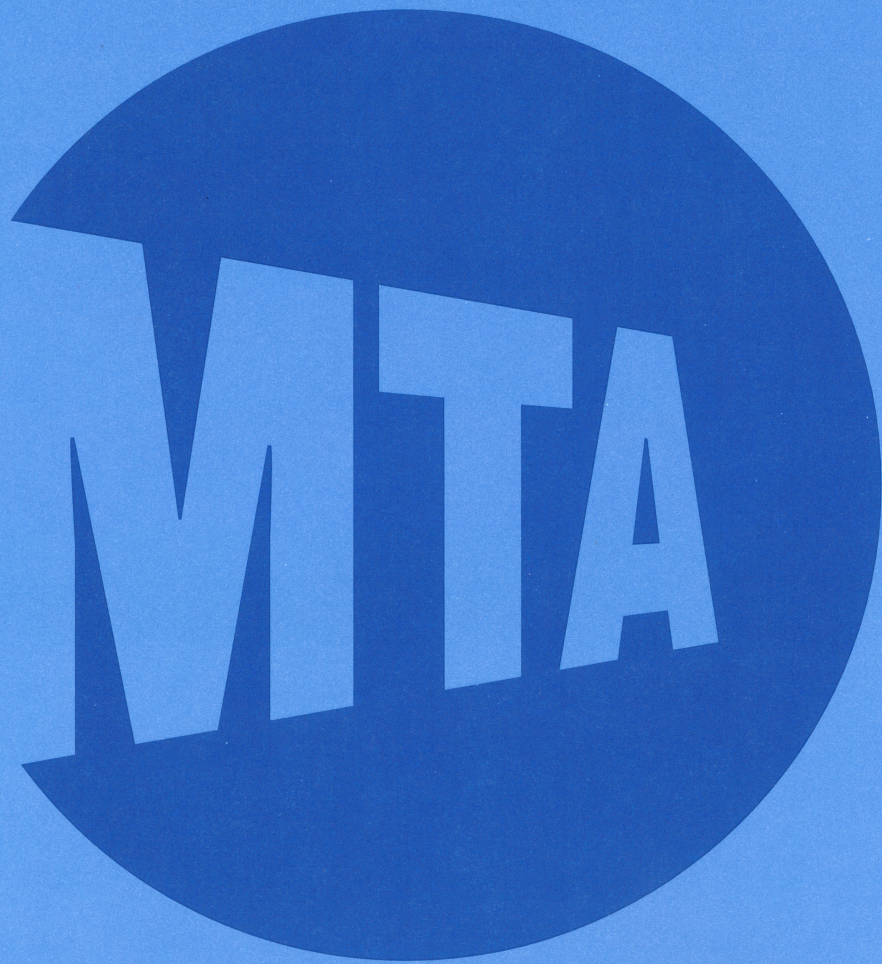




Metropolitan Transportation Authority

# September 2010

**MTA Board Action Items**





**MEETING AGENDA**  
**METROPOLITAN TRANSPORTATION AUTHORITY BOARD**  
**September 29, 2010 9:30 a.m.**

347 Madison Avenue  
Fifth Floor Board Room  
New York, NY

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**AGENDA ITEMS**

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## **8. FIRST MUTUAL TRANSPORTATION ASSURANCE CO(FMTAC) (*no items*)**

## **9. EXECUTIVE SESSION**

Date of next regular MTA Board meeting: Wednesday October 27, 2010 at 9:30 a.m.



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

**Wednesday, July 28, 2010  
9:30 a.m.**

**The following members were present:**

**Hon. Jay H. Walder, Chairman & CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. Andrew Albert  
Hon. John H. Banks, III  
Hon. Robert C. Bickford  
Hon. Allen P. Cappelli  
Hon. Donald Cecil  
Hon. Patrick J. Foye  
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. Vincent Tessitore, Jr.**

Fredericka Cuenca, Chief of Staff, Charles Monheim, Chief Operating Officer, James B. Henly, General Counsel, Board Member James F. Blair, Board Member Norman Brown, Board Member Ira Greenberg, Thomas Prendergast, President of NYCTA, Helena E. Williams, President of Long Island Railroad, Howard Permut, President of Metro-North, James Ferrara, President of TBTA, Joseph A. 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.

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, the First Mutual Transportation Assurance Company, and in a joint session with the Finance Committee of the MTA for the Presentation of the 2010 Mid-Year Forecast, 2011 Preliminary Budget and 2011-2014 Financial Plan.

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

Chairman Walder called the meeting to order.

1. **PUBLIC SPEAKERS.** The following speakers addressed MTA agenda items. Refer to the video recording of the July 28, 2010 meeting for the contents of these speakers' statements.

Larry Silverman, candidate for State Senator on Long Island  
William Henderson, PCAC  
Hon. James Vacca, New York City Councilmember  
Patrick Schully, Orion Bus  
Myron Kuchera, United Auto Workers (UAW)  
Denise Richardson, General Contractors Association  
John Sameulsen, President, TWU L100  
Bob Crow, London TWU  
Izzy Rivera, TWU member  
Maurice Jenkins, TWU member  
Pat Bowden, President Local 252  
Kevin Harrington, TWU member  
Mr. X, private citizen  
Michael Ho, TWU member  
Judith Sheridan, TWU member  
Murray Bodin, private citizen  
Ztti Guo, TWU Local 100 member  
Narinder Singh, TWU member  
Celeste Kirkland, TWU member  
Eric Alexander, Vision Long Island  
Veronica Vanterpool, Tri-State Transportation Campaign  
Gene Russianoff, Straphangers Campaign  
Kevin Corbett, Vice President, Regional Plan Association

2. **CHAIRMAN'S REMARKS.**

Chairman Walder welcomed Diana Ritter, Managing Director, to the MTA.

3. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the Special Board meeting held on June 9, 2010 and the regular Board meeting held on June 23, 2010.



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. **Transportation Revenue Commercial Paper Program.** Approved the resolution and necessary documentation and activities to issue up to \$900 million of Transportation Revenue Bond Anticipation Notes ("BANs") to be issued in the form of Commercial Paper ("CP") to finance existing approved transit and commuter capital projects; and approved the long-term financing to permanently finance such CP from time-to-time including accrued interest thereon.
  2. **Federal Grants.** Approved a resolution authorizing the filing and acceptance of Federal capital assistance for FFY 2010 and 2011, and authorizing the Chairman/Chief Executive Officer or any of his designees to make the required certifications.
- B. **Procurement Items.** Upon motion duly made and seconded, the Board approved the following procurement items. The specifics are set forth in the attached staff summaries and documentation.
1. **Carver Federal Savings Bank – Small Business Loan Program ("SBLP") – No. 10074-0100.** Approved a competitive contract to administer the SBLP to provide access to loans to small businesses, subject to the enactment into law of the MTA mentoring program bill.
  2. **Various Contractors – Arts for Transit ("AFT") Rehabilitation Projects – Nos. 10121-0100 thru 10130-0100.** Approved competitive contracts with Christopher Russell (9<sup>th</sup> Avenue Station), Portia Munson (Fort Hamilton Station), Andrea Dezso (62<sup>nd</sup> St. Station), Joan Linder (71<sup>st</sup> St. Station), Susanna Starr (79<sup>th</sup> St. Station), Francesco Simeti (18<sup>th</sup> Avenue Station), Donald Odili Odita (20<sup>th</sup> Avenue Station), Xin Song (Bay Parkway Station), Amy Cheng (25<sup>th</sup> Avenue Station), and Daniel Zeller (Bay 50<sup>th</sup> St. Station) to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials at the West End Line stations.
  3. **Spectrum Water Coolers Inc. – All-Agency Bottleless Water Coolers – No. 09137-0100.** Approved a competitive contract to provide all-agency supply, delivery and installation of bottleless, piped, filtered hot/cold water coolers.
- C. **Real Estate Items.** 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.



**New York City Transit Authority:**

1. Extension of a license agreement with John Ruesch (d/b/a Backwoods) for the retail sale of clothes and accessories at Retail Unit 3 on the mezzanine level of the 42<sup>nd</sup> Street Subway Station, 8<sup>th</sup> Avenue Line, Manhattan, N.Y.

**Metro-North Railroad:**

2. Acquisition of fee simple interests by uncontested condemnation of property located at 401 and 441 East Fordham Road (Block 3273, Lots 1 and 102), Bronx, N.Y.
3. Modification of a lease agreement with Via Vantil MKNY, Inc. for use of former ticket office space for storage at Mt. Kisco Station, Mt. Kisco, N.Y.
4. Extension of a license agreement with Rosetta Stone, Ltd. (d/b/a Rosetta Stone) for the retail sale of language software at a kiosk located in the Graybar Passage in Grand Central Terminal, Manhattan, N.Y.

**Long Island Railroad**

5. License agreement with North Atlantic Construction LP for construction staging and storage on vacant LIRR property off Hempstead Avenue, located between 130 Hempstead Avenue and 95 Woodfield Road, West Hempstead, N.Y.
6. License agreement with The Cupcake Corner to operate a portable concession selling coffee and prepackaged baked goods during the morning peak hours at the Stewart Manor Station, Garden City, N.Y.
7. Amendment of a license agreement with National Railroad Passenger Corporation (d/b/a Amtrak) for placement of a prefabricated mechanical equipment room located at LIRR's main line in the vicinity of Skillman Avenue and Hunterspoint Avenue (Block 72, Lot 200), Long Island City, Queens, N.Y.

**Metropolitan Transportation Authority**

8. License agreement with S311 Tunnel Constructors for construction staging and storage on a parcel within the Eastern Rail Yard portion of the West Side Yards, NW corner of 10<sup>th</sup> Avenue and 30<sup>th</sup> Street (Block 702, part of lot 1), Manhattan, N.Y.



5. **COMMITTEE ON BUS – LI Bus.**

A. **Procurement Item.** Upon motion duly made and seconded, the Board approved the following procurement item relating to LI Bus. The specifics are set forth in the attached documentation. Refer to the NYCTA's minutes for items relating NYC Transit Department of Buses and MTA Bus Company.

1. **Cubic Transportation Systems – Farebox Parts and Repairs – No. TBD, Sole Source, Renewal.** Approved the award of a sole source, non-competitive purchase contract for non-inventory parts and repair services used to repair Cubic fareboxes on fixed-route buses.

6. **OTHER MTA BUSINESS.** Upon motion duly made and seconded, the Board approved the following items. The specifics are set forth in the attached staff summaries and documentation. Board member Norman Seabrook voted in opposition to item "A" below. Refer to the video recording of the July 28, 2010 meeting for the contents of the Board members' discussion on item "A".

- A. **Authorization of Subway Station Actions.** Approved the resolution authorizing the permanent closure and/or reduction in hours of 42 subway station booths and the permanent elimination of 44 subway station customer assistance locations and associated subway station kiosks, as shown in Attachment A to the resolution.
- B. **Revisions to Agency By-Laws.** Approved revised By-Laws for MTA affiliates and subsidiaries.
- C. **Travel Policy.** Approved revisions to the all-agency travel policy.

7. **JOINT SESSION OF THE BOARD AND FINANCE COMMITTEE OF THE MTA FOR CHIEF FINANCIAL OFFICER'S PRESENTATION OF 2010 MID-YEAR FORECAST, 2011 PRELIMINARY BUDGET AND 2011-2014 FINANCIAL PLAN.**

MTA Chief Financial Officer Robert Foran presented the MTA 2010 Mid-Year Forecast, 2011 Preliminary Budget and the 2011-2014 Financial Plan to the Finance Committee and MTA Board members, supplemented by presentations by Charles Monheim, MTA Chief Operating Officer, addressing a number of essential management actions to produce recurring cost-savings, and Fredericka Cuenca, MTA Chief of Staff, addressing fare and toll policy proposals for implementation by January 2011. Copies of the Mid-Year Forecast, Preliminary Budget, and Financial Plan were distributed to Board members at the Board meeting.

Chairman Walder thanked Robert Foran, Charles Monheim and Fredericka Cuenca for the presentations and invited Board discussion concerning the proposed financial plan and fare policies. The details of the presentation and Board members' comments with respect thereto are included in the audiotape of the meeting produced by the MTA and maintained in MTA records.



Following an extensive discussion by the Board on the proposed financial plan and related issues facing MTA, Chairman Walder asked for a vote on the proposal to authorize public hearings.

**A. Authorization of Public Hearings on Proposed Fare and Toll Pricing Changes.**

Upon motion duly made and seconded, the Board authorized the Chairman and CEO and his designees to proceed with the steps necessary to consider proposals for fare and toll increases, including publishing any required public notices and the holding of public hearings to elicit public comment on such proposals, in order to implement fare and toll pricing changes by 2011.

**8. ADJOURNMENT.**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 12:40 p.m.

Respectively submitted,

Victoria Clement  
Assistant Secretary



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

**347 Madison Avenue  
New York, NY 10017**

**Wednesday, July 28, 2010  
9:30 a.m.**

The following members were present:

Hon. Jay H. Walder, Chairman & CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. Andrew Albert  
Hon. John H. Banks, III  
Hon. Robert C. Bickford  
Hon. Allen P. Cappelli  
Hon. Donald Cecil  
Hon. Patrick J. Foye  
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. Vincent Tessitore, Jr.

Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Board Member James F. Blair, Board Member Norman Brown, Board Member Ira Greenberg, Thomas Prendergast, President of NYCTA, Helena E. Williams, President of Long Island Rail Road, Howard Permut, President of Metro-North, James Ferrara, President of TBTA, Joseph A. 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. CHAIRMAN JAY WALDER CALLED THE MEETING TO ORDER**

Details of Chairman Walder's opening remarks 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**

Twenty public speakers addressed NYC Transit/MTA Bus issues:

Larry Silverman discussed MTA borrowing practices and commented that help is needed from Albany.

William Henderson, PCAC, commended the Board members and staff for their recent efforts in regard to the fiscal situation, and discussed issues associated with the proposed fare increase.

Hon. James Vacca, New York City Councilmember, spoke against fare increases and urged that Albany take action in an effort to address the MTA fiscal crisis.

Patrick Schully, Orion Bus, and Myron Kuchera, United Auto Workers, discussed the pending recommendation to contract with a different bus company for the provision of buses, and urged the Board to re-consider Orion Bus for such work.

Denise Richardson, General Contractors Association, commented that the proposed increase may be necessary if the Board cannot find reasonable cost-saving alternatives.

John Samuelson, President, TWU, Local 100, spoke against service cuts and fare increases.

Bob Crow, London TWU, spoke against staff reductions and service cutbacks.

Izzy Rivera, TWU, protested layoffs and urged the Board to take alternative action.

Maurice Jenkins, TWU, spoke against the layoffs of transit workers and service cuts.

Kevin Harrington, TWU, objected to various comments made by Chairman Walder about transit workers.

Mr. X discussed the March 2010 public hearings and commented that the Board should have raised all proposed actions in those hearings.

Michael Ho, TWU, discussed the implications of his having been laid off.

Judith Sheridan, TWU, protested eliminating station agents and closing station booths.

Ztti Guo, TWU Local 100, stated that he should have been placed into a different position within the Transit Authority rather than being laid off.



Narinder Singh, TWU, protested various Board actions and urged the union to be more aggressive.

Celeste Kirkland, TWU, spoke about what he viewed as the hazardous conditions transit workers face, and spoke against layoffs.

Veronica Vanterpool, Tri-State Transportation Campaign, urged the Board to consider new ideas to fix the budget, and expressed that Albany and the City share the blame for the fiscal situation.

Gene Russianoff, Straphangers Campaign, expressed his concerns about the fairness and impact of the fare increases and service cuts.

Kevin Corbett, Vice President, Regional Plan Association, expressed that he was looking forward to working with the MTA, and discussed his support for the fare increase as a necessary measure.

### **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 June 23, 2010, and the special board meeting held on June 9, 2010.

