Board approval to award a sole source, non-competitive, one-time parts purchase contract to Cubic Transportation Systems (Cubic), in the not-to-exceed amount of up to \$80,000. The contract will be used to purchase forty-five (45) different components, in varying quantities, to render repairs to Cubic farebox collection systems in fixed-route buses, in a campaign proceeding up to six months. The program is being undertaken to: (i) reduce road calls involving repairs to fareboxes; (ii) increase service levels; and (iii) establish a new preventive maintenance schedule designed to identify and replace component parts long before they fail in service. Cubic is the incumbent for its spare parts and components, and is the original equipment manufacturer and sole supplier of these products for its farebox collection equipment. LI Bus advertised its intent to convert this non-competitive procurement into a competitively bid solicitation if other providers could offer the required parts, but no replies were received in response to the publicly advertised notices in the NYS Contract Reporter, Minority Commerce Weekly, El Diario and Newsday. To date, LI Bus has not identified another vendor who is interested and qualified to furnish these parts. And several of the required components are not of current technology, thereby making availability somewhat limited. Cubic will charge LI Bus in accordance with prices listed in its year old, published January 2009 "Spare Parts and Repair Price Catalog", and incorporate price breaks for higher volume parts purchases. This is the same price profile Cubic presently offers to LI Bus for its non-campaign parts ordered under separate contract. Cubic again informs it is offering LI Bus equivalent, or lower parts prices, as those prices it offers to other governmental agencies and transit properties in similar quantities. Thus, prices are deemed fair and reasonable. The LI Bus operating budget will fund this procurement.

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
FEBRUARY 2010

MTA LONG ISLAND BUS

Procurements Requiring Majority Vote:

E. Miscellaneous Procurement Contracts

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

- | | | |
|--|------------------------|--------------------------------------|
| 2. ACS, Inc. | \$322,481 | <u>Staff Summary Attached</u> |
| Technical Support for Orbital System | (not-to-exceed) | |
| Contract No. E - 3940, Sole Source, Renewal | | |

LI Bus requests MTA Board approval to award a one-year, sole source miscellaneous procurement contract to ACS, Inc., formerly Orbital Sciences Corporation, in an amount not-to-exceed \$322,481, for software and hardware maintenance services in support of LI Bus's ACS-Orbital CAD/AVL System. The system enables LI Bus to effectively monitor and improve the schedule performance of its vehicle fleet.

- | | | |
|--|------------------------|--|
| 3. Ultimedia USA | \$43,218 | |
| Technical Support for Ultimedia System | (not-to-exceed) | |
| Contract No. E - 3941, Sole Source, Renewal | | |

LI Bus requests MTA Board approval to award a one-year, sole source miscellaneous procurement contract to Ultimedia USA (Ultimedia) to render preventive and emergency maintenance services, upgrades to proprietary software and system support to Ultimedia-furnished communications equipment, software and systems located at the Mineola Intermodal Transportation Center (MITC), in an amount not to exceed \$43,218.00. In a joint effort with LIRR, Ultimedia furnished, configured and installed equipment, software and proprietary systems as part of a LIRR/LI Bus intermodal communications project at MITC in 2007. The project provided for information systems coordination between LIRR/LI Bus intermodal transfer points to deliver customer information for scheduled arrivals, departures and connections. This facilitates and enhances customer use of alternative MTA transportation modes, thereby improving customer transportation mobility. Seven information kiosks and two interactive touch screens are located at seven bays. Ultimedia is the incumbent for these support services which provides for on/off site preventive and emergency maintenance services, software and system support for the period 3/1/10 to 2/28/11. LI Bus advertised its intent to award a sole source contract to Ultimedia in the NYS Contract Reporter, Minority Commerce Weekly, El Diario and Newsday. To date, LI Bus has not identified another vendor who is interested and qualified to provide services for this system. Ultimedia's pricing has remained fixed since inception of the contract in 2007. In 2010, Ultimedia proposed a 15% increase for the new contract term to partially offset increased labor rates and software/hardware replacement prices. LI Bus negotiated with Ultimedia and limited their proposed price to a 5% increase (\$2,058) over 2007 costs. Thus prices are deemed fair and reasonable. Ultimedia confirms its annual maintenance price is the lowest it would quote to any business or governmental agency for this scope of work. There are no recommended alternatives as LI Bus does not possess the proprietary source code and cannot support the application with in-house resources. The LI Bus operating budget will fund this procurement.

Schedule E: Miscellaneous Procurement Contracts

Item Number: **E-2**

Vendor Name (& Location) ACS, Inc. (Columbia, MD)
Description Technical Support & Repairs to ACS-Orbital AVL Systems
Contract Term (including Options, if any) 3/6/2010 – 3/5/2011
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 E-3940	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount:	\$322,481 (not-to-exceed)
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: IT /M. Moran	
Contract Manager: P. Robertson	

Discussion:

LI Bus requests MTA Board approval to award a one-year sole source miscellaneous procurement contract to ACS, Inc. ("ACS"), formerly Orbital Sciences Corporation, to render repairs and/or replacement parts and technical assistance for the support and maintenance of the LI Bus ACS-Orbital Computer Aided Dispatch (CAD) and Automatic Vehicle Location (AVL) System located at the LI Bus Data Center in an amount not-to-exceed \$322,481. The ACS system dates to the mid-1990's, offers the benefit of managing bus location functions and is integral to the control of bus radio communications systems. It provides for critical capabilities and this contract consists of three major components: (i) Mirrored Host Computer wherein all system messages and data are managed; (ii) CAD/AVL Consoles which enable visibility into fleet operation; and (iii) a Communications System that utilizes Nassau County's Communications System to meet LI Bus' s current requirements.

The ACS-Orbital CAD/AVL System is modified and designed specifically for LI Bus and is proprietary to ACS. The current ACS-Orbital software version has a small transportation distribution base and no other vendor has rights to ACS's OrbCab source code. LI Bus advertised its intent to award a sole source contract to ACS in the NYS Contract Reporter, Minority Commerce Weekly, El Diario and in Newsday. To date, LI Bus has not identified another vendor who is interested and qualified to provide ACS system support. This is a renewal contract. The price for maintenance, support services and training was \$339,997 per year in 2006-2008. In 2009 LI Bus negotiated out costs associated with limited training, and fees for a new quarterly on-site support visits provision, resulting in a reduction to \$322,481. In 2010, ACS has proposed a 5% increase due to higher license fees for Sun Microsystems, Oracle and for hardware coverage for associated equipment. LI Bus negotiated with ACS and reached agreement to hold the existing contract price firm for another one year term, at \$322,481, for a savings of \$16,124. Cost components include: CAD/AVL Support: \$283,780, Sun-Unix-HP Support: \$28,473, Oracle Support: \$10,228 and Ad-hoc Training/On-site Support. ACS informs its prices are the same, or lower than, prices it would offer to other governmental agencies or transit properties for the same or similar type of work. Thus, pricing is deemed fair and reasonable.

ACS is the sole responsible source for its ACS-Orbital CAD/AVL System and for its related software, hardware and system support products, including its proprietary vendor-coded hardware cards. There are no recommended alternatives as LI Bus does not possess the proprietary source code and cannot support the application with in-house resources. There is an overall, MTA Bus Agency Real Time Customer Information System Project underway, with anticipated implementation to start in 2012 for the LI Bus fleet. LI Bus will continue to negotiate and secure maintenance contracts with ACS until such time they are no longer needed. It is recommended the MTA Board approve an award for a sole-source miscellaneous procurement contract to ACS to furnish repairs and/or replacement parts and technical assistance for the support and maintenance of LI Bus's ACS-Orbital Computer Aided Dispatch (CAD) and Automatic Vehicle Location (AVL) System, in an amount not-to-exceed \$322,481. The Office of Civil Rights established a 0% DBE goal and the LI Bus operating budget will fund this procurement.

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LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
FEBRUARY 2010

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 if Sealed Bid Procurement)

- | | |
|---|------------------------|
| 1. Union County Seating | \$85,000 |
| Rebuilding of Bus Operator Seats | (not-to-exceed) |
| Contract No. E-3907X | |

LI Bus requests MTA Board approval to award a competitively bid miscellaneous service contract to Union County Seating (Union) to repair/rebuild up to 170 fixed-route bus operator seats, in an amount not to exceed \$85,000, for up to a two year term. This is a new cost-saving service for LI Bus and will largely replace its need to purchase two (2) models of new bus operator seats for the pre-2008 Orion V compressed natural gas bus fleet. Equivalent new bus operator seats cost up to \$2,167 each and come with a three (3) year warranty. Under this contract, rebuilt seats will cost \$500 each and are warranted for two (2) years. This equates to an approximate savings of \$1,667 each or up to \$283,390 over the contract term. Even after allowing for up to a high (20%) failure rate in the 3rd 'out of warranty - rebuild year', the service will still produce savings of \$226,712 over cost of new. Salvageable seats for rebuilding will come from LI Bus's existing fixed-route fleet, and from its recently retired 100 bus fleet via the NYCT/MTA Bus Part Recycle Program. This competitive solicitation was publicly advertised with seven (7) firms requesting invitations for bid. Of these, Union submitted the sole bid of \$550, and this was negotiated down to \$500 per bus operator seat. Union informs it charges other transportation properties up to \$700 per seat for similar rebuilding contracts; thus pricing is deemed fair and reasonable. LI Bus does not possess the resources necessary to perform this service in house. The LI Bus operating budget will fund this procurement.