### **5. COMMITTEE ON FINANCE**

#### **Action Items**

Transportation Revenue Commercial Paper Program: Upon motion duly made and seconded, the Board voted to approve necessary documentation and activities to issue up to \$900 million of Transportation Revenue Bond Anticipation Notes to be issued in the form of Commercial Paper to finance existing approved transit and commuter projects, and, additionally, for long-term financing to permanently finance such Commercial Paper from time to time including accrued interest thereon.

Board Authorization to File for and Accept Federal Grants: Upon motion duly made and seconded, the Board voted to file for and accept Federal grants for Federal Fiscal Year 2010 and 2011.



Request for Authorization to Award Various Procurements: Upon motion duly made and seconded, the Board voted to award various contracts/contract modifications and purchase orders, as reviewed by the MTA's Finance Committee.

6. **COMMITTEE ON TRANSIT OPERATIONS**  
**NYC Transit**

**Action Items:**

Design Services for 250 E 87<sup>th</sup> Street (Block 1532, Lot 22): Upon motion duly made and seconded, the Board voted to approve an additional sum of \$277,200 to ensure completion of the design to make changes to 250 E 87<sup>th</sup> Street needed to accommodate the ancillary facility.

Legal Services to Add the Law Firm of John E McCormack, P.C.: Upon motion duly made and seconded, the Board voted to approve the addition of the law firm of John E. McCormack, P.C. to the panel of attorneys representing MTA NYCT and its subsidiary, MaBSTOA, in Workers' Compensation matters and related litigation.

Elevator/Escalator Maintenance Training – Program Development: Upon motion duly made and seconded, the Board voted to enter into an agreement with, among others, the American Public Transit Association and a non-for-profit organization, the Transportation Learning Center, to develop through a cooperative agreement among several transit properties a complete instructional program for Transit Elevator/Escalator maintenance. Details of the above action items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of the NYC Transit/SIR/MTA Bus Company.

**Procurements**

Non-Competitive Procurements: Upon motion duly made and seconded, the Board approved the non-competitive procurements requiring two-thirds vote (Schedule A in the Agenda) and a majority vote (Schedules E and 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 majority vote (Schedules F and 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.

Procurement Ratifications: None.



7. **OTHER BUSINESS**

Authorization of Subway Station Actions: Upon motion duly made and seconded, the Board voted to approve the resolution authorizing the permanent closure and/or reduction in hours of 42 subway station booths and the permanent elimination of 44 subway station customer assistance locations and associated subway station kiosks. 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.

Revisions to Agency By-laws: Upon motion duly made and seconded, the Board voted to revise the by-laws of MTA affiliates and subsidiaries, details of which 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.

8. **CFO PRESENTATION TO A JOINT SESSION OF THE BOARD & FINANCE COMMITTEE**

Details of the CFO Presentation 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.

9. **ADJOURNMENT**

Upon motion duly made and seconded, the Members unanimously voted to adjourn the meeting at 12:40 p.m.

Respectfully submitted,



Marfel Tanne

Assistant Secretary



Minutes of the Regular Meeting  
Metro-North Commuter Railroad Company

Wednesday, July 28, 2010  
9:30 a.m.

The following members were present:

Hon. Jay H. Walder, Chairman & CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. Andrew Albert  
Hon. John H. Banks, III  
Hon. Robert C. Bickford  
Hon. Allen P. Cappelli  
Hon. Donald Cecil  
Hon. Patrick J. Foye  
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. Vincent Tessitore, Jr.

Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Board Member James F. Blair, Board Member Norman Brown, Board Member Ira Greenberg, Thomas Prendergast, President of NYCTA, Helena E. Williams, President of Long Island Railroad, Howard Permut, President of Metro-North, James Ferrara, President of TBTA, Joseph A. 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 Comment:

There were 23 public speakers. Murray Bodin of Concerned Grandparents expressed his opinion that Metro-North's west of Hudson service is a rebranding of New Jersey Transit and asked why New Jersey Transit and Metro-North have two separate ticketing and information systems. The details of the remaining comments made are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.



2. Chairman's Comments: Chairman Walder welcomed Diana Jones Ritter, Managing Director, MTA who will oversee and implement MTA's consolidation plan and MTA's day-to-day operations.
3. Approval of Minutes – Upon motion duly made and seconded, the minutes of the Regular Board Meeting of June 23, 2010 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.

- Transportation Revenue Commercial Paper Program
- Board Authorization to File for and Accept Federal Grants

Real Estate Action 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 Finance.

- Approval of compensation for the acquisition of portions of the properties known as 401 and 441 East Fordham Road (Block 3273, portion of Lots 1 and 102), Bronx, New York, from Fordham University in support of MTA Metro-North's expansion of the outbound station platform and access thereto at Fordham Station.
- Lease modification agreement with Via Vanti! MKNY, Inc. for use of former ticket office space for storage at Mt. Kisco Station, Mt. Kisco, New York.
- Extension of License Agreement with Rosetta Stone, Ltd. d/b/a Rosetta Stone, relating to the Graybar Passage in Grand Central Terminal, New York.

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

5. Committee on Metro-North Railroad Operations:

Mr. Sedore reported that the average on-time performance for both railroads was 95%.

Action Items:

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

- Parking Fee Modifications for MTA Metro-North Railroad & MTA Long Island Rail Road – Modification or increase of parking fees at station parking facilities owned or controlled by MTA Metro-North Railroad to take effect on December 1, 2010.



- Croton-Harmon/Peekskill Station Improvement – Critical station rehabilitation work.

#### Procurements:

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

#### Personal Service Contracts

- Simmons Machine Tool Corp. (SMTTC) – Design, furnish, install and commission a tandem under floor wheel lathe and ancillary supporting systems for the New Haven Maintenance Facility.

#### Modifications to Miscellaneous Procurement Contracts

- Monogram systems – Modification of MNR EMU/coach fleet toilets.

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

#### Miscellaneous Service Contracts

- ETS Construction, Inc. and Trio Asbestos Removal Corp – On-call system-wide asbestos, lead and hazardous material abatement services on an as-needed, task order basis.

#### Modifications to Personal/Miscellaneous Service Contracts

- GE Capital Fleet Services – Contract extension-multi-agency procurement for the provision of non-revenue highway vehicle maintenance and repair services.

#### Modifications to Purchase and Public Work Contracts

- St. Francis Construction Co. – New Haven Line (NYS) station improvements – Rye and Port Chester Stations.

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

#### Ratification of Completed Procurement Actions

- GM Pump Repair – Repair services – sewer pumps in Grand Central Terminal.



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

Ratification of Completed Procurement Actions

- Atlantic Detroit Diesel-Allison – Emergency purchase of twelve (12) fuel injectors for the main engine – BL-20GH locomotives.

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

6. Other Business:

Upon motion duly made and seconded, the Board authorized the following item.

- Approval of Revised By-Laws.
- Authorization of Revisions to the Travel Policy.

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

7. CFO Presentation to a Joint Session of the Board & Finance Committee


- 2010 Mid-Year Forecast.
- 2011 Preliminary Budget.
- July Financial Plan 2011-2014
- Authorization of Fare Hearings. Upon motion duly made and seconded, the Board unanimously approved the fare hearings.

The details of the above items, Chairman Walder's statement, and comments made by the Board are contained in the minutes of the MTA held this day.

8. Next Meeting – September 29, 2010 at 9:30 a.m.

9. Upon motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 12:40 p.m.

Respectfully submitted,

  
Linda Montarino  
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  
Wednesday, July 28, 2010  
9:30 A.M.**

The following members were present:

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

Diana Jones Ritter, Managing Director, Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Board Member James F. Blair, Board Member Norman Brown, Board Member Ira Greenberg, Thomas Prendergast, President of NYCTA, Helena E. Williams, President of Long Island Rail Road, Howard Permut, President of Metro-North, James Ferrara, President of TBTA, Joseph A. 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 twenty-three public speakers, none of whom addressed issues specific to the Long Island Rail Road.

**2. CHAIRMAN'S REMARKS**

The Chairman welcomed new MTA Managing Director Diana Jones Ritter.



### **3. APPROVAL OF MINUTES**

Upon motion duly made and seconded, the Board unanimously approved the minutes of the Board meeting held on June 23, 2010.

### **4. COMMITTEE ON FINANCE**

Upon motion duly made and seconded, the Board approved items from the Committee on Finance. Included among these items was a competitively negotiated, all-agency miscellaneous services contract with Spectrum Water Coolers, Inc., to provide hot/cold filtered tap water coolers. The details of this item are contained in the minutes of the meeting of the Metropolitan Transportation Authority and the staff summaries and materials filed with those minutes.

Upon motion duly made and seconded, the Board approved the following real estate items:

- License Agreement with North Atlantic Construction LP for construction staging and storage on vacant LIRR property off Hempstead Avenue, between 130 Hempstead Avenue and 95 Woodfield Road, West Hempstead, New York
- License Agreement with The Cupcake Corner to operate a portable coffee concession at the Stewart Manor Station, Garden City, New York
- Amendment of License Agreement with Amtrak for placement of a prefabricated Mechanical Equipment Room (MER) facility, LIRR's Main Line right of way near Skillman Avenue and Hunterspoint Avenue, Long Island City, New York

### **5. 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. Board Members Brown, Frasca, Page and Shevell commented on a procurement item relating to the purchase of new CNG buses from New Flyer of America, Inc. MTA Bus President Joseph Smith responded to questions from the Board members about this item. Refer to the minutes of the New York City Transit Authority/Manhattan and Bronx Surface Transit Operating Authority, Staten Island Rapid Transit Operating Authority and MTA Bus Company for details regarding this discussion.

### **6. LONG ISLAND COMMITTEE**

Upon motion duly made and seconded, the Board approved two action items: a request for approval to modify or increase parking fees at station parking facilities that are owned or controlled by LIRR and Metro-North; and a request for approval to use \$385,000 from the LIRR 2005-2009 Capital Program for Parking and State of Good Repair work at LIRR's Stony Brook and Kew Gardens stations. Details of the above items are set forth in Staff Summaries, copies of which are on file with the records of this meeting.

Board Member Foye noted that the increase at the LIRR's Mineola Parking facility would bring it in line with the amount charged by the Village, but that LIRR customers would be able to park eight hours longer in a covered facility.

Board Member Pally noted that the LIRR parking projects in Kew Gardens and Stony Brook would be the first projects undertaken pursuant to the MTA's new small business mentoring program. He thanked Board Member Metzger for her efforts in support of the program. Board Member Metzger thanked the agencies for



their support for the program, noting that Governor Paterson had signed the bill authorizing the MTA small business mentoring program on July 15. She also thanked MTA Chief Diversity Officer Michael Garner for his work on this initiative. Chairman Walder thanked Mr. Garner, Linda Kleinbaum and Ron Saporita for their work on the program and noted that this was an important all-agency effort.

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

**Non-Competitive Procurements**

- |    |                                 |                      |
|----|---------------------------------|----------------------|
| 1. | <b>Texas A &amp; A Research</b> | <b>\$152,000</b>     |
|    | <b>Sole Source</b>              | <b>Not-to-exceed</b> |
|    | <b>Contract No. TBD</b>         |                      |

Nineteen-month, sole source contract to Texas A & M University (TAMU) Research Foundation in an amount not-to-exceed \$152,000, to develop and implement a passenger rail Crew Resource Management (CRM) safety training program for the LIRR. The FRA has utilized TAMU's Research Foundation for all railroad related CRM research and initiatives. TAMU is the only recognized railroad CRM expert in the industry.

- |    |                                    |                      |
|----|------------------------------------|----------------------|
| 2. | <b>Cummins Allison Corporation</b> | <b>\$37,980</b>      |
|    | <b>Sole Source</b>                 | <b>Not-to-exceed</b> |
|    | <b>Contract No. BP03696</b>        |                      |

Sole source miscellaneous service, renewal contract to the Cummins Allison Corporation (Cummins) in the not-to-exceed amount of \$37,980 for the maintenance and repair of 32 Cummins currency counters and sorters, located at various facilities throughout the Railroad. As the original equipment manufacturer, Cummins is the sole provider of parts and service for their equipment. The currency counters, which are located at various facilities throughout the Railroad, are used solely by the Transportation Department to (i) process revenue picked up daily from up to 272 Ticket Vending Machines and (ii) confirm coin purchases made from NYCT that are used to make change in the Ticket Vending Machines. The not-to-exceed amount includes fixed rates for scheduled maintenance of 23 pieces of equipment, and nine pieces on a time and material basis. This contract will include as-needed, coin pad replacement (\$65/each), previously procured separately. All pricing is based on Cummins' published rates with no additional discount. The average price increase for the counters and sorters with the addition of the coin pads is 2.6% over the previously 2007-2010 contract and is determined to be fair and reasonable. LIRR's operating budget will fund this contract.

- |    |                          |                      |
|----|--------------------------|----------------------|
| 3. | <b>Ansaldo</b>           | <b>\$211,931</b>     |
|    | <b>Sole Source</b>       | <b>Not-to-Exceed</b> |
|    | <b>Contract No. 6974</b> |                      |

At its April 2007 meeting, the MTA Board approved a sole source contract with Union Switch and Signal, Inc. (now Ansaldo STS USA) to provide Construction Phase Services (CPS) during the implementation of the new signal system at Jamaica Interlocking. US&S/Ansaldo, the designer and manufacturer of the new signal system, was in a unique position to provide the required follow-on support services during construction/implementation of the system. Of the Board approved amount of \$1,148,000, \$403,837 was authorized for Contract No. 5974, to cover initial CPS during the pre-cutover phase, and one month of troubleshooting thereafter. The contract is an "on-call," "as-needed" support services contract with pre-established rates per title of staff used for each assignment, and payment is made only for work requested by LIRR and rendered by US&S/Ansaldo.



## Competitive Procurements

1. **Herold Meter Services** **\$0**  
**Competitive Bid**  
**Contract No. BP02376**

Extension of the term of the current five-year Herold Meter Services contract for on-site fuel meter calibration maintenance and repairs, for an additional three years, from September 30, 2010 through September 3, 2013, with no increase in contract funding. LIRR requests this extension so that this contract will be co-terminous with Metro-North's contract for these same services, which will allow both agencies to undertake a competitive joint procurement at that time.

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

### **7. COMMITTEE FOR MTA BRIDGES & TUNNELS OPERATIONS**

Upon motion duly made and seconded, the Board approved items from the Committee on MTA Bridges & Tunnels Operations. Included among these items was a contract for motor and messenger services for both on-call and scheduled pick up and delivery of letters, packages, and other related items, to and from the offices of MTA HQ, 2 Broadway, the Business Service Center, and the LIRR and New York City Transit Law Department on an as needed basis with Corporate Courier New York, Inc. The details of this item are contained in the minutes of Triborough Bridge and Tunnel Authority held this day and the materials filed with those minutes.

### **8. OTHER BUSINESS**

Upon motion duly made and seconded, the Board approved the following action items: a resolution authorizing the permanent closure and/or reduction in hours of 42 subway station booths and the permanent elimination of 44 subway station customer assistance location and associated subway station kiosks; approval of revisions to the by-laws of MTA and its subsidiary and affiliate agencies; and revisions to the MTA's All-Agency Travel Policy.

Refer to the minutes of the New York City Transit Authority/Manhattan and Bronx Surface Transit Operating Authority, Staten Island Rapid Transit Operating Authority and MTA Bus Company for comments by Board members and NYCT President Prendergast regarding the first action item.

### **9. PRESENTATION OF THE PROPOSED 2011-2014 MTA FINANCIAL PLAN TO A JOINT SESSION OF THE BOARD AND THE FINANCE COMMITTEE**

The Board next viewed a presentation on the MTA's July Financial Plan 2011-2014. A copy of this presentation is on file with the records of this meeting. Refer to the minutes of the meeting of the Metropolitan Transportation Authority held this day for details regarding the presentation and the Board members' comments on the presentation.