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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: February 4, 2010
Vendor Name:
Contract Number:
Contract Manager Name:
Table of Contents Ref #:

Board Action					
Order	To	Date	Approval	Info	Other
1	President	2/4/10			
2	MTA B&T Committee	2/22/10			
3	MTA Board	2/24/10			

Internal Approvals			
Order	Approval	Order	Approval
2	President		VP Procurement & Materials
	VP Staff Services/COS		VP Labor Relations
	General Counsel		VP & Chief Engineer
	VP Operations		

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:

Schedules Requiring Majority Vote		# of Actions	\$ Amount
Schedule F	Personal Service Contracts	1	\$1.094M
Schedule I	Modifications to Purchase & Public Works Contracts	2	\$8.620M
SUBTOTAL		3	\$9.714M

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

TOTAL	3	\$9.714M
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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 §559 and §2879 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 §2879 of the Public Authorities Law and 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, 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
FEBRUARY 2010

MTA BRIDGES & TUNNELS

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. **STV, Inc.** **\$ 1,094,061.40** **Staff Summary Attached**
Contract No. PSC-09-2857
2 yr. contract - Competitive RFP - 4 Proposals
Provide construction administration and inspection services for Project VN-03, Toll Plaza Improvements (Phase A) and Toll Plaza Canopy Roof Replacement and HVAC Unit Relocation/Replacement at the Verrazano-Narrows 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)

2. **Ahern Painting Contractors, Inc.** **\$ \$8,000,000.00** **Staff Summary Attached**
Anjac Enterprises, Inc. (aggregate not to exceed
E. Daskal Corp. amount for the seven
El Sol Contracting & Construction Corp. contracts is \$8,000,000)
Maracap Construction Industries, Inc.
Navillus Contracting
Unicorn Construction Enterprises, Inc.
Contract Nos. GFM-474 A - G
Additional funding for miscellaneous construction on an as-needed basis at various Authority facilities.
3. **American Bridge Company** **\$ \$620,000.00** **Staff Summary Attached**
Contract No. TBB Task 39/C52077
Install fencing on the sides of the Queens Suspension Span of the RFK Bridge.

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Staff Summary

Item Number 1 (Final)					
Dept & Dept Head Name: Engineering and Construction, Thomas Bach, P.E. <i>Thomas Bach</i>					
Division & Division Head Name: Engineering and Construction, Joseph Keane <i>Joe Keane</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	2/04/10			
2	MTA B&T Committee	2/22/10			
3	MTA Board	2/24/10			
Internal Approvals					
Order	Approval	Order			
1	Chief Financial Officer <i>[Signature]</i>	4	President <i>[Signature]</i>		
2	General Counsel <i>MMT</i>				
3	VP Procurement & Materials <i>[Signature]</i>				

SUMMARY INFORMATION	
Vendor Name STV, Inc.	Contract Number PSC-09-2857
Description: Construction Administration and Inspection Services for Project VN-03, Toll Plaza Improvements (Phase A) and Toll Plaza Canopy Roof Replacement and HVAC Unit Relocation/Replacement at the Verrazano-Narrows Bridge	
Total Amount \$1,094,061.40	
Contract Term (including Options, if any) Two (2) 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 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:	

Narrative

I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All Agency Guidelines for Procurement of Services for a personal service contract for Construction Administration and Inspection Services for Project VN-03, Toll Plaza Improvements (Phase A) and Toll Plaza Canopy Roof Replacement and HVAC Unit Relocation/Replacement at the Verrazano-Narrows Bridge (VNB) to STV, Inc. (STV) for a period of two years at a cost of \$1,094,061.40.

II. DISCUSSION

B&T requires the services of a consultant to provide construction management and inspection services for Project VN-03, Toll Plaza Improvements (Phase A) and Toll Plaza Canopy Roof Replacement and HVAC Unit Relocation/Replacement at the VNB. The construction activities under this project include but are not limited to the following: (i) demolition and removal of steel structures, associated roof structure, concrete islands, impact attenuators, VMS signage and other electrical devices; (ii) cold milling of existing asphalt pavement; (iii) construction of new cast-in-place concrete access tunnel roof slabs at each of the demolished steel structures and new cast-in-place tunnel wall closures; (iv) placement of new reinforced concrete pavement in demolished areas and new asphalt overlay; (v) construction of new trench drain; (vi) incidental lead and asbestos abatement; (vii) associated maintenance and protection of traffic (MPT); (viii) demolition of

Staff Summary

existing HVAC unit and replacement with new unit on the toll canopy plaza and related electrical and ventilation work; (ix) build a new structural steel support while the existing steel supports are demolished; (x) roof replacement on the toll plaza canopy roof and Sergeant's booth, and (xi) replacement of doors, screens, ceilings and lighting in westbound booths.

The service requirements were publicly advertised; 13 firms submitted qualification information. Four firms, Hardesty & Hanover, LLP (H&H), SJH Engineering, PC (SJH), STV, Inc. (STV) and URS Corp. (URS), were chosen to receive the RFP based on a review of those qualifications and all four firms submitted proposals. The proposals were evaluated against established criteria set forth in the RFP, including an understanding of the technical requirements, technical expertise, proposed personnel, oral presentations and cost. The committee unanimously selected STV based on the following: (i) STV proposed the most qualified project team that demonstrated a comprehensive understanding of the challenges facing this project including safety, maintenance and protection of traffic (MPT), coordinating with other on-site contractors, and the timely completion of this project; (ii) it has relevant experience on similar projects and successfully completed a significant security project at the VNB; and (iii) it proposed a Resident Engineer with extensive experience and knowledge in managing projects where MPT, safety and coordination with other parties is critical to project success. The three other proposers did not demonstrate the level of relevant experience required to support these two projects compared with that offered by STV.

STV submitted a cost proposal in the amount of \$1,236,635.92. The Engineer's estimate is \$1,347,117. Negotiations were conducted and the parties agreed to an amount of \$1,094,061.40. This negotiated amount is lower than the cost of the second and third firms' proposals. (SJH, who submitted the lowest cost, did not demonstrate a sufficient understanding of this highly visible and traffic-sensitive project for removal of unused, eastbound toll booths on the VNB plaza.) STV's negotiated price is 18.8% lower than the Engineer's estimate and is considered fair and reasonable. After extensive review, STV is deemed to be a responsible consultant.

III. D/M/WBE INFORMATION

The MTA Office of Civil Rights ("MTA OCR") has established goals of 10% MBE and 0% WBE for the referenced contract. This contract will not be awarded without approval of MTA OCR.

IV. IMPACT ON FUNDING

Funding is available in 2005 - 2009 Capital Budget under Project VN-03.

V. ALTERNATIVES

There are no recommended alternatives. The Authority does not have the capability of performing these services on an in-house basis.