Upon motion duly made and seconded, the Board approved a motion to authorize public hearings to consider increases in fares and tolls.

### **10. ADJOURNMENT**



Upon motion duly made and seconded, the Board unanimously voted to adjourn the meeting.  
The meeting was adjourned at 12:40 PM.

Respectfully submitted,

A handwritten signature in cursive script, reading "Catherine Rinaldi", written over a horizontal line.

Catherine A. Rinaldi  
Secretary



**Triborough Bridge and Tunnel Authority**  
**July 28, 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. Andrew Albert  
Hon. John H. Banks, III  
Hon. Robert C. Bickford  
Hon. Allen P. Cappelli  
Hon. Donald Cecil  
Hon. Patrick J. Foye  
Hon. Doreen M. Frasca  
Hon. Jeffrey A. Kay  
Hon. Mark D. LeBow  
Hon. Susan Metzger  
Hon. Mark Page  
Hon. Mitchell H. Pally  
Hon. Norman Seabrook  
Hon. James E. Sedore, Jr.  
Hon. Nancy Shevell  
Hon. Carl V. Wortendyke

Not Present:

Hon. Vincent Tessitore, Jr.

Frederick Cuenca, Chief of Staff; James B. Henly, General Counsel, MTA; Board Member James Blair; Board Member Norman Brown; Board Member Ira Greenberg; James Ferrara, 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 Vice 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 twenty three public speakers. Ms. Veronica Vanterpool, Tri-State Transportation Campaign, addressed the proposed Budget and spoke in support of electronic tolling and the elimination of toll booths. The subject matter of the remaining public comments is contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

**2. Chairman's Opening Comments**

On behalf of the Board, Chairman Walder welcomed Ms. Diana Jones Ritter, Managing Director, MTA. Ms. Ritter will oversee and implement the MTA's consolidation plan, and the MTA's day-to-day operations at headquarters with a focus on cost reductions.

**3. Approval of the Minutes of the Regular Meeting June 23, 2010**

The Minutes of the meeting held June 23, 2010 were unanimously approved.

**4. Committee on Finance**

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

- A resolution (the "2010 Series CP-2 Transportation Revenue Bond Anticipation Note and Related Parity Debt Supplemental Resolution"), documents and activities in connection with the issuance of tax-exempt Commercial Paper in an aggregate principal amount of up to \$900 million for existing approved transit and commuter Capital Projects.
- A resolution which authorized filing of applications in request of Federal capital assistance for the balance of FFY 2010 and FFY 2011; authorized the Chairman/Chief Executive Officer or any of his designees to make required certifications; and authorized acceptance of grants.

A copy of the staff summaries 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**

**Non-Competitive Procurements**

Commissioner Lebow stated that there is one non-competitive procurement for \$0.

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

**Non-Competitive Procurements**

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

|                              |   |    |      |
|------------------------------|---|----|------|
| Total Safety Consulting, LLC | Contract No. PSC-09-2862  | \$ | 0.00 |
|                              | Extend the period of performance beyond one year for an additional six months for the consultant to continue to provide site safety inspections and monitoring of ongoing construction projects so B&T can competitively solicit a joint procurement to select a qualified consultant and award a new contract. |    |      |

**Competitive Procurements**

Commissioner Lebow stated that there are two competitive procurements totaling \$7.429 million.

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

**Competitive Procurements**

**Miscellaneous Service Contracts**

|                      |   |                          |
|----------------------|---|--------------------------|
| AWL Industries, Inc. | Contract No. 10-MNT-2860  | \$6,451,380.48 (B&T)     |
| Ultimate Power, Inc. | Contractor to provide maintenance and repair of heating, ventilation and air conditioning (HVAC) systems located at various Triborough Bridge and Tunnel Authority (B&T), New York City Transit-Department of Buses (NYCT-DOB), and Staten Island Rapid Transit (SIRT) facilities. The services are required in order to maintain peak performance of the heating and air conditioning units. | \$ 7,244.80 (SIRT)       |
|                      |   | \$ 789,105.00 (NYCT DOB) |



Corporate Courier  
New York, Inc.

Contract No. 09-ST5-2845X  
Contractor to provide motor and messenger services for both on-call and scheduled pick-up and delivery of letters, packages, and other related items, to and from the offices of MTA headquarters, 2 Broadway and the Business Service Center (collectively identified as MTAHQ), as well as Long Island Rail Road (LIRR) and New York City Transit Law Department (NYCT) locations on an as-needed basis. The services are required to enable the participating agencies to send and receive Board information, packages, and computer equipment throughout New York, New Jersey and Connecticut, including express deliveries within two hours of the agency's request.

\$ 130,538.00 (MTAHQ)  
\$ 30,260.00 (LIRR)  
\$ 20,439.00 (NYCT)  
\$ 181,237.00

Commissioner Lebow stated that there are no ratifications this month.

6. **Other Business**

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

- Revised Triborough Bridge and Tunnel by-laws to reflect the statutory governance changes in the Public Authorities Law adopted by the New York State legislature (Chapter 25 of the Laws of 2009), as well as making MTA and MTA affiliate and subsidiary agency by-laws consistent with one another and with existing practices and procedures.
- Authorized revisions to the MTA All-Agency Travel Policy.

A copy of the staff summaries and details of the above items are filed with the minutes of the Board of the Metropolitan Transportation Authority.

7. **CFO Presentation to a Joint Session of the Board and Finance Committee**

Chairman Walder presented to a Joint Session of the Board and Finance Committee the following items:

- 2010 Mid-Year Forecast;
- 2011 Preliminary Budget;
- 2011-2014 July Financial Plan; and
- Authorization of Fare hearings.



**Authorization of Fare Hearings**

Upon a motion duly made and seconded, the Board authorized the Chairman and CEO and his designees to take the necessary steps, including publishing any required public notices and conducting any required public hearings, in order to implement fare and toll pricing changes by 2011.

The staff summary, details of the above items, Chairman Walder's presentation, and the comments made by the Board are contained in the minutes of the Board of the Metropolitan Transportation Authority.

**8. Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 12:40 p.m.

Respectfully submitted,

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

Cindy L. Dugan  
Assistant Secretary



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

Wednesday, July 28, 2010  
9:30 a.m.

**The following members were present:**

Hon. Jay H. Walder, Chairman & CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. Andrew Albert  
Hon. John H. Banks, III  
Hon. Robert C. Bickford  
Hon. Allen P. Cappelli  
Hon. Donald Cecil  
Hon. Patrick J. Foye  
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 members were absent:**

**Hon. Vincent Tessitore, Jr.**

Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Board Member James F. Blair, Board Member Norman Brown, Board Member Ira Greenberg, Thomas Prendergast, President of NYCTA, Helena E. Williams, President of Long Island Railroad, Howard Permut, President of Metro-North, James Ferrara, President of TBTA, Joseph A. 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.

**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 June 23, 2010.

### **MTA Capital Construction Action Items**

Upon motion duly made and seconded, the MTA Capital Construction Committee approved the following action item:

- Additional funding for a design services agreement with the owners of 250 East 87<sup>th</sup> Street for work to accommodate an entrance of the future Second Avenue Subway 72<sup>nd</sup> Street Station.

### **MTA Capital Construction Procurements**

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

- Two modifications to the East Side Access Queens Bored Tunnels and Structures contract with GTF, Joint Venture
- Three modifications to the East Side Access Harold Structures Part 1 contract with Perini Corporation
- Award of an East Side Access contract procured through the competitive request for proposal process to Schindler Elevator Corporation to furnish, install, and maintain elevators and escalators within Grand Central Terminal
- A modification of a contract with Henry Brothers Electronics for IESS/C3 contract wrap-up support services
- A ratification of two modifications to the Second Avenue Subway engineering services contract with DMJM, Harris, Arup, JV
- A ratification of a modification to the South Ferry Terminal Finishes contract with Judlau Contracting, Inc.
- A ratification of two modifications to the Second Avenue Subway TBM Tunneling contract with S3 Tunnel Constructors, JV.

### **Adjournment**

Upon motion duly made and seconded, the MTA Board voted to adjourn the public meeting at 12:40 p.m.



Respectfully submitted,

Patrick Killackey  
Secretary



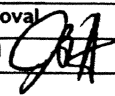

# Staff Summary



|   |
|---|
| <b>Subject</b><br>TBTA 2010A New Money Bond Issuance Authorization  |
| <b>Department</b><br>Finance  |
| <b>Department Head Name</b><br>Robert Foran, Chief Financial Officer  |
| <b>Department Head Signature</b><br> |
| <b>Project Manager Name</b><br>Patrick J. McCoy, Director of Finance  |
| <b>Project Manager Signature</b><br> |

|                                    |
|------------------------------------|
| <b>Date</b><br>September 22, 2010  |
| <b>Vendor Name</b><br>             |
| <b>Contract Number</b><br>         |
| <b>Contract Manager Name</b><br>   |
| <b>Table of Contents Ref #</b><br> |

| Board Action |               |      |          |      |       |
|--------------|---------------|------|----------|------|-------|
| Order        | To            | Date | Approval | Info | Other |
| 1            | Finance Comm. | 9/27 | X        |      |       |
| 2            | Board         | 9/29 | X        |      |       |
|              |               |      |          |      |       |
|              |               |      |          |      |       |

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

In connection with the proposed issuance of Triborough Bridge and Tunnel Authority General Revenue Bonds by MTA Bridges & Tunnels, the MTA Finance Department is seeking MTA Board authorization and approval of the necessary documentation to issue new money bonds, notes or other obligations to provide net proceeds (exclusive of premiums) sufficient to fund up to \$200 million of capital projects contained in approved capital programs of the Triborough Bridge and Tunnel Authority.

The MTA Finance Department will continue to report to the Finance Committee of the Board at each regularly scheduled meeting of such committee on the status of the proposed debt issuance schedule, the results of each bond issue, planned bond issues for the following month, including potential refundings, the status of the ongoing commercial paper program as warranted, and information relating to amendments, modifications, or terminations of previously outstanding swap transactions.

## 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 \$200 million of capital projects of the Triborough Bridge and Tunnel Authority:

- o Series 2010A Supplemental Resolution authorizing Triborough Bridge and Tunnel Authority General Revenue Obligations, including providing for the issuance of an aggregate principal amount of Triborough Bridge and Tunnel Authority General Revenue Bonds in one or more series necessary to finance capital projects of the Triborough Bridge and Tunnel Authority, plus applicable issuance costs, and any original issue discount.

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

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 Bridges and Tunnels, the 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 Triborough Bridge and Tunnel Authority.

### RECOMMENDATION:

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



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**TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY**

**SERIES 2010A  
GENERAL REVENUE BOND  
SUPPLEMENTAL RESOLUTION**

**Adopted September \_\_, 2010**

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**SERIES 2010A  
GENERAL REVENUE BOND  
SUPPLEMENTAL RESOLUTION**

BE IT RESOLVED by the Triborough Bridge and Tunnel Authority (the "Issuer"), as follows:

**ARTICLE I**

**DEFINITIONS AND STATUTORY AUTHORITY**

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

**SECTION 1.02. Definitions.**

1. All capitalized terms which are used but not otherwise defined in this Series 2010A General Revenue 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, when used with respect to the Issuer, the board of the Issuer acting as such pursuant to the provisions of the Issuer Act, and when used with respect to the MTA, the members of the MTA acting as such pursuant to the provisions of the MTA 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 General Revenue 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 one or more Certificates 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 \$200,000,000 (excluding all amounts excluded above, such as net original issue discount, underwriters' discounts, 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, "General Revenue 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.

The Series 2010A Bonds authorized hereby shall be issued no later than April 1, 2011.

**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 the related 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 (12) 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 such issue 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 each 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, each 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 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, U.S. Bank Trust National Association shall be the Trustee under the Resolution and the Paying Agent for the Series 2010A Bonds.



### **ARTICLE III**

#### **DISPOSITION OF SERIES 2010A BOND PROCEEDS**

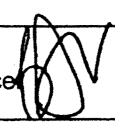
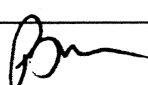
**SECTION 3.01. Disposition of Series 2010A Bond Proceeds.** Any proceeds of the sale of the Series 2010A Bonds, other than accrued interest, if any, shall be deposited, simultaneously with the issuance and delivery of the Series 2010A Bonds, in the Proceeds Account which is deemed to be established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

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

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





# Staff Summary

|  |
|--|
| <b>Subject</b>   |
| Qualification of Banks for Credit and/or Liquidity Facilities  |
| <b>Department</b>  |
| Finance  |
| <b>Department Head Name</b>  |
| Robert E. Foran, Chief Financial Officer  |
| <b>Department Head Signature</b>   |
| <b>Project Manager Name</b>  |
| Patrick J. McCoy, Director of Finance     |

|                                |
|--------------------------------|
| <b>Date</b>                    |
| September 22, 2010             |
| <b>Vendor Name</b>             |
| <b>Contract Number</b>         |
| <b>Contract Manager Name</b>   |
| <b>Table of Contents Ref #</b> |

| Board Action |               |      |          |      |       |
|--------------|---------------|------|----------|------|-------|
| Order        | To            | Date | Approval | Info | Other |
| 1            | Finance Comm. | 9/27 | X        |      |       |
| 2            | Board         | 9/29 | X        |      |       |
|              |               |      |          |      |       |
|              |               |      |          |      |       |

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

## SUMMARY:

MTA Board is requested to approve the list of commercial banks from which bids, from time to time, will be solicited for replacement of letters of credit (LOC) or standby bond purchase agreements (SBPA) previously entered into in connection with an issuance of Bonds pursuant to the MTA's Transportation Revenue Resolution, Dedicated Tax Fund Resolution, TBTA General Revenue Resolution, TBTA Subordinate Revenue Resolution, or for the 2 Broadway Certificates of Participation. MTA has \$350 million of such facilities expiring in 2010, \$1.4 billion in 2011, \$1.7 billion in 2012, \$550 million in 2013 and \$601 million in 2014. Authorization is also requested to designate to staff the authority to add commercial banks to such list providing they meet the minimum long-rating requirements of A2/A/A and carry the highest short-term ratings from Moody's, S&P and Fitch, respectively. The procedure for procuring pricing for expiring facilities is for staff to solicit at least three written bids from the list below, as may be amended, in conformance with timing and other such requirements as contained in the relevant expiring facility "expiration clause". To the extent deemed appropriate an LOC or SBPA issued by a single bank may be replaced with LOCS and SBPAs from more than one bank.

## PURPOSE:

The MTA Finance Department issued a Request for Qualifications in July, 2010 to assemble a qualified pool of commercial banks that in their individual capacity would be willing to provide pricing and subsequently enter into negotiations with MTA or TBTA for the replacement of previously issued LOC'S or SBPA's. Proposals from the following firms were received by the RFQ due date of August 16, 2010:

1. Barclays Bank PLC
2. Bank of America Merrill Lynch
3. Citibank, N.A.
4. JP Morgan Chase Bank, N.A.
5. KBC Bank, N.V.
6. Morgan Stanley Bank, N.A.
7. Sumitomo Mitsui Banking Corporation
8. U.S. Bank
9. Wells Fargo, N.A.



# Staff Summary



**Authority and Procedures:** In the interest of achieving the most cost effective replacement facility, price proposals and terms and conditions will be solicited from at least three banks on the approved list. Such procedure ensures a competitive result. Approval is granted to solicit pricing from at least three of the above listed firms or such other banks as may be added from time to time, for replacement of an existing expiring LOC or SPBA. The below procedures shall apply:

- i The Chief Financial Officer upon recommendation of the Director of Finance shall approve selection of the three firms. Such determination shall take into account existing portfolio exposure to banks on the list with the goal of maintaining diversified exposure to commercial banks.
- ii The Chief Financial Officer upon recommendation of the Director of Finance shall select the winning facility provider. Authority is delegated to select other than the lowest bid for an LOC or SBPA if such bid contains substantially better terms and conditions.

Consistent with existing Supplemental Bond Authorizations and 2 Broadway Supplemental Certificate Trust Agreement, authorization is restated and hereby delegated to MTA Authorized Officers: to enter into transaction negotiations with selected bank, to enter into related agreements, to execute all necessary documents, and take necessary actions to ensure timely replacement of an expiring LOC and SBPA.

## ALTERNATIVES:

Request for Proposals could be issued for individual transactions nearing their expirations from time to time, however this is an impractical process as it is more time consuming and costly than the previously described competitive selection of the liquidity or credit providers from a pre-qualified pool. Alternatively, previously issued variable rate bonds could be refunded with fixed rate bonds and such alternative may be exercised depending on market conditions. This alternative is largely relevant for unhedged variable rate bonds. Finally, previously issued variable rate bonds could be refunded with variable rate bond structures that do not require liquidity support, such as SIFMA or LIBOR index notes.

## RECOMMENDATION:

The MTA and TBTA Boards qualify the nine banks listed above as eligible for the replacement of an expiring LOC or SBPA facilities from time to time. As described above, it is recommended that authority be granted to expand the list of eligible banks from time to time to qualify banks expressing an interest in bidding on replacement facilities provided minimum rating requirements are met. It is further recommended that the Boards approve the above described procedures for selecting banks for bidding and further negotiation for replacement facilities.



## Staff Summary



Page 1 of 1

|   |
|---|
| <b>Subject</b>  |
| Request for Authorization to Award Various Procurements |
| <b>Department</b>                                       |
| Administration  |
| <b>Department Head Name</b>                             |
| Linda Kleinbaum   |
| <b>Department Head Signature</b>                        |
| <i>Linda Kleinbaum</i>                                  |
| <b>Division Head Name</b>                               |
| Clifford Shockley <i>9/27/10</i>                        |

|                                |
|--------------------------------|
| <b>Date</b>                    |
| September 7, 2010              |
| <b>Vendor Name</b>             |
| None                           |
| <b>Contract Number</b>         |
| None                           |
| <b>Contract Manager Name</b>   |
| None                           |
| <b>Table of Contents Ref #</b> |
|                                |

| Board Action |         |         |          |      |       |
|--------------|---------|---------|----------|------|-------|
| Order        | To      | Date    | Approval | Info | Other |
| 1            | Finance | 9/27/10 |          |      |       |
| 2            | Board   | 9/29/10 |          |      |       |
|              |         |         |          |      |       |
|              |         |         |          |      |       |

| Internal Approvals |                      |       |                |
|--------------------|----------------------|-------|----------------|
| Order              | Approval             | Order | Approval       |
|                    |                      |       | DDCR           |
|                    | 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:

|   | <u># of Actions</u> | <u>\$ Amount</u> |
|---|---------------------|------------------|
| MTAHQ proposes to award Non-competitive procurements in the following categories: | None                | \$- 0 -          |
| MTAHQ proposes to award Competitive procurements in the following categories:     | None                | \$- 0 -          |
| MTAHQ presents the following procurement actions for Ratification:                | None                | \$- 0 -          |
| TOTAL   | 0                   | \$- 0 -          |

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

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



## BOARD RESOLUTION

### METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

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

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

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

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

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

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

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

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



**SEPTEMBER 2010**  
**MTA REAL ESTATE**  
**LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL**

**ACTION ITEMS**

**MTA NEW YORK CITY TRANSIT**

Authorization to proceed with the acquisition of temporary and permanent easements in Manhattan block 1744 lot 1, adjacent to 148th Street Yard, Manhattan, New York

License Agreement with Krishti & Papa, Inc. for the operation of a newsstand and convenience store at 77-05 Roosevelt Avenue, Elmhurst, New York

**MTA METRO-NORTH RAILROAD**

License agreement with Metropolitan Fiber Systems of New York, Inc. and sublicense agreements with Lexent Metro Connect LLC and AT&T, for the installation and operation of fiber optic facilities along Metro-North's Hudson Line, Bronx, New York

License agreement with Louis Albano for the operation of a mobile hair salon at Golden's Bridge, Purdys and Southeast stations

Lease with TOTO GCT, Inc. for the retail sale of handbags, small leather wallets and cardholders, scarves and shawls in Retail Space MC-81 at Grand Central Terminal

Lease with BT Pantry LLC for the retail sale of high-quality beers and related products in Retail Space MC-36 at Grand Central Terminal

Lease with Tri Tip City Grill LLC for the retail sale of grilled steak and chicken sandwiches, salads and breakfast menu items at Grand Central Terminal

**MTA LONG ISLAND RAIL ROAD**

License agreement with MTA New York City Transit for parking for NYCT maintenance vehicles at 1941 Broadway, Brooklyn, New York

License agreement with the Village of Lindenhurst for commuter parking and a visitors center and police substation, Lindenhurst, New York

License agreement with Ron-Tom Food Services, Inc. for an employee cafeteria at Jamaica Station, Jamaica, New York



Lease with Khalhal Realty for Employee Assistance Program space at 300 Old Country Road, Mineola, New York

License agreement with Prestone Press, LLC for Prestone employee and visitor parking along LIRR's former Degnon Terminal siding in Long Island City, New York

**MTA BRIDGES & TUNNELS**

Surrender of use and occupancy rights relating to strip of land adjoining Battery Parking Garage in Manhattan (Block 17, Lot 118)

**MTA CAPITAL CONSTRUCTION COMPANY**

Lease with 333 West 34 SLG Owner LLC, for office space for 7 line extension construction management field office comprising a portion of the 5th floor at 333 West 34th Street, New York, New York



# Staff Summary



|   |
|---|
| <b>Subject</b><br><b>ACQUISITION OF EASEMENTS</b>     |
| <b>Department</b><br><b>REAL ESTATE</b>               |
| <b>Department Head Name</b><br><b>JEFFREY ROSEN</b>   |
| <b>Department Head Signature</b><br>                  |
| <b>Project Manager Name</b><br><b>ARTURO ESPINOZA</b> |

|  |
|--|
| <b>Date</b><br><b>SEPTEMBER 27, 2010</b> |
| <b>Vendor Name</b>                       |
| <b>Contract Number</b>                   |
| <b>Contract Manager Name</b>             |
| <b>Table of Contents Ref #</b>           |

| Board Action |                   |          |          |      |       |
|--------------|-------------------|----------|----------|------|-------|
| Order        | To                | Date     | Approval | Info | Other |
| 1            | Finance Committee | 09/27/10 | X        |      |       |
| 2            | Board             | 09/28/10 | X        |      |       |
|              |                   |          |          |      |       |
|              |                   |          |          |      |       |

| Internal Approvals |                    |       |          |
|--------------------|--------------------|-------|----------|
| Order              | Approval           | Order | Approval |
|                    | Executive Director | 1     | Legal    |
| 3                  | Chief of Staff     |       |          |
| 2                  | Managing Director  |       |          |
|                    | Civil Rights       |       |          |

## ACTION REQUESTED: Board resolution, as follows:

**WHEREAS**, MTA New York City Transit ("NYCT") is proposing a flood mitigation project at NYCT's 148<sup>th</sup> Street Yard in Manhattan that will require construction of a flood wall on adjacent private property (part of Manhattan Block 1744, Lot 1) (the "Subject Property");

**WHEREAS**, NYCT will require a temporary easement parcel of approximately 1,300 square feet during construction of the flood wall and a permanent easement parcel of approximately 900 square feet to accommodate the portion of the flood wall that will be located on the Subject Property; and

**WHEREAS**, MTA Real Estate will procure independent appraisals of the temporary and permanent interests in the Subject Property and endeavor to negotiate a voluntary purchase of the easements from the Subject Property's owner, but if negotiations are not successful, Board approval is hereby sought to initiate preliminary actions to acquire the necessary easements by eminent domain.

## NOW THEREFORE, BE IT

**RESOLVED**, that pursuant to Section 1267 of the Public Authorities Law, the chief executive officer of the MTA or such staff of the MTA as are designated by the chief executive officer, are authorized to proceed with the acquisition of temporary and permanent easements in the Subject Property, as described above, and to schedule and undertake such preliminary actions as may be required in accordance with the New York Eminent Domain Procedure Law in connection with the acquisition.



# Memorandum



## Metropolitan Transportation Authority

State of New York

**Date** September 27, 2010

**To** Members of the Finance Committee

**From** Jeffrey Rosen, Director, Real Estate

**Re** Approval to proceed with the acquisition, by negotiated purchase or condemnation, of temporary and permanent easement interests in the property known as 700 Esplanade Gardens Plaza (Manhattan block 1744, lot 1) in support of the 148<sup>th</sup> Street Yard flood mitigation project (A-36111)

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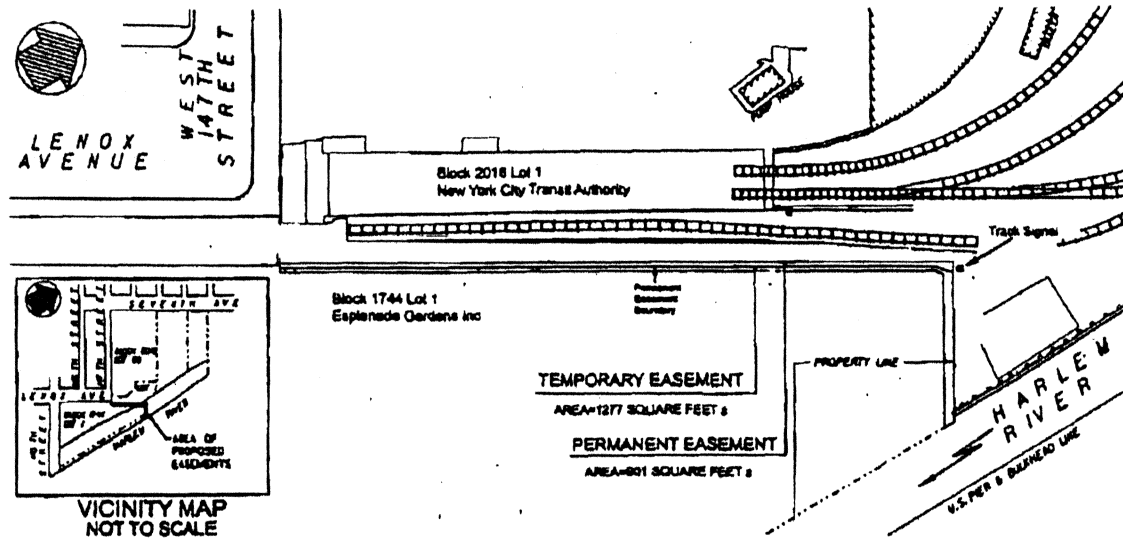
As part of a New York City Transit ("NYCT") flood mitigation project at NYCT's 148<sup>th</sup> Street Yard, a portion of a new floodwall needs to be constructed on adjacent private property belonging to Esplanade Gardens, Inc. ("Esplanade"). The new wall will be constructed approximately 2.5 feet east of the existing wall that it replaces, on a portion of Esplanade's parking lot. (See attached map).

A temporary easement parcel of approximately 1,300 SF will be needed during construction and a permanent easement parcel of approximately 900 SF will be needed to accommodate the new wall. The total impact on private property will be approximately 2,200 SF. Construction is expected to take nine months.

To ensure the timely acquisition of the necessary property rights, Board authorization is requested to proceed with acquisition of the above-described temporary and permanent easement interests, by negotiated agreement or condemnation. A Board Resolution authorizing the initiation of preliminary steps in the eminent domain process, if necessary, is attached for approval.

The acquisition will be subject to satisfactory completion of any necessary environmental reviews.







# Staff Summary



Page 1 of 2

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|---|
| Subject<br><b>LICENSE AGREEMENT</b>                 |
| Department<br><b>REAL ESTATE</b>                    |
| Department Head Name<br><b>JEFFREY B. ROSEN</b>     |
| Department Head Signature<br>                       |
| Project Manager Name<br><b>MICHAEL T. THADATHIL</b> |

|                                   |
|-----------------------------------|
| Date<br><b>September 27, 2010</b> |
| Vendor Name                       |
| Contract Number                   |
| Contract Manager Name             |
| Table of Contents Ref #           |

| Board Action |                   |          |          |      |       |
|--------------|-------------------|----------|----------|------|-------|
| Order        | To                | Date     | Approval | Info | Other |
| 1            | Finance Committee | 09/27/10 | X        |      |       |
| 2            | Board             | 09/29/10 | X        |      |       |
|              |                   |          |          |      |       |
|              |                   |          |          |      |       |

| Internal Approvals |                    |       |          |
|--------------------|--------------------|-------|----------|
| Order              | Approval           | Order | Approval |
|                    | Executive Director | 1     | Legal    |
| 3                  | Chief of Staff     |       |          |
| 2                  | Managing Director  |       |          |
|                    | Civil Rights       |       |          |

## Narrative

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

LICENSEE: Krishti & Papa, Inc.

LOCATION: 77-05 Roosevelt Avenue, Elmhurst, New York 11372  
(Two blocks east of 74 Street-Broadway / Roosevelt Avenue- Jackson Heights Station)

ACTIVITY: Convenience store/newsstand

ACTION REQUESTED: Approval of terms

TERM: Ten years, subject to termination on 60 days notice

SPACE: Street level, between 77 Street & 78 Street – approx. 200 sq. ft.

SECURITY: Three months of the fifth-year compensation for the first five years, increasing to three months of the tenth-year compensation for years six through ten.

## COMPENSATION:

| Year | Annual Compensation | Monthly Compensation | Per Sq. Ft. | Annual Escalation |
|------|---------------------|----------------------|-------------|-------------------|
| 1    | \$12,012.00         | \$1,001.00           | \$60.06     |                   |
| 2    | \$12,613.00         | \$1,051.08           | \$63.07     | 5.0%              |
| 3    | \$13,244.00         | \$1,103.67           | \$66.22     | 5.0%              |
| 4    | \$13,906.00         | \$1,158.83           | \$69.53     | 5.0%              |
| 5    | \$14,601.00         | \$1,216.75           | \$73.01     | 5.0%              |
| 6    | \$15,331.00         | \$1,277.58           | \$76.66     | 5.0%              |
| 7    | \$16,098.00         | \$1,341.50           | \$80.49     | 5.0%              |
| 8    | \$16,903.00         | \$1,408.58           | \$84.52     | 5.0%              |
| 9    | \$17,748.00         | \$1,479.00           | \$88.74     | 5.0%              |
| 10   | \$18,635.00         | \$1,552.92           | \$93.18     | 5.0%              |



## Staff Summary



Page 2 of 2

### FINANCE COMMITTEE MEETING

Krishti & Papa, Inc. (Cont'd)

#### COMMENTS:

In response to a recent MTA request for proposals, four proposals were received for the subject property, located at street level adjacent to an operating NYCT electrical substation. The license fees proposed (calculated on a present value basis, without improvements, using a 9% discount rate) ranged from \$165,840.21 to \$7,798.41, as follows:

1. Bipasha Baidya (newsstand / grocery), at \$165,840.21
2. Krishti & Papa, Inc. (newsstand / convenience store), at \$93,677.98
3. Said Dinat (banking services such as ATM, check cashing, & money order), at \$76,274.59
4. Sandra Penaranda (coffee shop), at \$7,798.41

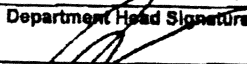
As noted, Bipasha Baidya was the high bidder. However, (1) the compensation proposed by Baidya is above-market; (2) Baidya's sales projections seem high, and if actual sales do not meet such projections she has only limited financial resources to pay the proposed compensation out-of-pocket; and (3) Baidya has no experience operating any kind of business. In a recent conversation with MTA Real Estate, Baidya acknowledged that her proposed compensation was "too high" and requested permission to revise her proposal. If she is not permitted to revise her proposal, Baidya stated that she wants to withdraw her proposal.