Schedule I: Modifications to Purchase and Public Works Contracts
Item Number: 2 (Final)

Vendor Name (& Location) Ahern Painting Contractors, Inc., Woodside, NY Anjac Enterprises, Inc., Brooklyn, NY E. Daskal Corp., Suffern, NY El Sol Contracting & Construction Corp., Maspeth, NY Maracap Construction Industries, Inc., College Point, NY Navillus Contracting, Long Island City, NY Unicorn Construction Enterprises, Inc., Chestnut Ridge, NY	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">Contract Number</td> <td style="width: 50%;">AWO/Modification #</td> </tr> <tr> <td>GFM-474A – GFM-474G</td> <td></td> </tr> <tr> <td colspan="2">Original Amount: \$28,000,000</td> </tr> <tr> <td colspan="2">Prior Modifications: \$0</td> </tr> <tr> <td colspan="2">Prior Budgetary Increases: \$0</td> </tr> <tr> <td colspan="2">Current Amount: \$28,000,000</td> </tr> <tr> <td>This Request:</td> <td>Aggregate NTE \$8,000,000</td> </tr> <tr> <td>% of This Request to Current Amount:</td> <td>28.6%</td> </tr> <tr> <td>% of Modifications (including This Request) to Original Amount:</td> <td>28.6%</td> </tr> </table>	Contract Number	AWO/Modification #	GFM-474A – GFM-474G		Original Amount: \$28,000,000		Prior Modifications: \$0		Prior Budgetary Increases: \$0		Current Amount: \$28,000,000		This Request:	Aggregate NTE \$8,000,000	% of This Request to Current Amount:	28.6%	% of Modifications (including This Request) to Original Amount:	28.6%
Contract Number	AWO/Modification #																		
GFM-474A – GFM-474G																			
Original Amount: \$28,000,000																			
Prior Modifications: \$0																			
Prior Budgetary Increases: \$0																			
Current Amount: \$28,000,000																			
This Request:	Aggregate NTE \$8,000,000																		
% of This Request to Current Amount:	28.6%																		
% of Modifications (including This Request) to Original Amount:	28.6%																		
Description Miscellaneous Construction on an As-Needed Basis at Various Authority Facilities																			
Contract Term (including Options, if any) March 14, 2008 through March 13, 2011																			
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 checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:																			
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Thomas Bach, P.E.																			
<p>Discussion:</p> <p>B&T is seeking Board approval under the All-Agency Procurement Guidelines to modify Contracts GFM-474A – GFM-474G, Miscellaneous Construction on an As-Needed Basis at Various Facilities, to add funding in an aggregate amount of \$8,000,000. Contracts GFM-474A – GFM-474G were awarded to seven firms pursuant to a competitive proposal process in an aggregate amount not to exceed \$28,000,000 for all competitively bid work orders awarded under the seven contracts. The seven contractors are invited to bid on specific construction projects throughout the Authority's facilities which are then awarded to the lowest bidders. Funds from the aggregate amount are allocated to individual contracts to pay contractors for the work they perform. Because most of the projects are relatively small and/or involve urgently needed work such as red flag, deck and structural steel repairs, it would be inefficient and time-consuming to conduct a separate competitive bidding process for each project. By using these as-needed contracts for this work, the Authority benefits from having its miscellaneous construction projects performed in a timely manner under competitively bid work orders rather than non-competitive amendments to existing contracts. Through December 2009, 52 work orders have been awarded under these contracts totaling over \$20,715,000. The Authority plans to request proposals for new contracts for these services by the second quarter of 2010. The additional funding requested under this amendment will support essential miscellaneous construction needs in the 2010 Major Maintenance Program that are required until the new contracts are awarded, which is targeted for the first quarter of 2011. Funding for these proposed amendments is available under GL #74001. The contractors will be paid based on the work orders competitively bid and awarded under these agreements. The aggregate value of \$8,000,000 under the prospective amendments is considered fair and reasonable.</p>																			

Schedule I: Modifications to Purchase and Public Works Contracts

 Item Number: **3** (Final)

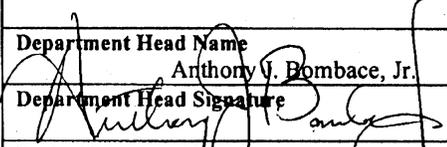
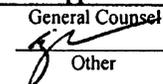
Vendor Name (& Location) American Bridge Company, Coraopolis, PA	Contract Number TBB Task 39/C52077	AWO/Modification #
Description Miscellaneous Structural Improvements at the Triborough Bridge (now RFK Bridge)		
Contract Term (including Options, if any) January 8, 2009 – January 7, 2011	Original Amount:	\$42,859,750.00
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Modifications:	\$6,300,000.00
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Prior Budgetary Increases:	N/A
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:	Current Amount:	\$49,159,750.00
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	This Request:	\$620,000.00
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Thomas Bach, P.E.	% of This Request to Current Amount:	1.3%
	% of Modifications (including This Request) to Original Amount:	1.4%

Discussion:

B&T is seeking Board approval under the All Agency Procurement Guidelines to modify this Contract with American Bridge Company (ABC) for additional funding in the amount of \$620,000. TBB Task 39 was awarded to ABC on January 8, 2009 in the amount of \$42,859,750 to perform miscellaneous structural improvements on the RFK Bridge for a period of one year, six months. Subsequently, one amendment in the amount of \$6,300,000 was issued after Board approval.

This recommended amendment is for funding to install fencing on the sides of the Queens Suspension Span (QSS) of the RFK Bridge. After the New York City Department of Parks and Recreation built new athletic fields below the QSS the Engineer determined that an additional level of protection would reduce the possibility of objects falling from the deck of the frequently occupied fields. ABC is best suited to perform this work since the fencing will be installed in the construction zone currently being used by ABC, which will also impact other Contract work to be performed. On February 2, 2010, authorization in the amount of \$150,000 was given by B&T to enable ABC to obtain the required materials so that the fencing can be installed before spring and the anticipated increase in use of the new athletic fields.

ABC proposed \$668,034 to perform this work; the Engineer's estimate is \$626,563. When compared with the Engineer's estimate, the negotiated amount of \$620,000 (or 1% below the estimate of \$626,563) is considered fair and reasonable. Funding for this amendment is available in the Capital Budget.

Subject Request for Authorization to Award Various Procurements						Date February 5, 2010	
Department Procurement and Material Management						Vendor Name	
Department Head Name Anthony J. Bombace, Jr.						Contract Number	
Department Head Signature 						Contract Manager Name	
Project Manager Name R. Lieblong/R. Walker						Table of Contents Ref #	
Board Action							
Order	To	Date	Approval	Info	Other		
1	M-N Comm Mtg	2-22-10	X				
2	MTA Board Mtg	2-24-10	X				
Internal Approvals							
	Approval			Approval			
<input checked="" type="checkbox"/>	President			Budget			
<input checked="" type="checkbox"/>	Sr. VP Operations			Capital Programs			
<input checked="" type="checkbox"/>	VP Administration			Engr/Const			
<input checked="" type="checkbox"/>	VP Finance & IT			Chief of Staff			
Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
	VP Planning		Bus. Dev. & Parking		Labor Relations	X	General Counsel
	Corp. Comm.		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:							
<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>						<u># of Actions</u>	<u>\$ Amount</u>
Schedule A: Non-Competitive Purchases and Public Work Contracts						1	\$183,255
• Balfour Beatty Rail \$183,255							
<u>Schedules Requiring Majority Vote</u>						NONE	
SUB TOTAL:						1	\$183,255

MNR proposes to award competitive procurements in the following categories:

Schedules Requiring Two-Thirds Vote (or more, where noted) NONE

Schedules Requiring Majority Vote NONE

SUB TOTAL: NONE

MNR presents the following procurement actions for Ratification:

Schedules Requiring Two-Thirds Vote (or more, where noted) NONE

Schedules Requiring Majority Vote NONE

SUB TOTAL: NONE

TOTAL: 1 \$183,255

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.)

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, 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.

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Schedule A: Non-Competitive Purchases and Public Work Contracts



Item Number: **A**

Vendor Name (& Location) Balfour Beatty Rail
Description CP53 Turnout Replacement Parts
Contract Term (including Options, if any) Immediate delivery
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 67744	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount: \$183,255.	
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: Procurement & Material Management, Anthony J. Bombace, Jr.	
Contract Manager: R. Munoz	

Discussion:

Non-competitive miscellaneous procurement for various OEM turnout replacement parts for CP53 on Metro-North's Hudson Line. Balfour Beatty, the OEM and integrator, is the sole source supplier for the required material. These replacement turnout parts, which include switch points, bolts and plates, were engineered uniquely for this particular high speed interlocking to allow passage of trains at their maximum speeds through this area. The original turnouts were damaged in 2009 and temporary repairs were implemented. With these parts, the interlocking and the maximum authorized speed will be restored as originally designed (up to 80mph) and the slow order removed for service through that portion of the Hudson Line.

The final material cost to MNR was negotiated down by 6% from Balfour Beatty's original price of \$195K. This is the first time MNR has purchased replacement material for this interlocking. Balfour Beatty's cost is equivalent to pricing received in early 2009 by Amtrak for similar material and is in line with pricing paid by MNR for comparable components used to construct other interlocking systems which confirms that Balfour's pricing is fair and reasonable.

Advertisements placed have not identified any additional interest from other sources; confirming the non-competitive status of Balfour Beatty. The total amount of this procurement, \$183,255, is to be funded by the MNR Operating Budget.