Krishti & Papa, Inc. proposes to operate a newsstand and convenience store at this location. The compensation proposed by Krishti & Papa is commensurate with market rents in the area. Unlike Baidya, Krishti & Papa has had experience operating a business of the kind proposed and has sufficient financial resources to execute its business plan. Krishti & Papa already operates NYCT newsstands at two locations (8 Street-NYU Station (N,R trains) and Manhattan and 157 Street Station (1 train) in Manhattan) and is considered a licensee in good standing.

Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement with Krishti & Papa on the above-described terms and conditions.

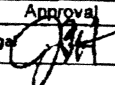
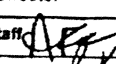
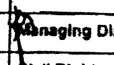


# Staff Summary

|                           |   |
|---------------------------|---|
| Subject                   | <b>LICENSE AGREEMENT</b>  |
| Department                | <b>REAL ESTATE</b>  |
| Department Head Name      | <b>JEFFREY B. ROSEN</b>   |
| Department Head Signature |  |
| Project Manager Name      | <b>GEORGE MCDONALD</b>  |

|                         |                           |
|-------------------------|---------------------------|
| Date                    | <b>SEPTEMBER 27, 2010</b> |
| Vendor Name             |                           |
| Contract Number         |                           |
| Contract Manager Name   |                           |
| Table of Contents Ref # |                           |

| Board Action |                   |         |          |      |       |
|--------------|-------------------|---------|----------|------|-------|
| Order        | To                | Date    | Approval | Info | Other |
| 1            | Finance Committee | 9/27/10 | X        |      |       |
| 2            | Board             | 9/29/10 | X        |      |       |
|              |                   |         |          |      |       |
|              |                   |         |          |      |       |

| Internal Approvals |  |       |   |
|--------------------|--|-------|---|
| Order              | Approval   | Order | Approval  |
|                    | Executive Director   | 1     | Legal  |
| 3                  | Chief of Staff     |       |   |
| 2                  | Managing Director  |       |   |
|                    | Civil Rights   |       |   |

## Narrative

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

LICENSEE: Metropolitan Fiber Systems of New York, Inc. ("MFS"), a wholly-owned subsidiary of Verizon

SUBLICENSEES: 1. Lexent Metro Connect, LLC ("Lexent")  
2. AT&T Corporation ("AT&T")

LOCATION: Metro-North's Hudson Line right of way, University Heights, Marble Hill, Bronx, NY (Block 2215, Lot 675)

ACTIVITY: 1. Renewal of non-exclusive license agreement with MFS for an existing underground fiber optic cable and conduit facility, containing one 10 3/4" conduit and four 4" conduits (with twelve innerducts) containing one 216-fiber-strand cable and one 48-fiber-strand cable.  
2. Sublicense with Lexent for one existing 432-fiber-strand fiber optic cable  
3. Sublicense with AT&T for one new 408-fiber-strand fiber optic cable

ACTION REQUESTED: Approval of terms

TERM: Ten years commencing October 1, 2007, plus two 5-year renewal options, subject to termination on 60 days notice

SPACE: Approximately 1,017 linear feet

COMPENSATION: MFS: \$35,198.37 for the first license year, with annual CPI increases thereafter  
Lexent: \$42,754.86 for the first sublicense year, with annual CPI increases, plus \$141,623.83 for Lexent's occupancy from April 2004 through September 2007  
AT&T: \$45,470.07 for the first sublicense year, with annual CPI increases thereafter



## Staff Summary

### FINANCE COMMITTEE MEETING Lexent Metro Connect, LLC (Cont'd)

#### COMMENTS:

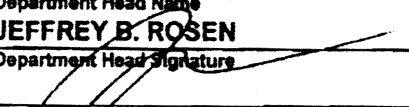
MFS maintains approximately 1,017 linear feet of fiber optic cable on Metro North's Hudson Line right of way in the University Heights/Marble Hill areas of the Bronx. Prior to the expiration of the then applicable license agreement in September 2007, MTA Real Estate commenced negotiations with Verizon (negotiating on behalf of MFS) to discuss a market rate renewal. During negotiations, Verizon was called upon to verify existing field conditions and discovered that in 1984 (when MFS was owned by MCI) MFS conveyed a portion of the conduit to Lexent, enabling Lexent to install fiber optic cable in violation of MFS's license. Such conveyance was made in the expectation that Lexent would enter into an agreement to compensate Metro-North, but neither MFS nor Lexent ever reached out to Metro-North. This disclosure delayed the conclusion of this renewal transaction, as did MFS's request that AT&T also be allowed to install a fiber optic cable within MFS' conduit. In the meanwhile, however, MFS has continued to make payments at the rate stipulated in the old agreement.

The compensation to be paid under the proposed new agreement, to be applied retroactively to 2007, is commensurate with MTA's current standard fiber optic cable occupancy rates, which have been set on the basis of a market survey. As part of the agreement, Lexent has agreed to pay \$141,623.83 for its pre-2007 sublicense occupancy.

Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement with MFS, and to approve sublicense agreements between MFS and Lexent and AT&T, on the above-described terms and conditions.

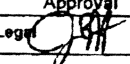
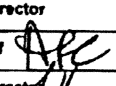
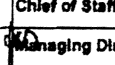


# Staff Summary

|                           |   |
|---------------------------|---|
| Subject                   | <b>LICENSE AGREEMENT</b>  |
| Department                | <b>REAL ESTATE</b>  |
| Department Head Name      | <b>JEFFREY B. ROSEN</b>   |
| Department Head Signature |  |
| Project Manager Name      | <b>BENSON GOODWYN</b>   |

|                         |                           |
|-------------------------|---------------------------|
| Date                    | <b>SEPTEMBER 27, 2010</b> |
| Vendor Name             |                           |
| Contract Number         |                           |
| Contract Manager Name   |                           |
| Table of Contents Ref # |                           |

| Board Action |                   |           |          |      |       |
|--------------|-------------------|-----------|----------|------|-------|
| Order        | To                | Date      | Approval | Info | Other |
| 1            | Finance Committee | 9/27/2010 | X        |      |       |
| 2            | Board             | 9/29/2010 | X        |      |       |
|              |                   |           |          |      |       |
|              |                   |           |          |      |       |

| Internal Approvals |   |       |   |
|--------------------|---|-------|---|
| Order              | Approval  | Order | Approval  |
|                    | Executive Director  | 1     | Legal  |
| 3                  | Chief of Staff    |       |   |
| 2                  | Managing Director  |       |   |
|                    | Civil Rights  |       |   |

|                   |   |
|-------------------|---|
| <b>Narrative</b>  |   |
| AGENCY:           | MTA Metro-North Railroad ("Metro-North")                          |
| LICENSEE:         | Louis A. Albano   |
| LOCATION:         | Golden's Bridge, Purdys, and Southeast stations                   |
| ACTIVITY:         | Mobile hair salon   |
| ACTION REQUESTED: | Approval of terms   |
| TERM:             | Up to one year, subject to termination on 60 days notice          |
| SPACE:            | One parking space (approximately 160 sq. ft., measuring 8' x 20') |
| COMPENSATION:     | \$100 monthly, \$1,200 annually                                   |
| COMMENTS:         |   |

MTA Real Estate received an expression of interest from Mr. Albano, a hair stylist and salon owner, to operate a mobile hair salon one day per week at the Golden's Bridge, Purdys and Southeast stations.


Mr. Albano successfully operates his mobile salon at other locations, including the Fox Senior Center in Mt. Kisco, N.Y., the Carmel Senior Center, Koehler Memorial Senior Center in Mahopac, N.Y. and the Vincent Leibel Veterans House in Carmel, N.Y. However, the concept has not previously been tested at any Metro-North station. A meeting was held with representatives from MTA Real Estate, Metro-North Business Facilities and Marketing and Mr. Albano, and it was agreed that the proposed use would be allowed on a pilot basis. The proposed hours of operation are Monday 4:00 p.m. – 8:00 p.m. at Golden's Bridge station, Tuesday 4:00 p.m. – 8:00 p.m. at Purdys station and Wednesday 4:00 p.m. – 8:00 p.m. at Southeast Station. Locations and times may be adjusted during the pilot program based on experience.

MTA Real Estate proposes to enter into a license agreement with Mr. Albano for a term for up to one year to test the viability of providing this service to MTA Metro-North customers. An evaluation will be made after three to six months and if the business concept is deemed economically feasible a public solicitation for such services will follow. The MTA's experience with mobile food vending operations, which are often only marginally successful while paying license fees of only \$200 per month in rent, indicates that a pilot program license fee of \$100 per month rent will cover MTA's costs while the program's potential is assessed.

Based on the foregoing, MTA Real Estate request authorization to enter into a license agreement with Mr. Albano on the terms and conditions described above.

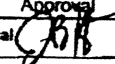
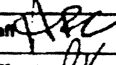
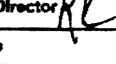


# Staff Summary

|   |
|---|
| <b>Subject</b><br><b>LEASE AGREEMENT</b>  |
| <b>Department</b><br><b>REAL ESTATE</b>   |
| <b>Department Head Name</b><br><b>JEFFREY B. ROSEN</b>  |
| <b>Department Head Signature</b><br> |
| <b>Project Manager Name</b><br><b>NANCY MARSHALL</b>  |

|  |
|--|
| <b>Date</b><br><b>SEPTEMBER 27, 2010</b> |
| <b>Vendor Name</b>                       |
| <b>Contract Number</b>                   |
| <b>Contract Manager Name</b>             |
| <b>Table of Contents Ref #</b>           |

| Board Action |                   |         |          |      |       |
|--------------|-------------------|---------|----------|------|-------|
| Order        | To                | Date    | Approval | Info | Other |
| 1            | Finance Committee | 9/27/10 | X        |      |       |
| 2            | Board             | 9/29/10 | X        |      |       |
|              |                   |         |          |      |       |
|              |                   |         |          |      |       |

| Internal Approvals |  |       |   |
|--------------------|--|-------|---|
| Order              | Approval   | Order | Approval  |
|                    | Executive Director   | 1     | Legal  |
| 3                  | Chief of Staff     |       |   |
| 2                  | Managing Director  |       |   |
|                    | Civil Rights   |       |   |

**Narrative**

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

**LESSEE:** TOTO GCT, Inc. ("Toto") dba TOTO

**LOCATION:** Retail Space MC-81

**ACTIVITY:** The retail sale of TOTO branded handbags, small leather wallets and cardholders, scarves and shawls

**ACTION REQUESTED:** Approval of terms

**TERM:** Five years

**SPACE:** Approximately 316 sq. ft.

**COMPENSATION:** Annual Base Rent plus 20% of gross sales over Breakpoint, as follows:

| Year | Annual Base Rent | PSF      | Breakpoint   |
|------|------------------|----------|--------------|
| 1    | \$112,496.00     | \$356.00 | \$900,000.00 |
| 2    | \$114,745.92     | \$363.12 | \$918,000.00 |
| 3    | \$117,040.84     | \$370.38 | \$936,360.00 |
| 4    | \$119,381.66     | \$377.79 | \$955,087.20 |
| 5    | \$121,769.29     | \$385.34 | \$974,188.94 |

**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, plus personal guaranty of Mihee Coe (limited to six months rent after vacating of premises)

**INSURANCE:** Standard

**CONSTRUCTION PERIOD:** Sixty days



# Staff Summary

## FINANCE COMMITTEE MEETING

TOTO GCT, Inc. dba TOTO (cont.)

### COMMENTS:

In response to a recent MTA request for proposals for Retail Space MC-81 at Grand Central Terminal, nine proposals were received. Proposals were received from Toto dba TOTO, Toto dba Mihee Coe, Toto dba Silk Road Cashmere, Miss Matched, Inc. dba Little Miss Matched, Josh Bach Limited dba Josh Bach Limited, Sopia, Inc. dba Sabon, Cie Luxe Retail, LLC dba Companie de Provence, Tanjore, Inc. dba Tanjore and ELC Beauty, LLC dba Origins.

Per the Guidelines for Selection of Tenants for Grand Central Terminal approved by the MTA Board in November 2009, the proposals received were independently evaluated by Williams Jackson Ewing and Jones Lang LaSalle, and subsequently evaluated by the Director of GCT Development. When evaluating the proposals, two evaluation criteria were taken into account. Selection Criterion A, which accounts for 70% of the score, is the evaluator's determination of the direct economic value of a proposal. Selection Criterion B, which accounts for 30% of the score, is the evaluator's determination of the indirect benefit of such proposal to the MTA.

| Booring              | A  | B  | C  | D                                       | E   | F  | G                                      | H                                      | I  | J  |
|----------------------|--|--|--|---|---|--|--|--|--|--|
|                      | Unadjusted<br>Guaranteed<br>Rent Amount* | Guaranteed<br>Rent<br>Adjustment<br>Factor** | Adjusted<br>Guaranteed<br>Rent Amount<br>(A+B) | Unadjusted<br>Percentage<br>Rent Amount | Percentage<br>Rent<br>Adjustment<br>Factor*** | Adjusted<br>Percentage<br>Rent Amount<br>(D+E) | Adjusted<br>Total Rent<br>Amount (C+F) | Selection<br>Criterion<br>A**** (G-70) | Selection<br>Criterion B<br>Score (H-30) | Total Selection<br>Criteria Score<br>(I+J) |
| Toto                 | \$482,678.06                             | 1  | \$482,678.06                                   | \$0.00                                  | 0   | \$0.00   | \$482,678.06                           | 70.0                                   | 15                                       | 85.00                                      |
| Mihee Coe            | \$482,678.06                             | 1  | \$482,678.06                                   | \$0.00                                  | 0   | \$0.00   | \$482,678.06                           | 70.0                                   | 15                                       | 85.00                                      |
| Silk Road Cashmere   | \$482,678.06                             | 1  | \$482,678.06                                   | \$0.00                                  | 0   | \$0.00   | \$482,678.06                           | 70.0                                   | 15                                       | 85.00                                      |
| Little Miss Matched  | \$487,778.00                             | 1  | \$487,778.00                                   | \$0.00                                  | 0   | \$0.00   | \$487,778.00                           | 66.1                                   | 16                                       | 82.12                                      |
| Josh Bach            | \$481,436.36                             | 1  | \$481,436.36                                   | \$0.00                                  | 0   | \$0.00   | \$481,436.36                           | 57.1                                   | 16                                       | 73.11                                      |
| Sabon                | \$481,108.92                             | 1  | \$481,108.92                                   | \$0.00                                  | 0   | \$0.00   | \$481,108.92                           | 57.1                                   | 20                                       | 77.87                                      |
| Companie de Provence | \$387,448.22                             | 1  | \$387,448.22                                   | \$76,436.00                             | 0   | \$0.00   | \$387,448.22                           | 55.1                                   | 16                                       | 71.11                                      |
| Tanjore              | \$374,424.33                             | 1  | \$374,424.33                                   | \$0.00                                  | 0   | \$0.00   | \$374,424.33                           | 53.3                                   | 16                                       | 69.26                                      |
| Origins              | \$382,137.16                             | 1  | \$382,137.16                                   | \$4,931.00                              | 0.9   | \$2,465.90                                     | \$384,602.86                           | 50.4                                   | 15                                       | 65.44                                      |

\*Calculated using 6% discount rate

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

\*\*\*Percentage Rent Adjustment Factor: 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)

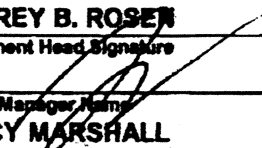
As noted in the chart above, the Unadjusted Guaranteed Rent Amount (i.e. the proposed guaranteed minimum rent, determined on a present value basis using a discount rate of 6%) and the Total Selection Criteria Score for each of Toto's three proposals were both higher than the Unadjusted Guaranteed Rent Amount and the Total Selection Criteria Scores for each of the remaining six proposers; consequently a selection committee was not convened. The rent proposed by Toto exceeds the estimated fair market rental value of the subject space, as determined by Williams Jackson Ewing.