FEBRUARY 2010

METRO-NORTH RAILROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

None

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FEBRUARY 2010

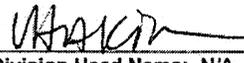
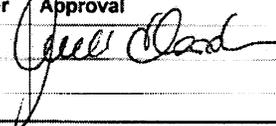
METRO-NORTH RAILROAD

LIST OF RATIFICATIONS FOR BOARD APPROVAL

None

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Staff Summary

Item Number					
Dept & Dept Head Name: Law, Veronique Hakim 					
Division & Division Head Name: N/A					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	Committee	02/22/10			
2	Board	02/24/10			
Internal Approvals					
Order	Approval	Order	Approval		
1	Agency President				

SUMMARY INFORMATION	
Vendor Name N/A	Contract Number N/A
Description Request for Authorization to Award Various Procurements	
Total Amount \$ 62,019,000	
Contract Term (including Options, if any) Various	
Option(s) included in Total Amount? Various	<input type="checkbox"/> Yes <input type="checkbox"/> No
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

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

of Actions \$ Amount

None

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

Schedule Requiring Majority Vote

Schedule I Modification to Purchase or Public Work Contracts	2	\$ 59,719,000 (NTE)
SUBTOTAL	2	\$ 59,719,000 (NTE)

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

Schedule Requiring Majority Vote

Schedule K Ratifications of Completed Procurement Actions (Involving Schedule E-J)	1	\$ 2,300,000 (NTE)
SUBTOTAL	1	\$ 2,300,000 (NTE)
TOTAL	3	\$ 62,019,000 (NTE)

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, 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.

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MTA CAPITAL CONSTRUCTION

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

FEBRUARY 2010

Procurements Requiring Majority Vote:

I. Modification to Purchase and Public Work Contracts

(Staff Summaries required for items requiring Board Approval)

- | | | |
|---|---------------------|--------------------------------------|
| 1. Perini Corporation (Peekskill, New York) | \$ 1,319,000 (NTE) | <u>Staff Summary Attached</u> |
| Contract # CH053 Part 1 | | |
| Construct Harold Structures Part 1 | | |
| 2. GTF, JV (Tarrytown, New York) | \$ 58,400,000 (NTE) | <u>Staff Summary Attached</u> |
| Contract # CQ031 | | |
| Queens Bored Tunnels and Structures for the ESA Project | | |

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Item Number: 1

Vendor Name (& Location) Perini Corporation (Peekskill, New York)
Description Construct Harold Structures Part 1
Contract Term (including Options, if any) 12/18/07 – 8/19/10
Option(s) included in Total <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> n/a
Procurement <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation <input type="checkbox"/> RFP <input checked="" 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: East Side Access, A. Paskoff, P.E.

Contract Number	AWO/Modification
CH053 Part 1	26
Original Amount:	\$ 139,280,000
Prior Modifications:	\$ 9,620,834.40
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 148,900,834.40
This Request	\$ 1,319,000.00
% of This Request to Current Amount:	0.89%
% of Modifications (including This Request) to Original Amount:	7.85%

Discussion:

This contract is for the construction of various civil infrastructure elements in Harold Interlocking and to expand the existing LIRR/Amtrak right-of-way to enable mainline track diversions and facilitate the future construction of the Queens tunnels for the East Side Access Project. Board approval is requested to modify the contract for the relocation of an existing communications ductbank. This ductbank conflicts with the planned location of three tunnel emergency exits to be constructed for this and the Queens Bored Tunnels (CQ031) contracts and must be temporarily relocated. The original contract design did not provide for this work.

Perini submitted a cost proposal of \$1,371,993. MTACC's estimate is \$1,228,959. Negotiations were held, and the parties agreed to a cost of \$1,319,000, which is considered fair and reasonable. An errors and omission analysis will be conducted.

Schedule I: Modifications to Purchase and Public Work Contracts

Item Number: 2

Vendor Name (& Location) GTF, JV (Tarrytown, New York)
Description Queens Bored Tunnels and Structures for the ESA Project
Contract Term (including Options, if any) 36 Months
Option(s) included in Total <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> n/a
Procurement <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation <input checked="" 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: East Side Access, A. Paskoff, P.E.

Contract Number	AWO/Modification
CQ031	4
Original Amount:	\$ 659,200,700
Prior Modifications:	\$ 5,141,062
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 664,341,762
This Request	\$ 58,400,000
% of This Request to Current Amount:	8.8%
% of Modifications (including This Request) to Original Amount:	9.6%

Discussion:

The purpose of this modification is to seek Board authorization to exercise the option for construction of the yard lead approach structures, concrete lining for three emergency shafts and partial completion of the Tunnel D TBM reception pit. The scope of work under this Contract is for the construction of four soft-ground bored tunnels and associated work including the demolition of several buildings along 43rd Street in Queens that were acquired by the MTA. The Board had been advised of the need for this option when presented with the base contract award. Board approval for the option work was not requested at the time of award since tenants of all of the buildings that were to be demolished were planned to be relocated by fall 2009. With the necessary real estate work completed, this option may now be exercised and the buildings can be demolished.

MTA CAPITAL CONSTRUCTION

LIST OF RATIFICATIONS FOR BOARD APPROVAL

FEBRUARY 2010

Procurements Requiring Majority Vote:

K. Ratifications of Completed Procurement Actions (Involving Schedule E-J)
(Staff Summaries required for items requiring Board Approval)

3. **Skanska USA Civil Northeast, Inc. (Whitestone, NY) \$2,300,000 (NTE)**
Contract # A-36119
Construction of the Fulton Street Transit Center Foundation

Staff Summary Attached

Schedule K: Ratifications of Completed Procurement Actions

Item Number: **3**

Vendor Name (& Location) Skanska USA Civil Northeast, Inc. (Whitestone, NY)
Description Construction of the Fulton Street Transit Center Foundation
Contract Term (including Options, if any) December 16, 2008 – August 16, 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 type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: MTA Capital Construction, Michael Horodniceanu

Contract Number A-36119	AWO/Modification # 4
Original Amount:	\$ 69,770,000.00
Prior Modifications:	\$ 14,955,000.00
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 84,725,000.00
This Request:	\$ 2,300,000.00
% of This Request to Current Amount:	2.7%
% of Modifications (including This Request) to Original Amount:	24.7%

Discussion:

This contract provides for the construction of the Fulton Street Transit Center foundation up to the street level. The scope of work includes demolition of the existing building foundation structure; underpinning of adjacent buildings; installation of jet grouting, mini piles, and secant pile walls; installation of temporary support and decking structures; de-watering; excavation; and installation of permanent concrete, structural steel and waterproofing. In a jet grouting operation, cement is injected into the ground at high pressure, displacing existing soil, which is removed as spoils. Due to the uncertainty of underground conditions, the quantity of jet grouting work can only be estimated. This contract estimated the quantity at 2,200 cubic yards (CY) at the unit price of \$1,334/CY and stipulates that if the actual quantity differs from the contractually estimated quantity by more than ten percent, an equitable contract modification will be negotiated. The actual quantity of grout installed and spoils removed was 4,749 CY, more than double the contractual estimated quantity. The contract also instructed bidders to assume the soil, including soil removed through excavation as well as the soil removed through the jet grouting operation, would be classified as non-contaminated and disposed of in a manner appropriate to that condition. Tests performed on borings of the actual soil indicated that it was contaminated non-hazardous, which has a higher disposal cost than the assumed non-contaminated classification.

The contractor's initial proposal was \$2,078,240 for the additional jet grouting and \$858,572 for the additional soil removal costs, for a combined total of \$2,936,812. MTACC's estimate was \$1,434,691 and \$742,512, respectively, for a combined total of \$2,159,203. After negotiations, the lump sum price of \$2,300,000 was agreed upon and found to be fair and reasonable. Savings of \$636,812 were obtained.

With respect to the grouting volume, the contract provides that the contractual estimated quantity plus 10%, or 2,420 CY, is paid at the contractual unit price of \$1,334/CY and the remaining 2,329 CY is paid at negotiated reduced unit price of approximately \$564/CY.

The grouting operation reached the contractually estimated quantity of 2,200 CY by the end of April 2009. At that time, the contractor was instructed to continue the grouting operation to completion, with the intention of carrying out this contract modification process retroactively. The grouting operation was completed in the fall of 2009 and contaminated spoils were removed from September through December 2009.

The final quantity of contaminated soil removed and disposed was approximately 45,000 tons, which includes both excavated soil and grouting operation spoils.

Unlike grouting, for which the contract stipulates an estimated quantity and associated unit price and calls for price recalculation in the event the actual quantity differs significantly, the cost of soils removal and disposal is not segregated from the gross lump sum bid price. Rather, the contractor is required to perform all work, including the removal and disposal of clean soil regardless of the actual, final quantity, at a certain gross lump sum bid price. Accordingly, additional cost for contaminated soil, while based on the actual, final quantity of approximately 45,000 tons, is limited to the difference in carting and landfill disposal costs for contaminated versus clean soil.

FEBRUARY 2010

MTA REAL ESTATE

LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL

ACTION ITEMS

MTA NEW YORK CITY TRANSIT

License agreement with corporation or LLC to be formed by Seung le Choi for a restaurant at 55-06 Maspeth Avenue, Maspeth, Queens, New York

Lease modification agreement with Treeline 180 Livingston, LLC, to allow use of lobby space at 180 Livingston Street, Brooklyn, New York

Construction access agreement with Parking Services, Inc. to allow weekend use of a portion of a parking lot at 45-66 Davis St., L.I.C., New York

MTA LONG ISLAND RAIL ROAD

License agreement with the Office of the Brooklyn Borough President for a portable tourist information kiosk at Atlantic Terminal, Brooklyn, New York

MTA METRO-NORTH RAILROAD

Lease with Shoe Service for the operation of a shoe shine and shoe/leather repair service; Retail Space K-07 and Storage Space LCS-16, Grand Central Terminal, New York

Acquisition of easements from the Village of Mount Kisco for the construction, operation and maintenance of an electrical substation adjacent to Green Lane in the Town of Bedford, Westchester County, New York

Acquisition of easements from the Village and Town of Mount Kisco for the construction, operation and maintenance of an electrical substation adjacent to Pump Station Road in the Village and Town of Mt. Kisco, Westchester County, New York

GENERAL

Proposed change to policy on construction access agreement compensation threshold for Board approval

License agreement between MTA Long Island Rail Road and New York City Transit to allow parking & storage on a portion of the LIRR Bushwick Freight Branch (part of Queens Block 2974 Lot 162)

License agreement between MTA Long Island Rail Road and MTA Capital Construction Co. to allow access and storage of equipment and material on part of the Bay Ridge Branch right of way, Bay Ridge, New York

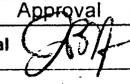
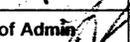
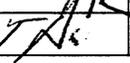
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Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ANGELA SZU

Date FEBRUARY 22, 2010
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	2/22/10	X		
2	Board	2/24/10	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	1	Legal 
4	Chief of Staff 		
3	Dep Exec Dir of Admin 		
2	Civil Rights 		

Narrative

AGENCY: MTA New York City Transit ("NYCT")

LICENSEE: Corporation or LLC to be formed by Seung le Choi

LOCATION: 55-06 Maspeth Avenue, Maspeth, NY

ACTIVITY: Operation of a restaurant offering breakfast, lunch, snack foods, assorted beverages and general convenience items

ACTION REQUESTED: Approval of terms

TERM: Ten years

SPACE: Approximately 1,250 square feet of street level retail space with basement storage attached to NYCT's Maspeth Central Warehouse facility, Queens, NY

COMPENSATION:

Year	Minimum Fee	1 st Breakpoint	1 st Additional Fee*	2 nd Breakpoint	2 nd Additional Fee*
1	\$ 6,416.13	\$ 208,000.00	\$ 2,691.87	\$ 308,000.00	\$ 1,000.00
2	\$ 6,736.94	\$ 218,400.00	\$ 2,826.46	\$ 318,000.00	\$ 1,100.00
3	\$ 7,073.78	\$ 229,320.00	\$ 2,967.82	\$ 328,000.00	\$ 1,200.00
4	\$ 7,427.47	\$ 240,786.00	\$ 3,116.21	\$ 338,000.00	\$ 1,300.00
5	\$ 7,798.85	\$ 252,825.30	\$ 3,272.11	\$ 348,000.00	\$ 1,400.00
6	\$ 8,188.79	\$ 265,466.57	\$ 3,435.73	\$ 358,000.00	\$ 1,500.00
7	\$ 8,598.23	\$ 278,739.89	\$ 3,614.77	\$ 368,000.00	\$ 1,600.00
8	\$ 9,028.14	\$ 292,676.89	\$ 3,787.98	\$ 378,000.00	\$ 1,700.00
9	\$ 9,479.55	\$ 307,310.73	\$ 3,977.37	\$ 388,000.00	\$ 1,800.00
10	\$ 9,953.52	\$ 322,676.27	\$ 4,176.24	\$ 389,000.00	\$ 1,900.00

* Contingent on gross annual sales exceeding the respective Breakpoints.

CAPITAL CONSTRUCTION/PLANNING/REAL ESTATE COMMITTEE MEETING

License Agreement – Corporation or LLC to be formed by Seung le Choi (Cont'd)

COMMENTS:

In response to a recent request for proposals to re-establish a restaurant at the Maspeth Central Warehouse facility, the only proposal was received from Mr. Choi. The prior licensee had terminated its occupancy due to insufficient business, even though it was paying a license fee of only \$4,680 per annum. This location is not in close proximity to nearby food establishments and the facility is deemed an important employee amenity. Therefore, after the prior operator closed down, NYCT requested that this facility reopen quickly so that productivity would not be impacted by reason of employees needing to travel to other food establishments.

Mr. Choi initially proposed a license fee starting at \$9,108 per annum, increasing by 5% per annum. Based on the prior licensee's experience, the Real Estate Department rejected that proposal for fear that it presented an unacceptably high risk of another business failure and interruption of service and asked Mr. Choi to submit a revised proposal that would tie the MTA's compensation to the licensee's gross revenues. Under the revised proposal, the minimum annual license fee would be lower, but the total compensation could exceed the amount originally proposed. The present value of the minimum compensation under the revised proposal (calculated using a discount rate of 9%) is \$50,035.76. The obligation to pay the remainder of the compensation initially proposed will be contingent on gross revenues exceeding a specified breakpoint. Moreover, Mr. Choi will invest significant capital to modernize the facility and meet current building codes.

Mr. Choi has over 10 years of varied business experience, including ownership and operation of a liquor store and a restaurant. Besides typical restaurant fare, he has proposed to offer emergency first aid and medical items and will expand the old menu to include other sandwich options, a juice bar and a variety of noodle soups.

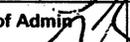
Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement with a corporation or LLC to be formed by Seung le Choi on the above-described terms and conditions.

Staff Summary

Subject LEASE MODIFICATION
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature
Project Manager Name MICHAEL DANIELS

Date February 22, 2010
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	2/22/10	X		
2	Board	2/24/10	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	1	Legal 
4	Chief of Staff 		
3	Dep Exec Dir of Admin 		
2	Civil Rights 		

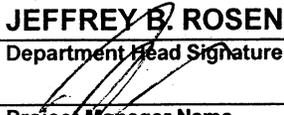
Narrative	
AGENCY:	MTA New York City Transit Authority ("NYCT")
LANDLORD::	Treeline 180 Livingston, LLC
LOCATION:	180 Livingston Street, Brooklyn, New York
SPACE:	Approximately 1,700 rentable square feet ("rsf") of ground floor lobby space
ACTION REQUESTED:	Approval of terms
USE:	Information and Application Center
TERM:	Coterminous with existing lease (through April 2023)
BASE RENT:	One dollar, payment waived
OPERATING EXPENSE AND TAX ESCALATION:	None
TERMINATION RIGHT:	Tenant may terminate at any time with ninety days written notice to landlord
ELECTRICITY:	Tenant responsibility; landlord will make best efforts to provide direct meter or sub-meter at tenant's cost
HVAC	Landlord responsibility
CLEANING:	Tenant to reimburse landlord for its actual cost plus an administrative/service fee of 5%
LANDLORD'S WORK:	Tenant to reimburse landlord for all reasonable costs (estimated at approximately \$115,000) plus a 7% administrative fee
RESTORATION :	Tenant will be responsible to restore the space to its original configuration/condition, less any normal wear and tear
COMMENTS:	
<p>NYCT's Department of Administration occupies three floors (5th - 7th) at 180 Livingston Street, under a lease that will expire in 2023. NYCT oversees all examination-related functions at this location. Since July 2003, this activity has included the collection and processing of applications for NYCT exams, a function that was previously handled by NYC's Department of City-Wide Administrative Services (DCAS). As a result, the number of unscheduled, non-employee visitors seeking employment and test information has significantly increased.</p>	

CAPITAL CONSTRUCTION/PLANNING/REAL ESTATE COMMITTEE MEETING**Lease Modification for 180 Livingston Street for Information and Application Center (Cont'd)****COMMENTS: (Cont'd)**

Currently, individuals seeking employment or test information are directed to an existing self service information center in the sixth floor elevator lobby. Visitors to such information center are not escorted and often attempt to gain entry to offices on the sixth floor in order to get additional information. This is disruptive to staff and can potentially undermine security. In an effort to eliminate this problem, the NYCT Department of Administration proposes to construct an information and application center in the building lobby.

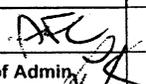
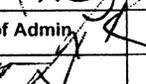
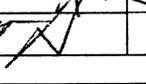
Based on the foregoing, MTA Real Estate requests authorization to enter into a lease modification to provide for this additional space on the terms and conditions noted above.