Toto had been a tenant in the Lexington Passage from July 1998 through August 2009, and is currently a licensee in the Graybar Passage. The owner, Mihee Coe, submitted three proposals that were identical in economic terms and varied only with respect to the merchandise to be offered for sale. MTA Real Estate proposes to award this space to Toto for the sale of a combination of the merchandise described in the three proposals, to include tenant-branded handbags, small leather goods, scarves and shawls. Toto has created a customer base at the Terminal and its continued operation there will complement other tenants in the Lexington Passage.

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

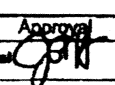
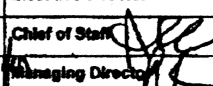
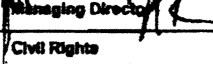


# Staff Summary

|   |
|---|
| <b>Subject</b><br><b>LEASE AGREEMENT</b>  |
| <b>Department</b><br><b>REAL ESTATE</b>   |
| <b>Department Head Name</b><br><b>JEFFREY B. ROSEN</b>  |
| <b>Department Head Signature</b><br> |
| <b>Project Manager Name</b><br><b>NANCY MARSHALL</b>  |

|  |
|--|
| <b>Date</b><br><b>SEPTEMBER 27, 2010</b> |
| <b>Vendor Name</b>                       |
| <b>Contract Number</b>                   |
| <b>Contract Manager Name</b>             |
| <b>Table of Contents Ref #</b>           |

| Board Action |                   |         |          |      |       |
|--------------|-------------------|---------|----------|------|-------|
| Order        | To                | Date    | Approval | Info | Other |
| 1            | Finance Committee | 9/27/10 | X        |      |       |
| 2            | Board             | 9/28/10 | X        |      |       |
|              |                   |         |          |      |       |
|              |                   |         |          |      |       |

| Internal Approvals |  |       |   |
|--------------------|--|-------|---|
| Order              | Approval   | Order | Approval  |
|                    | Executive Director   | 1     | Legal  |
| 3                  | Chief of Staff     |       |   |
| 2                  | Managing Director  |       |   |
|                    | Civil Rights   |       |   |

| <b>Narrative</b>            |  |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
|-----------------------------|--|----------|------------------|-----|------------|---|-------------|----------|----------------|---|-------------|----------|----------------|---|-------------|----------|----------------|---|-------------|----------|----------------|---|-------------|----------|----------------|---|-------------|----------|----------------|---|-------------|----------|----------------|
| <b>AGENCY:</b>              | MTA Metro-North Railroad ("Metro-North")   |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| <b>LESSEE:</b>              | BT Pantry LLC dba Beer Table Pantry  |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| <b>LOCATION:</b>            | Retail Space MC-36   |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| <b>ACTIVITY:</b>            | The retail sale of a rotating selection of beers from around the world, and a variety of fermented or otherwise naturally preserved foods that are either made by breweries or pair well with beer   |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| <b>ACTION REQUESTED:</b>    | Approval of terms  |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| <b>TERM:</b>                | Seven years  |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| <b>SPACE:</b>               | Approximately 305 sq. ft.  |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| <b>COMPENSATION:</b>        | Annual Base Rent plus 6% of gross sales over Breakpoint, as follows:   |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
|                             | <table border="1"> <thead> <tr> <th>Year</th> <th>Annual Base Rent</th> <th>PSF</th> <th>Breakpoint</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>\$80,825.00</td> <td>\$265.00</td> <td>\$1,331,190.00</td> </tr> <tr> <td>2</td> <td>\$83,249.75</td> <td>\$272.95</td> <td>\$1,371,125.70</td> </tr> <tr> <td>3</td> <td>\$85,747.24</td> <td>\$281.14</td> <td>\$1,412,259.40</td> </tr> <tr> <td>4</td> <td>\$88,319.66</td> <td>\$289.57</td> <td>\$1,454,627.10</td> </tr> <tr> <td>5</td> <td>\$90,969.25</td> <td>\$298.28</td> <td>\$1,498,265.90</td> </tr> <tr> <td>6</td> <td>\$93,698.33</td> <td>\$307.21</td> <td>\$1,543,213.80</td> </tr> <tr> <td>7</td> <td>\$96,509.27</td> <td>\$316.42</td> <td>\$1,589,510.20</td> </tr> </tbody> </table> | Year     | Annual Base Rent | PSF | Breakpoint | 1 | \$80,825.00 | \$265.00 | \$1,331,190.00 | 2 | \$83,249.75 | \$272.95 | \$1,371,125.70 | 3 | \$85,747.24 | \$281.14 | \$1,412,259.40 | 4 | \$88,319.66 | \$289.57 | \$1,454,627.10 | 5 | \$90,969.25 | \$298.28 | \$1,498,265.90 | 6 | \$93,698.33 | \$307.21 | \$1,543,213.80 | 7 | \$96,509.27 | \$316.42 | \$1,589,510.20 |
| Year                        | Annual Base Rent   | PSF      | Breakpoint       |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| 1                           | \$80,825.00  | \$265.00 | \$1,331,190.00   |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| 2                           | \$83,249.75  | \$272.95 | \$1,371,125.70   |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| 3                           | \$85,747.24  | \$281.14 | \$1,412,259.40   |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| 4                           | \$88,319.66  | \$289.57 | \$1,454,627.10   |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| 5                           | \$90,969.25  | \$298.28 | \$1,498,265.90   |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| 6                           | \$93,698.33  | \$307.21 | \$1,543,213.80   |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| 7                           | \$96,509.27  | \$316.42 | \$1,589,510.20   |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| <b>MARKETING:</b>           | \$10.00 per sq. ft. per year, increasing annually by 3%  |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| <b>TRASH:</b>               | \$9.00 per sq. ft. per year, increasing annually by 5%   |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| <b>SECURITY:</b>            | Three months minimum rent, plus personal guaranty of Justin Philips (limited to six months rent after vacating of premises)  |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| <b>INSURANCE:</b>           | Standard   |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |
| <b>CONSTRUCTION PERIOD:</b> | Sixty days   |          |                  |     |            |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |   |             |          |                |



## Staff Summary

### FINANCE COMMITTEE MEETING

BT Pantry LLC dba Beer Table Pantry (cont.)

#### COMMENTS:

In response to a recent MTA request for proposals for Retail Space MC-36, Grand Central Terminal, BT Pantry LLC dba Beer Table Pantry submitted the lone proposal. Two other craft beer retailers expressed initial interest in the space, but ultimately chose not to submit proposals.

Beer Table is a craft beer salon/cafe in Park Slope, Brooklyn. The owner Justin Phillips proposes to bring a concept called Beer Table Pantry to MC-36. Beer Table Pantry would sell a rotating selection of about 100 international bottled beers representing the finest the world has to offer. Gift baskets, mixed cases and beer-of-the-month programs will be a large part of this business, enabling Beer Table Pantry to sell many more high-end beers than the average beer retailer. A unique aspect of this operation will be six draft lines for filling growlers featuring beers from local breweries. A growler is a 64 ounce glass container with a handle. It is shaped like a small milk jug and when full is slightly lighter than two 750 ml bottles of wine. The use of growlers is one of the fastest-growing trends in craft beer. It eliminates waste and allows customers to carry fresh beer in a convenient potable container. Beer Table Pantry will utilize a unique counter-pressure filling technique that effectively maintains gas pressure, ensuring freshness and preserving shelf life. In addition to beer, Beer Table Pantry will sell a variety of food products including vinegars, pickles, mustards, preserves, condiments, and jams that are made by breweries and/or pair well with beer. This new use for MC-36 will nicely complement Joe the Art of Coffee and Grande Harvest Wines, as well as the merchants in the adjacent Grand Central Market.

Based on the foregoing, MTA Real Estate requests authorization to enter into a lease agreement with BT Pantry LLC dba Beer Table Pantry on the above-described terms and conditions.



# Staff Summary



Metropolitan Transportation Authority

Page 1 of 3

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|--|
| <b>Subject</b><br><b>LEASE AGREEMENT</b>               |
| <b>Department</b><br><b>REAL ESTATE</b>                |
| <b>Department Head Name</b><br><b>JEFFREY B. ROSEN</b> |
| <b>Department Head Signature</b><br>                   |
| <b>Project Manager Name</b><br><b>NANCY MARSHALL</b>   |

|  |
|--|
| <b>Date</b><br><b>SEPTEMBER 27, 2010</b> |
| <b>Vendor Name</b>                       |
| <b>Contract Number</b>                   |
| <b>Contract Manager Name</b>             |
| <b>Table of Contents Ref #</b>           |

| Board Action |                   |         |          |      |       |
|--------------|-------------------|---------|----------|------|-------|
| Order        | To                | Date    | Approval | Info | Other |
| 1            | Finance Committee | 9/27/10 | X        |      |       |
| 2            | Board             | 9/29/10 | X        |      |       |
|              |                   |         |          |      |       |
|              |                   |         |          |      |       |

| Internal Approvals |                    |       |          |
|--------------------|--------------------|-------|----------|
| Order              | Approval           | Order | Approval |
|                    | Executive Director | 1     | Legal    |
| 3                  | Chief of Staff     |       |          |
| 2                  | Managing Director  |       |          |
|                    | Civil Rights       |       |          |

## Narrative

**AGENCY:** MTA Metro-North Railroad ("Metro-North")  
**LESSEE:** Tri Tip City LLC d/b/a Tri Tip Grill ("Tri Tip Grill")  
**LOCATION:** Retail Space LC-25 and Storage Space LCS-1M  
**ACTIVITY:** The retail sale of grilled steak and chicken sandwiches, salads and breakfast menu items  
**ACTION REQUESTED:** Approval of terms  
**TERM:** Ten years  
**SPACE:** Approximately 406 sq. ft. of retail space and approximately 120 sq. ft. of storage space  
**COMPENSATION:** Annual Base Rent plus 8% of gross sales over Breakpoint, as follows:

| Year | Annual Base Rent | PSF      | Breakpoint     |
|------|------------------|----------|----------------|
| 1    | \$175,000.00     | \$431.03 | \$2,187,500.00 |
| 2    | \$180,250.00     | \$443.97 | \$2,253,125.00 |
| 3    | \$185,657.50     | \$457.28 | \$2,320,719.00 |
| 4    | \$191,227.23     | \$471.00 | \$2,390,340.00 |
| 5    | \$196,964.04     | \$485.13 | \$2,462,051.00 |
| 6    | \$202,872.96     | \$499.69 | \$2,535,912.00 |
| 7    | \$208,959.15     | \$514.68 | \$2,611,989.00 |
| 8    | \$215,227.93     | \$530.12 | \$2,690,349.00 |
| 9    | \$221,684.76     | \$546.02 | \$2,771,060.00 |
| 10   | \$228,335.31     | \$562.40 | \$2,854,191.00 |

**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:** \$12.00 per sq. ft. per year increasing annually by 5%  
**COMMON AREA MAINTENANCE:** Estimated at \$86.00 per sq. ft. per year  
**SECURITY:** Three months minimum rent, plus personal guaranties of David and William Kassling (limited to six months rent after vacating of premises)  
**INSURANCE:** Standard  
**CONSTRUCTION PERIOD:** Sixty days



# Staff Summary

## FINANCE COMMITTEE MEETING

Tri Tip City LLC d/b/a Tri Tip Grill (Cont'd)

### COMMENTS:

In response to an MTA Request for Proposals ("RFP") for Retail Space LC-25, Grand Central Terminal, proposals were received from Tri Tip Grill, Central Station Groceries Corp. d/b/a Central Market Grill, LQQM U.S. Company Inc. d/b/a Kung Fu Bing, and Prime Time Cappuccino.

The RFP mandated that proposals provide for the retail sale of high-quality fresh and grilled sandwiches that will complement the quality and unique nature of the Dining Concourse at Grand Central Terminal. New York City-based operators were identified in the RFP as a preference and proposals from national chains were prohibited.

Pursuant to the Guidelines for Selection of Tenants for Grand Central Terminal approved by the MTA Board in November 2009 (the "Guidelines"), Williams Jackson Ewing and Jones Lang LaSalle undertook independent technical evaluations of the proposals, none of which were regarded as non-conforming. The proposals were then evaluated by the Director of GCT Development taking into account such technical evaluations. The Guidelines set forth two selection criteria. Selection Criterion A, which accounts for 70% of the score, is the evaluator's determination of the direct economic value of a proposal; Selection Criterion B, which accounts for 30% of the score, is the evaluator's determination of the proposal's indirect benefit to the MTA. In addition, the Guidelines incorporate a "rebuttable presumption" that a responsive and responsible proposal that "offers the highest Unadjusted Guaranteed Rent Amount" will best further MTA's economic interests.

Of the four proposers, Tri Tip Grill offered the highest Unadjusted Guaranteed Rent Amount (defined in the Guidelines as the present value of the proposed minimum rent, determined using a discount rate of 6%). This proposed minimum rent exceeded the minimum rent proposed by Central Market Grill, by \$75,428. In addition, it was higher than the estimated fair market rental value of the subject space, as determined by Williams Jackson Ewing prior to the issuance of the RFP.

Tri Tip Grill not only offered the highest minimum rent but also received the highest scoring from the Director of GCT Development on Selection Criterion A and Selection Criterion B. Accordingly, under the Guidelines, a Selection Committee was not necessary, and a staff summary seeking Board authorization to award a lease to Tri Tip Grill was included in the agenda for the June, 2010 Finance Committee meeting.

Shortly before the Finance Committee meeting, the MTA received a written protest from Central Market Grill, the incumbent. The staff summary was pulled from Board consideration pending protest review. The protest was based on the following asserted grounds:

1. Tri Tip Grill should be disqualified as a prohibited national chain.
2. Tri Tip Grill is not a preferred New York City-based operator, unlike Central Market Grill.
3. The percentage rent that Central Market Grill projected was not properly considered, in view of Central Market Grill's record of high revenue generation and sales growth at the Concourse.
4. Central Market Grill's longevity and rent payment history should have resulted in it receiving higher creditworthiness and business plan evaluation grades than those received by Tri Tip Grill.

In accordance with the protest procedure set forth in the RFP, the MTA General Counsel conducted a review of the matter. The protest was denied by written decision dated August 17, 2010, which concluded that the recommendation of the Director of GCT Development to award to Tri Tip Grill over Central Market Grill had a rational basis.

Nonetheless, and although not required by the Guidelines, the Director of Real Estate decided that under the circumstances it would be appropriate to submit the proposals to broader review and evaluation by a Selection Committee that, in addition to the Director of GCT Development, included the Metro-North Director of Business Development and the Director of the Transit Museum.