Staff Summary

Subject CONSTRUCTION ACCESS PERMIT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name FRANK PHILLIPS

Date FEBRUARY 22, 2010
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	2/22/10	X		
2	Board	2/24/10	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	1	Legal 
4	Chief of Staff 		
3	Dep Exec Dir of Admin 		
2	Civil Rights 		

Narrative

AGENCY: MTA New York City Transit ("NYCT")
 PERMITTOR: Parking Services, Inc.
 LOCATION: 45-66 Davis Street, Long Island City, New York
 ACTIVITY: Construction access permit
 ACTION REQUESTED: Approval of terms
 TERM: 10 consecutive weekends commencing on January 29, 2010 through April 4, 2010
 SPACE: Portion of parking lot - approximately 8,000 square feet
 COMPENSATION: \$500.00 per weekend
 COMMENTS:

In connection with NYCT Track and Construction's maintenance of an area known as "The Davis Street Curve", NYCT requested that the Real Estate Department negotiate a construction access permit with Parking Services, Inc. for the temporary use of a portion of its parking lot at 45-66 Davis Street, L.I.C., N.Y. as a staging area in which to place a two-ton street crane, and other equipment, to facilitate the removal and replacement of deteriorated track sections.

Maintenance of the Davis Street Curve requires a complete shutdown of service on part of the No. 7 subway line for ten consecutive weekends beginning Friday, January 29, 2010 through Sunday, April 4, 2010, with the possibility of an eleventh weekend, and has been planned to avoid baseball and tennis seasons, and thereby lessen the impact on MTA riders.

The Real Estate Department has MTA Board authorization to enter into construction access agreements, without specific further approval from the Board, with compensation of up to \$1,000.00 per month. Initially, the Real Estate Department anticipated that it would be able to conclude an arrangement with Parking Services that would fall within such limit. However, Parking Services ultimately refused to accept less than \$500.00 per weekend.

While an item is on the Board agenda for approval in February, 2010, which, if approved, would increase the threshold for Board approval of construction access agreements to \$2,000.00 per month, failure to execute this particular permit before the end of January, 2010 would have resulted in delaying the project by seven weeks (the time needed to re-schedule) and would have caused the project to run into the beginning of the baseball season, which would have inconvenienced the MTA's ridership.

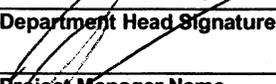
CAPITAL CONSTRUCTION/PLANNING/REAL ESTATE COMMITTEE MEETING

Parking Services, Inc. (Cont'd)

COMMENTS: (Cont'd)

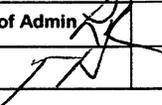
Given the minimal amount involved, the Real Estate Department felt that it was prudent to execute the permit in January, 2010 and seek ratification by the Board in February, 2010.

Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ORIT MANHAM

Date FEBRUARY 22, 2010
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	2/22/10	X		
2	Board	2/24/10	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	1	Legal 
4	Chief of Staff		
3	Dep Exec Dir of Admin 		
2	Civil Rights		

Narrative

AGENCY: MTA Long Island Rail Road ("LIRR")

LICENSEE: Office of the Brooklyn Borough President

LOCATION: Atlantic Terminal, Brooklyn, NY- atrium level at grand staircase

ACTIVITY: Portable tourist kiosk

ACTION REQUESTED: Approval of terms

TERM: 5 years

SPACE: Approximately 64" x 48" (dimensions of kiosk)

COMPENSATION: One dollar, payment waived

COMMENTS:

In order to promote tourism, the Office of the Brooklyn Borough President has requested permission to place a portable tourist kiosk at a prominent location of Atlantic Terminal, for the purpose of distributing pamphlets and other informational items regarding events and attractions throughout Brooklyn and NYC. The kiosk will be operated daily and stored when not in use.

Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement with the Office of the Brooklyn Borough President on the above-described terms and conditions.

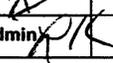
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Staff Summary

Subject LEASE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name NANCY MARSHALL

Date FEBRUARY 22, 2010
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	02/22/10	X		
2	Board	02/24/10	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	2	Civil Rights 
4	Chief of Staff 	1	Legal 
	Director of B&FM 		
3	Dep Exec Dir of Admin 		

Narrative

AGENCY: MTA Metro-North Railroad ("Metro-North")

LESSEE : Shoe Service Plus, Inc. d/b/a Leather Spa ("Shoe Service")

LOCATION: Retail Space K-07 and Storage Space LCS-16

ACTIVITY: The operation of a shoe shine service, including (in no more than 10% of the square footage of the premises) the incidental sale of shoe care items and umbrellas, and a drop off/pick up service for the repairing of shoes and other leather goods

ACTION REQUESTED: Approval of terms

TERM: Five years

SPACE Approximately 109 sq. ft. of retail space and approximately 157 sq. ft. of storage space

COMPENSATION:

Year	Annual	PSF	Breakpoint
1	\$15,950.00	\$146.33	\$227,857.00
2	\$16,588.00	\$152.18	\$236,971.00
3	\$17,252.00	\$158.28	\$246,450.00
4	\$17,942.00	\$164.61	\$256,308.00
5	\$18,659.00	\$171.18	\$266,561.00

Plus 8% of gross sales over breakpoint

STORAGE RENT: \$75.00 per sq. ft. per year, increasing annually by 3%

MARKETING: \$10.00 per sq. ft. per year, increasing annually by 3%

TRASH: \$6.00 per sq. ft. per year, increasing annually by 5%

SECURITY: Three months minimum rent

INSURANCE: Standard

CONSTRUCTION PERIOD: Sixty days

CAPITAL CONSTRUCTION/PLANNING/REAL ESTATE COMMITTEE MEETING

Shoe Service Plus, Inc. d/b/a Leather Spa (Cont'd)

COMMENTS:

In response to a recent MTA request for proposals ("RFP") for Retail Space K-07, Grand Central Terminal, two proposals were received. The proposals were received from Shoe Service and Eddie's Shoe Repair.

Per the Guidelines for Selection of Tenants for Grand Central Terminal approved by the MTA Board in November 2009, the proposals were independently evaluated by Williams Jackson Ewing and Jones Lang LaSalle, and subsequently evaluated by the Director of GCT Development. Two evaluation criteria were taken into account. Selection Criterion A, which accounts for 70% of the score, is the evaluator's determination of direct economic benefit of a proposal to the MTA. Selection Criterion B, which accounts for 30% of the score, is the evaluator's determination of indirect economic benefit to the MTA. The following chart shows how these factors were scored by the Director of GCT Development:

Scoring	A	B	C	D	E	F	G	H	I	J
	Unadjusted Guaranteed Rent Amount*	Guaranteed Rent Adjustment Factor**	Adjusted Guaranteed Rent Amount (AxB)	Unadjusted Percentage Rent Amount	Percentage Rent Adjustment Factor***	Adjusted Percentage Rent Amount (D'E)	Adjusted Total Rent Amount (C+F)	Selection Criterion A**** (0-70)	Selection Criterion B Score (0-30)	Total Selection Criteria Score (H+I)
Shoe Service	\$72,450.38	1	\$72,450.38	\$883.00	0	\$0.00	\$72,450.38	70	25	95
Eddie's Shoe Shine	\$66,861.50	1	\$66,861.50	\$8,367.34	0.5	\$4,183.67	\$71,045.17	68	18	86

*Calculated using 6% discount rate

**Guaranteed Rent Adjustment Factor generally ranges from 1.00 (no uncertainty about A) to as low 0.50 (great uncertainty about A); however may be as low as 0 per guidelines

***Percentage Rent Adjust Factor: may be as high as 0.50 (no uncertainty about D) to as low as zero (great uncertainty about D)

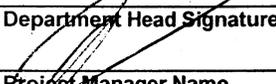
****Selection Criterion A Score: 70 multiplied by the ratio of the Adjusted Total Rent Amount for the proposer to the highest Adjusted Total Rent Amount (from column G)

As indicated above, both the Unadjusted Guaranteed Rent Amount and the Total Selection Criteria Score were higher for Shoe Service than for Eddie's Shoe Repair. Accordingly, a selection committee was not convened.

With reference to Selection Criterion B (Column I), a higher indirect economic benefit is predicted for Shoe Service than for Eddie's Shoe Shine. Shoe Service has been in the leather care business for over 35 years. Over the years, its *Leather Spa* brand has accumulated a substantial customer base. *Leather Spa* caters to individuals demanding the highest standards regardless of price. Shoe Service currently operates two Midtown Manhattan locations under the *Leather Spa* trade name: one on West 55th Street and another in the Plaza Hotel. It offers customers full-service repairs, self-branded leather care products and shines. A *Leather Spa* operation at the Terminal will complement existing tenants and can be expected to attract a new customer base to the Terminal. According to the Shoe Service's owner, many of *Leather Spa*'s customers are Metro-North commuters, and Shoe Service is confident that these commuters will patronize its GCT location.

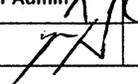
Based on the foregoing, MTA Real Estate requests authorization to enter into a lease agreement with Shoe Service on the above-described terms and conditions.

Staff Summary

Subject ACQUISITION OF EASEMENTS
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name NEIL MASTROPIETRO

Date FEBRUARY 22, 2010
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	2/22/10	X		
2	Board	2/24/10	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	1	Legal 
4	Chief of Staff 		
3	Dep Exec Dir of Admin 		
2	Civil Rights 		

Narrative

AGENCY: MTA Metro-North Railroad ("Metro-North")

GRANTOR: Village of Mount Kisco (the "Village")

LOCATION: 5 Green Lane located in the Town of Bedford, County of Westchester, New York Section 71.08, Block 2, Lot 47

ACTIVITY: Acquisition of temporary and permanent easement interests in support of construction, maintenance and operation of an electrical substation

ACTION REQUESTED: Approval of terms

TEMPORARY EASEMENT TERM: 18 months

SPACE: Temporary easement area: approximately 7,415 square feet
Permanent easement area: approximately 5,431 square feet

COMPENSATION: \$184,200.00 (one hundred eighty four thousand two hundred dollars)

COMMENTS:

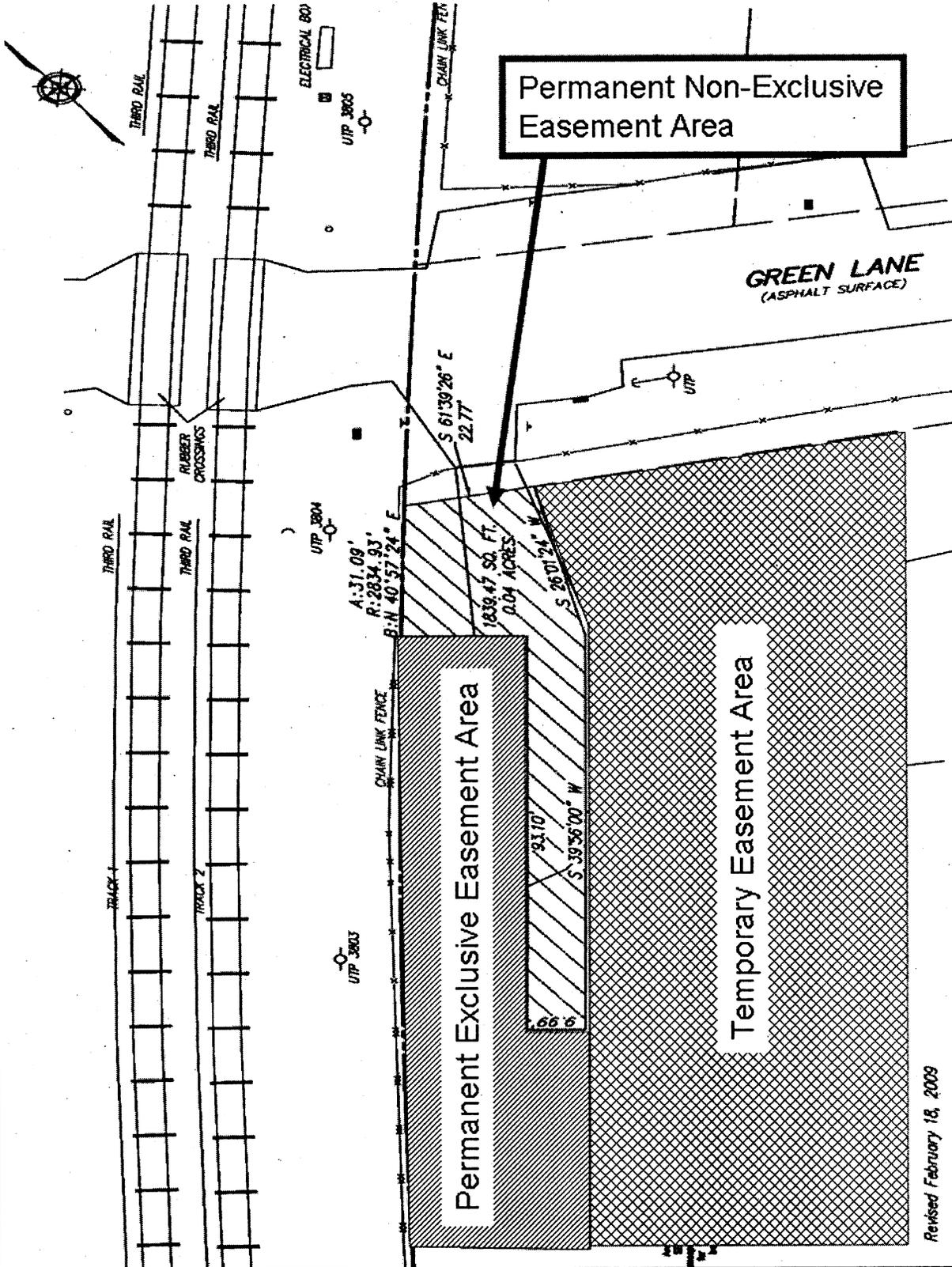
As part of Metro-North's Harlem and Hudson Line Power Project, ten new electrical power substations are required on the Harlem Line from North White Plains to Brewster. The substation planned for this location in Bedford is adjacent to Green Lane, which crosses Metro-North's Harlem Line at a railroad crossing known as the Green Lane Crossing.

The substation will be constructed within an exclusive permanent easement area. Access to the substation during construction and thereafter, for operation and maintenance, will be over a non-exclusive permanent easement area. The Village has also agreed to grant Metro-North a temporary easement for use of an additional area for construction staging.

The Village has agreed to grant the required easements for \$184,200, which is consistent with an appraisal that was commissioned by the Real Estate Department.

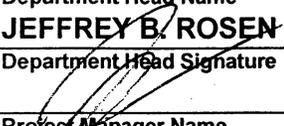
Based on the foregoing, the Real Estate Department requests authorization to acquire such easements from the Village under the terms and conditions noted above. MTA will not execute these easements unless all environmental reviews are completed and approvals received.

CAPITAL CONSTRUCTION/PLANNING/REAL ESTATE COMMITTEE MEETING
Subject (Cont'd)



Revised February 16, 2009

Staff Summary

Subject ACQUISITION OF EASEMENTS
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name NEIL MASTROPIETRO

Date FEBRUARY 22, 2010
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	2/22/10	X		
2	Board	2/24/10	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	1	Legal 
4	Chief of Staff 		
3	Dep Exec Dir of Admin 		
2	Civil Rights 		

Narrative

AGENCY: MTA Metro-North Railroad ("Metro-North")

GRANTOR: Village of Mount Kisco (the "Village")

LOCATION: Pump Station Road located in the Town/Village of Mount Kisco, County of Westchester, New York, Section 80.055, Block 2, Lot 1 and Section 80.031, Block 2, Lot 1

ACTIVITY: Acquisition of permanent easement interests in support of construction, maintenance and operation of an electrical substation.

ACTION REQUESTED: Approval of terms

TERM: Permanent

SPACE: Exclusive easement areas: approximately 1,027 (one thousand twenty seven) square feet
Non-exclusive easement areas: approximately 66,210 (sixty six thousand two hundred ten) square feet

COMPENSATION: \$80,900.00 (eighty thousand nine hundred dollars)

COMMENTS:

As part of Metro-North's Harlem and Hudson Line Power Project, ten new electrical power substations are required on the Harlem Line from North White Plains to Brewster. The substation planned for this location in Mount Kisco is adjacent to a utility road that crosses Metro-North's Harlem Line at a railroad crossing known as the City Water Crossing.

The substation will be constructed on Metro-North's property. Access from the closest public street, Lexington Avenue, is required over an existing utility road named Pump Station Road. The Village has agreed to grant a non-exclusive permanent easement over an approximately 1/2 mile stretch of Pump Station Road, for any lawful purpose including the construction, maintenance and operation of the future electrical substation. Metro-North also requires two smaller exclusive permanent easement areas to install appurtenant facilities for the operation of the electrical substation.

The Village has agreed to grant the required easements for \$80,900, which is consistent with an appraisal that was commissioned by the Real Estate Department.

Based on the foregoing, the Real Estate Department requests authorization to acquire such easements from the Village under the terms and conditions noted above. MTA will not execute these easements unless all environmental reviews are completed and approvals received.