# Staff Summary

## FINANCE COMMITTEE MEETING

Tri Tip City LLC d/b/a Tri Tip Grill (Cont'd)

### COMMENTS: (Cont'd)

The Selection Committee reviewed and scored all four proposals. Each member of the Selection Committee awarded higher scores to Tri Tip Grill than to Central Market Grill with respect to each of Selection Criterion A and Selection Criterion B. Their collective scoring of the proposals follows (the scores shown in columns B, E and I represent the sums of the scores from the three Selection Committee members divided by 3):

| Scoring                  | A   | B   | C   | D                                       | E   | F   | G  | H                                     | I                                 | J   |
|--------------------------|---|---|---|---|---|---|--|---------------------------------------|-----------------------------------|---|
|                          | Unadjusted<br>Guaranteed<br>Rent<br>Amount* | Guaranteed<br>Rent Adjustment<br>Factor** | Adjusted<br>Guaranteed Rent<br>Amount (A x B) | Unadjusted<br>Percentage<br>Rent Amount | Percentage<br>Rent<br>Adjustment<br>Factor*** | Adjusted<br>Percentage<br>Rent<br>Amount (D<br>x E) | Adjusted<br>Total Rent<br>Amount (C + F) | Selection<br>Criterion A<br>Score**** | Selection<br>Criterion B<br>Score | Total<br>Selection<br>Criterion<br>Score<br>(H + I) |
| Tri Tip Grill            | \$1,455,791                                 | 1   | \$1,455,791                                   | \$ 135,843.27                           | 0   | 0   | \$1,455,791                              | 70                                    | 21.3                              | 91.3  |
| Central Market Grill     | \$1,380,903                                 | 1   | \$1,380,463                                   | \$ 408,912                              | 0   | 0   | \$1,380,903                              | 66.4                                  | 17.3                              | 83.7  |
| Kung Fu Bing             | \$1,114,554                                 | 1   | \$1,114,554                                   | \$ 849                                  | .5  | 424   | \$1,114,979                              | 53.6                                  | 11.0                              | 64.6  |
| Prime Time<br>Cappuccino | \$1,081,446                                 | 1   | \$1,081,446                                   | \$ 0                                    | 0   | 0   | \$1,081,446                              | 52                                    | 7.3                               | 59.3  |

\* Present value, calculated using 6% discount rate

\*\* Guaranteed Rent Adjustment Factor: from 1.00 (no uncertainty about A) to as low as 0.50 (great uncertainty about A); however may be as low as 0.00 per guidelines

\*\*\* Percentage Rent Adjustment Factor: 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)

Tri Tip Grill features sandwiches made from the tri tip cut of the sirloin, a cut that is popular on the west coast. The menu also includes grilled chicken entrees and an array of salads and sides. The Tri Tip Grill concept will represent a new and fresh enterprise in both New York City and Grand Central Terminal and is expected to generate excitement and bring variety to the Terminal's Dining Concourse, create a new customer base and complement other tenants in the Dining Concourse.

Tri Tip Grill, a spinoff of the Buckhorn Restaurant Group, was pioneered by Dave Kassling, who currently operates a Tri Tip Grill at Rockefeller Center. Although the Buckhorn Restaurant Group is California-based and operates six Buckhorn restaurants in California, Mr. Kassling and Tri Tip are based in New York. Jones Lang LaSalle, Williams Jackson Ewing, and the members of the Selection Committee are all in agreement that Tri Tip Grill is not subject to disqualification as a "national chain," having but one location in New York (in Rockefeller Center) with a related company operating seven facilities in California. Unlike the familiar offerings of ubiquitous national chains, the Tri Tip Grill concept can be expected to be received as fresh and new by Grand Central customers.

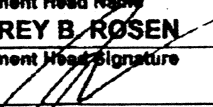
The owner of Rockefeller Center has confirmed that Tri Tip Grill's Rockefeller Center facility has been highly successful relative to expectations and other tenants in the Rockefeller Center dining concourse, and its build-out is of high quality and will be closely replicated in the GCT space. Jones Lang LaSalle and Williams Jackson Ewing have advised, and the members of the Selection Committee agreed, that Tri Tip Grill's business plan is sound and that Tri Tip Grill is as likely as Central Market Grill is to be able to carry the minimum rent that it has promised to pay.

Central Market Grill has experienced impressive sales growth during the time that it has been in operation at Grand Central Terminal. But Jones Lang LaSalle and Williams Jackson Ewing have advised, and the members of the Selection Committee agreed, that Central Market Grill is nonetheless highly unlikely to achieve gross sales that would result in material percentage rent being paid to the MTA, given the high breakpoint that it has proposed, and, as noted above, Central Market Grill offered a lower minimum rent than was proposed by Tri Tip Grill.

Based on the foregoing, MTA Real Estate requests authorization to enter into a lease with Tri Tip Grill on the above-described terms and conditions.


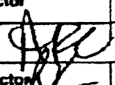
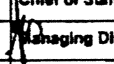


# Staff Summary

|   |
|---|
| <b>Subject</b><br><b>LICENSE AGREEMENT</b>  |
| <b>Department</b><br><b>REAL ESTATE</b>   |
| <b>Department Head Name</b><br><b>JEFFREY B. ROSEN</b>  |
| <b>Department Head Signature</b><br> |
| <b>Project Manager Name</b><br><b>JOHN COYNE</b>  |

|  |
|--|
| <b>Date</b><br><b>SEPTEMBER 27, 2010</b> |
| <b>Vendor Name</b>                       |
| <b>Contract Number</b>                   |
| <b>Contract Manager Name</b>             |
| <b>Table of Contents Ref #</b>           |

| Board Action |                   |           |          |      |       |
|--------------|-------------------|-----------|----------|------|-------|
| Order        | To                | Date      | Approval | Info | Other |
| 1            | Finance Committee | 9/27/2010 | X        |      |       |
| 2            | Board             | 9/29/2010 | X        |      |       |
|              |                   |           |          |      |       |
|              |                   |           |          |      |       |

| Internal Approvals |  |       |   |
|--------------------|--|-------|---|
| Order              | Approval   | Order | Approval  |
|                    | Executive Director   | 1     | Legal  |
| 3                  | Chief of Staff    |       |   |
| 2                  | Managing Director  |       |   |
|                    | Civil Rights   |       |   |

## Narrative

**AGENCY:** MTA Long Island Rail Road ("LIRR")  
**LICENSEE:** New York City Transit ("NYCT")  
**LOCATION:** 1941 Broadway, Brooklyn, New York, Kings County Block 3472, Lot 1  
**ACTIVITY:** Parking for NYCT maintenance trucks  
**ACTION REQUESTED:** Approval of terms  
**TERM:** Ten years  
**SPACE:** Approximately 5,250 square feet  
**COMPENSATION:** One dollar, payment waived  
**COMMENTS:**

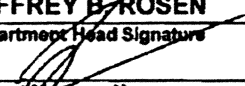
MTA Real Estate received a request from the Maintenance of Way division of NYCT to arrange for use by NYCT to park NYCT maintenance trucks on a vacant parcel of LIRR-owned land at 1941 Broadway in Brooklyn. The NYCT East New York Maintenance Shop operates fifteen maintenance trucks that are currently parked at various locations in East New York, including on the street and at nearby stations. The LIRR property at 1941 Broadway is located half a block from the NYCT East New York Maintenance Shop and is large enough to house all fifteen maintenance trucks in one secure location. NYCT has agreed to make certain improvements as a condition of its use.

Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement between the LIRR and NYCT on the above-described terms and conditions.




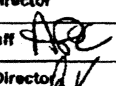
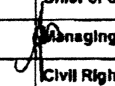


# Staff Summary

|   |
|---|
| <b>Subject</b><br><b>LICENSE AGREEMENT</b>  |
| <b>Department</b><br><b>REAL ESTATE</b>   |
| <b>Department Head Name</b><br><b>JEFFREY B. ROSEN</b>  |
| <b>Department Head Signature</b><br> |
| <b>Project Manager Name</b><br><b>ROBERT GOLDBERG</b>   |

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|--|
| <b>Date</b><br><b>SEPTEMBER 27, 2010</b> |
| <b>Vendor Name</b>                       |
| <b>Contract Number</b>                   |
| <b>Contract Manager Name</b>             |
| <b>Table of Contents Ref #</b>           |

| Board Action |                   |           |          |      |       |
|--------------|-------------------|-----------|----------|------|-------|
| Order        | To                | Date      | Approval | Info | Other |
| 1            | Finance Committee | 9/27/2010 | X        |      |       |
| 2            | Board             | 9/29/2010 | X        |      |       |
|              |                   |           |          |      |       |
|              |                   |           |          |      |       |

| Internal Approvals |   |       |   |
|--------------------|---|-------|---|
| Order              | Approval  | Order | Approval  |
|                    | Executive Director  | 1     | Legal  |
| 3                  | Chief of Staff    |       |   |
| 2                  | Managing Director  |       |   |
|                    | Civil Rights  |       |   |

## Narrative

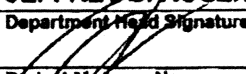
**AGENCY:** MTA Long Island Rail Road ("LIRR")  
**LICENSEE:** Village of Lindenhurst  
**LOCATION:** Lindenhurst Station, Lindenhurst, New York  
**ACTIVITY:** Commuter parking with a visitor's center and police substation  
**ACTION REQUESTED:** Approval of terms  
**TERM:** Ten years, subject to termination on 60 days notice  
**SPACE:** Approximately 181,476 sq. ft.  
**COMPENSATION:** One dollar, payment waived  
**COMMENTS:**

Since December 1982, the Village of Lindenhurst has maintained and operated the subject commuter parking facility, pursuant to a license from LIRR. To better serve the community, the Village now proposes to construct on a portion of the site a one-story building containing a visitor's center of approximately 681 square feet, with public restrooms and a police substation. No parking spaces will be displaced in the process. The Village will be fully responsible for all maintenance costs and will continue its policy of charging nominal parking fees to offset expenses. If that policy should change, the Village has agreed to compensate the LIRR. The LIRR supports the use of the property by the Village for the stated public purpose.

Based on the foregoing, MTA Real Estate requests authorization to enter into a new license agreement with the Village of Lindenhurst on the above-described terms and conditions.

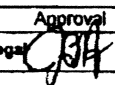




# Staff Summary

|                           |   |
|---------------------------|---|
| Subject                   | <b>LICENSE AGREEMENT</b>  |
| Department                | <b>REAL ESTATE</b>  |
| Department Head Name      | <b>JEFFREY B. ROSEN</b>   |
| Department Head Signature |  |
| Project Manager Name      | <b>ROBERT GOLDBERG</b>  |

|                         |                           |
|-------------------------|---------------------------|
| Date                    | <b>SEPTEMBER 27, 2010</b> |
| Vendor Name             |                           |
| Contract Number         |                           |
| Contract Manager Name   |                           |
| Table of Contents Ref # |                           |

| Board Action |                   |           |          |      |       |
|--------------|-------------------|-----------|----------|------|-------|
| Order        | To                | Date      | Approval | Info | Other |
| 1            | Finance Committee | 9/27/2010 | X        |      |       |
| 2            | Board             | 9/29/2010 | X        |      |       |
|              |                   |           |          |      |       |
|              |                   |           |          |      |       |

| Internal Approvals |  |       |   |
|--------------------|--|-------|---|
| Order              | Approval   | Order | Approval  |
|                    | Executive Director   | 1     | Legal  |
| 3                  | Chief of Staff    |       |   |
| 2                  | Managing Director  |       |   |
|                    | Civil Rights   |       |   |

|   |   |
|---|---|
| <b>Narrative</b>  |   |
| AGENCY:   | MTA Long Island Rail Road ("LIRR")          |
| LICENSEE:   | Ron-Tom Food Services, Inc. ("Ron-Tom")     |
| LOCATION:   | Jamaica Station Building, Jamaica, New York |
| ACTIVITY:   | Fourth floor cafeteria for LIRR employees   |
| ACTION REQUESTED:   | Approval of terms                           |
| TERM:   | 10/1/2010 – 8/31/2011                       |
| SPACE:  | Approximately 672 square feet               |
| COMPENSATION:   | \$720 per month                             |
| <b>COMMENTS:</b>  |   |
| <p>Ron-Tom, which operates the employee cafeteria at Jamaica Station under a month-to-month lease pursuant to which it pays rent of \$960 per month, recently served notice that it would cease operations effective September 30, 2010. Thomas Nash, owner, stated that he is operating the facility at a net financial loss. Pursuant to the terms of his agreement, he has the right to terminate operations as long as he provides 30-day notice.</p> <p>Jamaica Station is the work location for approximately 130 LIRR employees, and approximately 500 additional LIRR staff work in other buildings in the Jamaica area. Moreover, Mr. Nash's cafeteria caters not only to employees who have fixed work locations in the area, but also to MTA Police personnel, LIRR train crews who begin and end their assignments in Jamaica and other visitors to LIRR headquarters. LIRR believes that maintaining a convenient on-site employee cafeteria in Jamaica contributes to employee productivity. As such, the LIRR wishes to ensure that the facility remains in operation.</p> <p>There are currently two LIRR cafeteria facilities, the aforementioned operation at Jamaica Station and another, larger operation at Hillside Maintenance Complex. Both are operated by Ron-Tom Services. The separate agreement to operate the Hillside cafeteria expires in August 2011. In the interest of generating the maximum revenue possible from the LIRR's cafeteria facilities, the LIRR has decided to offer the operation of both locations publicly as one package through a competitive request for proposals. The vendor selected will be required to operate both facilities coterminously.</p> |   |



## Staff Summary

### FINANCE COMMITTEE MEETING

Ron-Tom Food Services, Inc (Cont'd)

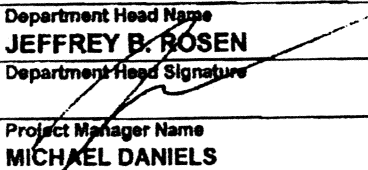
#### COMMENT:

In the interim, the LIRR proposes to enter into a new agreement with Ron-Tom Food Services whereby Ron-Tom will be required to continue to operate the Jamaica cafeteria through August 2011. In exchange for Ron-Tom's commitment to remain open, the LIRR proposes to reduce the monthly compensation it receives from Ron-Tom by 25% to \$720.

Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement with Ron-Tom on the above-described terms and conditions.



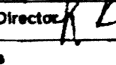


# Staff Summary

|   |
|---|
| <b>Subject</b><br><b>LEASE AGREEMENT</b>  |
| <b>Department</b><br><b>REAL ESTATE</b>   |
| <b>Department Head Name</b><br><b>JEFFREY B. ROSEN</b>  |
| <b>Department Head Signature</b><br> |
| <b>Project Manager Name</b><br><b>MICHAEL DANIELS</b>   |

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| <b>Date</b><br><b>SEPTEMBER 27, 2010</b> |
| <b>Vendor Name</b>                       |
| <b>Contract Number</b>                   |
| <b>Contract Manager Name</b>             |
| <b>Table of Contents Ref #</b>           |

| Board Action |                   |           |          |      |       |
|--------------|-------------------|-----------|----------|------|-------|
| Order        | To                | Date      | Approval | Info | Other |
| 1            | Finance Committee | 9/27/2010 | X        |      |       |
| 2            | Board             | 9/29/2010 | X        |      |       |
|              |                   |           |          |      |       |
|              |                   |           |          |      |       |

| Internal Approvals |  |       |   |
|--------------------|--|-------|---|
| Order              | Approval   | Order | Approval  |
|                    | Executive Director   | 1     | Legal  |
| 3                  | Chief of Staff     |       |   |
| 2                  | Managing Director  |       |   |
|                    | Civil Rights   |       |   |

|                                |   |
|--------------------------------|---|
| <b>Narrative</b>               |   |
| <b>AGENCY/TENANT:</b>          | MTA Long Island Rail Road ("LIRR")  |
| <b>ACTIVITY:</b>               | Office space for Employee Assistance Program ("EAP")  |
| <b>LANDLORDS:</b>              | Khalhal Realty  |
| <b>LOCATION:</b>               | 300 Old Country Road, Mineola, NY   |
| <b>ACTION REQUESTED:</b>       | Approval of terms   |
| <b>SPACE:</b>                  | Approximately 1,800 rentable sq. ft. on first floor   |
| <b>TERM:</b>                   | Seven years, to commence on possession  |
| <b>POSSESSION:</b>             | On delivery of the space with Landlord's Work substantially complete  |
| <b>RENT COMMENCEMENT:</b>      | Two months from possession  |
| <b>BASE RENT:</b>              | \$30,150.00 per annum (\$16.75 per sq.ft.)  |
| <b>REAL PROPERTY TAXES:</b>    | Landlord at its sole cost and expense (approx. \$10,000.00) will subdivide an existing condominium unit and apply for designation of a separate tax lot coinciding with the space to be leased to LIRR. The MTA will assert its tax exemption as soon thereafter as possible. In the meanwhile, provided Landlord acts diligently, LIRR will be responsible for reimbursing the Landlord for any taxes attributable to the subject condominium unit, currently approximately \$14,800.00 (\$8.25 per sq.ft.) per annum. |
| <b>ANNUAL RENT ESCALATION:</b> | Two and one half percent per annum  |
| <b>RENEWAL OPTION:</b>         | Six years with 180 days prior written notice. Upon option execution, Landlord will re-paint, re-carpet and re-tile, to the extent needed.   |
| <b>TERMINATION OPTION:</b>     | None  |
| <b>UTILITIES:</b>              | Landlord to install direct electric and water meter at tenant's expense, to be refunded upon exercise of renewal option.  |
| <b>SERVICES:</b>               | Landlord will provide cleaning pursuant to agreed-upon specifications.  |
| <b>PARKING:</b>                | Free access to non-restricted open parking spaces.  |



## Staff Summary

### FINANCE COMMITTEE MEETING

#### Khalhal Realty (Cont'd)

|                          |  |
|--------------------------|--|
| LANDLORD'S WORK:         | Landlord will at its own cost provide a turn-key initial fit-out (valued at approximately \$45,000.00/\$25.00 rsf), based on the Tenant's preliminary plans and specifications.  |
| MAINTENANCE AND REPAIRS: | Tenant will be responsible for all non-structural repairs within the leased space. Maintenance and repairs of building common areas, HVAC system, building systems and all structural components of the building will be the condominium association's responsibility. |
| SECURITY DEPOSIT:        | None   |

#### COMMENTS:

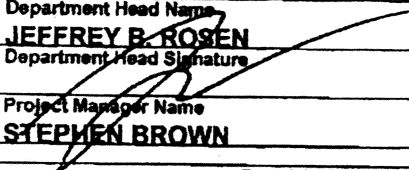
The EAP provides counseling-related services to LIRR employees with respect to substance abuse, stress, financial and marital problems, etc. It has been occupying space at 173 Mineola Boulevard since 1997 under a lease that is currently month-to-month. For reasons relating to confidentiality, the EAP needs to be physically removed from other LIRR operations.