Memorandum



Metropolitan Transportation Authority

State of New York

Date February 22, 2010

To Members of the Capital Construction, Planning and Real Estate Committee

From Jeffrey B. Rosen, Director, Real Estate 

Re **Proposed Amendment to Policy on Construction Access Agreements**

From time to time, the operating agencies require that the Real Estate Department negotiate access rights and privileges to real property for its contractors, employees, and agents in connection with capital construction projects or the maintenance and repair of agency facilities. These rights are typically required to stage construction work, store construction-related equipment and materials and improve overall access to the job site, particularly in fully-developed, physically constrained areas of the city.

In the alternative, the task of securing access agreements is sometimes made the responsibility of the contractor after construction award. This arrangement, however, burdens the contractor with the considerable risk that such access will be more costly than expected, or refused outright. This risk is then necessarily built into the contractor's bid. By negotiating for such access itself, the MTA can mitigate such risks and thereby help lower the operating agencies' overall project costs.

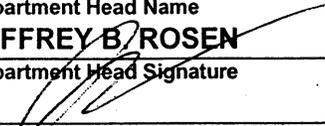
These agreements are normally structured as permits or licenses and are typically of a duration coinciding with the duration of the applicable construction projects. They typically involve uncomplicated transactions with zero to nominal compensation costs.

As per the attached November, 1999 MTA Board Resolution, the Real Estate Department requested, and received, authorization to negotiate and enter into these agreements directly with property owners with compensation not to exceed \$1,000.00 per month, without further notification to, or approval from, the Board.

Approximately ten years later, due to inflation, instances have started to arise where it has been difficult to keep the compensation within such \$1,000.00 per month limit. The Real Estate Department therefore requests that the Board increase such limit to \$2,000.00 per month.

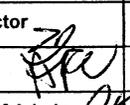
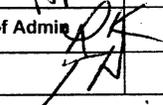
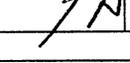
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Staff Summary

Subject BOARD POLICY ON ACCESS AGREEMENTS
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name SHIELA ANTMAN

Date FEBRUARY 22, 2010
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	2/22/10	X		
2	Board	2/24/10	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	1	Legal 
4	Chief of Staff 		
3	Dep Exec Dir of Admin 		
2	Civil Rights 		

Narrative

Be IT RESOLVED that the Board hereby authorizes the MTA Director of Real Estate to negotiate and enter into agreements on behalf of all MTA agencies for the purpose of securing certain access rights to real property for their contractors, employees and agents in connection with capital construction projects and maintenance and repairs related to MTA facilities.

Each agreement shall:

- 1) be in the form approved by the Legal Department
- 2) provide for compensation not to exceed \$2,000.00 per month and
- 3) provide for a term not to exceed the overall project duration.

This resolution is applicable only to the acquisition of access rights that are (1) minor temporary uses of land having negligible or no permanent impact on the environment; or (2) are in connection with a project to be constructed upon real property therefore used for a transportation purpose or on an insubstantial addition to such property contiguous thereto and which will not change in a material respect the general character of such prior transportation use shall take effect immediately upon its adoption.

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Memorandum



Metropolitan Transportation Authority

State of New York

Date November 15, 1999
To Members of the MTA Planning/Real Estate Committee
From Roco Krsulic
Re Proposed policy on leased-in access agreements

FOR REFERENCE

PURPOSES

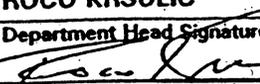
From time to time, the operating agencies require that the Real Estate Department negotiate certain access rights and privileges to real property for its contractors, employees, and agents in connection with capital construction projects. These rights are typically required to stage portions of the construction work, store materials needed for the project, and improve overall access to the job site, particularly in fully-developed, physically constrained areas of the city.

In the alternative, the task of securing access agreements is sometimes the responsibility of the contractor after construction award. This arrangement, however, burdens the contractor with a considerable risk that such access will be more costly than expected or refused outright. This risk is then necessarily built into the contractor's bid. By negotiating such access in advance, however, the operating agency can lower its overall total costs by removing these risks from the equation.

These agreements are normally structured as permits or licenses and are typically of a duration equivalent to the overall project duration. While these agreements can be time-consuming to negotiate with parties who are often unfamiliar with real estate transactions, they are typically uncomplicated deals and often come at zero or nominal cost. Only in exceptional cases, where access is particularly disruptive, does compensation exceed \$1,000 per month.

Real Estate is requesting authorization to negotiate and enter into agreements directly with property owners for such access agreements as described hereinabove without further notification to or approval from the Committee and Board. Any agreements entered into pursuant to this procedure will be reported to the committee in chart form on an as-needed basis.

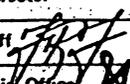
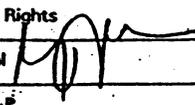
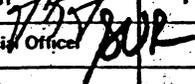
Staff Summary

Subject BOARD POLICY ON ACCESS AGREEMENTS
Department REAL ESTATE
Department Head Name ROCO KRSULIC
Department Head Signature 
Project Manager Name BEAU EVERETT

Date NOVEMBER 15, 1999
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

FOR REFERENCE
PURPOSES
ONLY

Board Action					
Order	To	Date	Approval	Info	Other
1	P/RE Committee	11/15/99	X		
2	Board	11/22/99	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	2	Civil Rights
3	Chief of Staff 	1	Legal 
4	Chief Financial Officer 		IST&P
	Procurement		Other

Narrative

BE IT RESOLVED that the Board hereby authorizes the MTA Director of Real Estate to negotiate and enter into Agreements on behalf of NYC Transit, LIRR, LI Bus, MNR, and MTA B&T for the purpose of securing certain access rights to real property for their contractors, employees, and agents in connection with capital construction projects.

Each Agreement shall:

- 1) be in a form approved by the Legal Department;
- 2) provide for compensation not to exceed \$1,000.00 per month; and
- 3) provide for a term not to exceed the overall project duration.

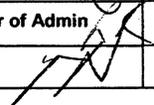
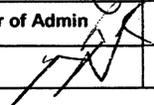
This resolution shall take effect immediately upon its adoption.

Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name PETER HINE

Date FEBRUARY 22, 2010
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/P/RE Committee	2/22/10	X		
2	Board	2/24/10	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	1	Legal 
4	Chief of Staff 		
3	Dep Exec Dir of Admin 		
2	Civil Rights 		

Narrative

LICENSEE: MTA New York City Transit ("NYCT")

LICENSOR: MTA Long Island Rail Road ("LIRR")

LOCATION: Portion of Bushwick Freight Branch right- of-way (Kings County block 2974, lot 162)

ACTIVITY: Parking and storage

ACTION REQUESTED: Approval of terms

TERM: Ten years

SPACE: Approximately 16,100 sq. ft.

COMPENSATION: One dollar, payment waived

COMMENTS:

In July 2001, LIRR granted a license to the NYCT Department of Buses ("DoB") to allow use of the above-referenced LIRR parcel (known as the "Johnson Avenue Lot") for parking and storage of buses, vans, autos and other vehicles and equipment. The term expired in 2006, at which time NYCT became a month-to-month licensee.

Prior to making capital improvements to the site, including new fencing, DoB has requested a new agreement.

Based on the foregoing, MTA Real Estate requests authorization to enter into this interagency license agreement on the above-described terms and conditions.

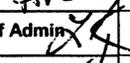
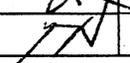
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Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ORIT MANHAM

Date FEBRUARY 22, 2010
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	CC/PRE Committee	2/22/10	X		
2	Board	2/24/10	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	1	Legal 
4	Chief of Staff 		
3	Dep Exec Dir of Admin 		
2	Civil Rights 		

Narrative	
AGENCY:	MTA Long Island Rail Road ("LIRR")
LICENSEE:	MTA Capital Construction Company ("MTACC")
LOCATION:	8 th Ave – 14 th Ave between 61 st and 62 nd St, Bay Ridge, Brooklyn, New York Block 5721, Lot 5; Block 5722, Lot 5; Block 5723, Lot 6; Block 5724, Lot 6; Block 5725, Lot 6 and Block 5726, Lot 6
ACTIVITY:	Access and storage of material and equipment
ACTION REQUESTED:	Approval of terms
TERM:	Ten years
SPACE:	Approximately 414,000 square feet
COMPENSATION:	One dollar, payment waived
COMMENTS:	<p>MTA Real Estate received a request from MTACC to obtain permission to use LIRR property for access, storage and/or removal of material and equipment in conjunction with the East Side Access project. The property consists of approximately 414,000 square feet between 8th Avenue and 14th Avenue between 61st and 62nd Streets, Bay Ridge, Brooklyn, New York.</p> <p>Based on the foregoing, MTA Real Estate recommends authorization to enter into a license agreement between LIRR and MTACC on the above-described terms and conditions.</p>