While LIRR indicated a desire to leave the EAP at its existing location, site visits were conducted at several locations in an effort to reduce costs. Evaluations based on cost, operational needs and space configuration yielded a short list consisting of three buildings: 300 Old Country Road, 173 Mineola Boulevard and 169 Mineola Boulevard. The 173 and 169 Mineola Boulevard landlords were both asking \$26.00 per sq. ft. with a three percent annual increases. Only 300 Old Country Road was able to offer condominium space. By occupying an entire tax lot, the MTA can take advantage of its tax exempt status and thereby significantly lower its occupancy costs. The LIRR will save approximately \$18,000.00 per year by moving the EAP to 300 Old Country Road rather than leaving it at 173 Mineola Boulevard.

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






# Staff Summary

|                           |   |
|---------------------------|---|
| Subject                   | <b>LICENSE AGREEMENT</b>  |
| Department                | <b>REAL ESTATE</b>  |
| Department Head Name      | <b>JEFFREY B. ROSEN</b>   |
| Department Head Signature |  |
| Project Manager Name      | <b>STEPHEN BROWN</b>  |

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|-------------------------|---------------------------|
| Date                    | <b>SEPTEMBER 27, 2010</b> |
| Vendor Name             |                           |
| Contract Number         |                           |
| Contract Manager Name   |                           |
| Table of Contents Ref # |                           |

| Board Action |                   |           |          |      |       |
|--------------|-------------------|-----------|----------|------|-------|
| Order        | To                | Date      | Approval | Info | Other |
| 1            | Finance Committee | 9/27/2010 | X        |      |       |
| 2            | Board             | 9/29/2010 | X        |      |       |
|              |                   |           |          |      |       |
|              |                   |           |          |      |       |

| Internal Approvals |   |       |   |
|--------------------|---|-------|---|
| Order              | Approval  | Order | Approval  |
|                    | Executive Director  | 1     | Legal  |
| 3                  | Chief of Staff   |       |   |
| 2                  | Managing Director  |       |   |
|                    | Civil Rights  |       |   |

**Narrative**  
**AGENCY:** MTA Long Island Rail Road ("LIRR")  
**LICENSEE:** Prestone Press, LLC ("Prestone")  
**LOCATION:** LIRR former Degnon Terminal siding adjacent to 47-50 30<sup>th</sup> Street in Long Island City  
**ACTIVITY:** Prestone employee and visitor parking  
**ACTION REQUESTED:** Approval of terms, subject to termination on 60 days notice  
**TERM:** Ten years  
**SPACE:** Approximately 2,500 square feet  
**COMPENSATION:**

| Year | Annual Base Compensation | Monthly Compensation | Per Square Foot | Annual Escalation |
|------|--------------------------|----------------------|-----------------|-------------------|
| 1    | \$4,800.00               | \$400.00             | \$1.92          |                   |
| 2    | \$4,944.00               | \$412.00             | \$1.98          | 3%                |
| 3    | \$5,092.32               | \$424.36             | \$2.04          | 3%                |
| 4    | \$5,245.09               | \$437.09             | \$2.10          | 3%                |
| 5    | \$5,402.44               | \$450.20             | \$2.16          | 3%                |
| 6    | \$5,942.69               | \$495.22             | \$2.38          | 10%               |
| 7    | \$6,120.97               | \$510.08             | \$2.45          | 3%                |
| 8    | \$6,304.60               | \$525.38             | \$2.52          | 3%                |
| 9    | \$6,493.73               | \$541.14             | \$2.60          | 3%                |
| 10   | \$6,688.55               | \$557.38             | \$2.68          | 3%                |

## COMMENTS:

MTA Real Estate has received a proposal from Prestone to license LIRR property for employee and visitor parking for its commercial printing business in Long Island City. The Prestone facility fronts a non-operational LIRR siding, which runs along 29<sup>th</sup> Street between 47<sup>th</sup> Avenue and Hunters Point Avenue.

Prestone will clean and grade the licensed area, will install lighting and fencing and will be responsible for maintenance of the licensed area and its improvements. Licensing the area to Prestone will secure the site at no cost to the LIRR and curtail unauthorized parking, abandonment of vehicles and dumping of trash and debris, which has been a recurring problem at is location.



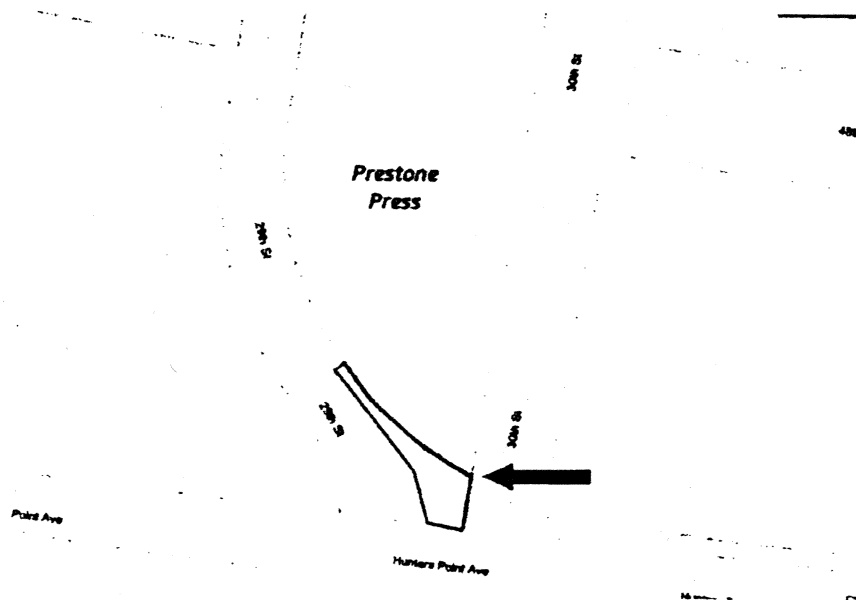
## Staff Summary

### FINANCE COMMITTEE MEETING Prestone Press, LLC (Cont'd)

#### COMMENTS: (Cont'd)

LIRR has no objection to the proposed use of the property and has already approved the design and installation of the improvements.

Based on the forgoing, MTA Real Estate requests authorization to enter into a license agreement with Prestone on the above-described terms and conditions.





# Staff Summary



Metropolitan Transportation Authority

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| <b>Subject</b><br><b>RELEASE OF USE AND OCCUPANCY RIGHTS</b> |
| <b>Department</b><br><b>REAL ESTATE</b>                      |
| <b>Department Head Name</b><br><b>JEFFREY B. ROSEN</b>       |
| <b>Department Head Signature</b><br>                         |
| <b>Project Manager Name</b><br><b>DAVID BOSCH</b>            |

|  |
|--|
| <b>Date</b><br><b>SEPTEMBER 27, 2010</b> |
| <b>Vendor Name</b>                       |
| <b>Contract Number</b>                   |
| <b>Contract Manager Name</b>             |
| <b>Table of Contents Ref #</b>           |

| Board Action |                   |           |          |      |       |
|--------------|-------------------|-----------|----------|------|-------|
| Order        | To                | Date      | Approval | Info | Other |
| 1            | Finance Committee | 9/27/2010 | X        |      |       |
| 2            | Board             | 9/29/2010 | X        |      |       |
|              |                   |           |          |      |       |
|              |                   |           |          |      |       |

| Internal Approvals |                    |       |          |
|--------------------|--------------------|-------|----------|
| Order              | Approval           | Order | Approval |
|                    | Executive Director | 1     | Legal    |
| 3                  | Chief of Staff     |       |          |
| 2                  | Managing Director  |       |          |
|                    | Civil Rights       |       |          |

## Narrative

**AGENCY:** MTA Bridges & Tunnels ("B&T")  
**LOCATION:** Manhattan Block 17, Lot 118  
**ACTIVITY:** Release of use and occupancy rights  
**ACTION REQUESTED:** Approval of terms  
**TERM:** Permanent  
**SPACE:** Approximately 120 square feet (approximately 8' x 180')  
**COMPENSATION:** \$287,500

## COMMENTS:

The property to which this staff summary relates (the "Property") is a narrow strip of land that is 8 inches wide by 180 feet long, contains approximately 120 square feet of surface area and is located along the northern edge of Joseph P. Ward Street, several feet north of the northern wall of the western portion of B&T's Battery Parking Garage. (All but a narrow strip of Joseph P. Ward Street runs under the northern edge of the Battery Parking Garage). The Property, formerly owned by the City, was recently conveyed by the City to West Street Equities, the proposed developer of the Property and West Street Equities' adjacent lot to the north of the Property (the "Adjacent Lot").

In 1947, the City granted use and occupancy rights in the Property to B&T's predecessor in connection with the construction and operation of the Brooklyn Battery Tunnel ("BBT") and its approaches. Presumably, such grant was made to prevent curb cuts into the Manhattan exit plaza of the BBT from the Adjacent Lot, ensuring that traffic exiting the BBT would not be impeded by vehicular traffic generated by the Adjacent Lot.

West Street Equities plans to develop a 62-story multi-use building on the Adjacent Lot (Block 17, Lot 18), which it owns in fee. The Property runs through an area immediately north of the Battery Parking Garage that West Street Equities will turn into a public plaza in accordance with a 2008 zoning lot development agreement with the City.



## Staff Summary



Metropolitan Transportation Authority

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### FINANCE COMMITTEE MEETING

#### RELEASE OF USE AND OCCUPANCY RIGHTS (Cont'd)

##### COMMENTS: (Cont'd)

The plaza will greatly improve access for pedestrians between West Street and Washington Street. Simultaneously with B&T's release of its right to use and occupy the Property, West Street Equities will execute a declaration of restrictive covenant for B&T's benefit that will prohibit vehicular access between Joseph P. Ward Street and the Adjacent Lot. Such declaration will provide B&T with the same protection it currently receives from its use and occupancy rights in the Property.

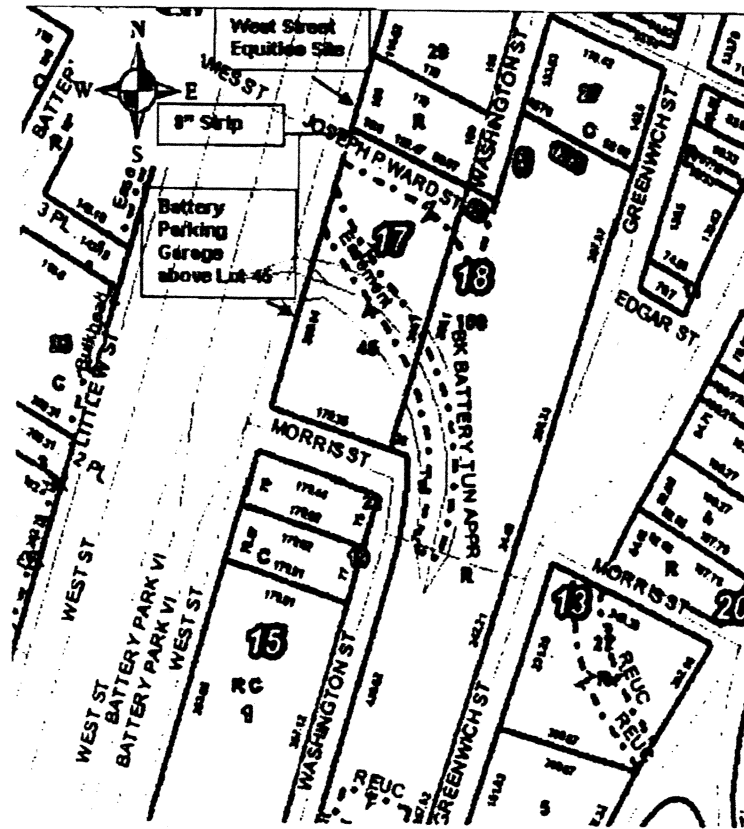
Since B&T's use and occupancy rights constitute a real property interest, an appraisal is required pursuant to the Public Authorities Law. In 2007, the City conducted an appraisal that estimated the fair market value of the fee interest in the Property at \$575,000. This valuation was based on the zoning floor area attributable to the Property (2,160 square feet based on the applicable floor area ratio) and the Property's highest and best use as part of a mixed retail and residential development. As fee owner of the Property, the City arranged to obtain the full appraised value from West Street Equities and entered into negotiations with the MTA to acquire a release of B&T's use and occupancy rights. Subject to Board approval, it was agreed that the City would pay B&T 50% of the fee value, or \$287,500, for such release. Given that B&T's interest is merely an encumbrance on the City's interest in the Property and could not be monetized except by means of such tri-party transaction, and given that property values have declined dramatically since 2007, MTA Real Estate believes that the fair market value of B&T's interest in the Property does not exceed such \$287,500 amount.

Section 2897(c) (v) of the Public Authorities Law permits dispositions without publicly advertising for bids if the purpose of the transfer is within the purpose, mission or governing statute of B&T. In this case, Section 553.4-a(b) of the Public Authorities Law (part of B&T's enabling statute) provides that whenever real property is determined by B&T to be unnecessary for its corporate purpose, B&T may sell and convey such property and apply the proceeds of any such sale to B&T's corporate purposes. Obviously, advertising for bids would not have furthered such purpose, as the Property has utility only when combined with the Adjacent Lot. Nonetheless, as required by the Public Authorities Law, an explanatory statement with respect to the proposed transaction will be provided to the New York State comptroller, director of the budget, commissioner of general services and legislature at least 90 days prior to the transaction being consummated.

Based on the foregoing, MTA Real Estate requests authorization to release the B&T's interest in the Property on the above-described terms and conditions.



# Staff Summary





# Staff Summary



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| <b>Subject</b><br><b>LEASE</b>                         |
| <b>Department</b><br><b>REAL ESTATE</b>                |
| <b>Department Head Name</b><br><b>JEFFREY B. ROSEN</b> |
| <b>Department Head Signature</b><br>                   |
| <b>Project Manager Name</b><br><b>ANDREW GREENBERG</b> |

|  |
|--|
| <b>Date</b><br><b>SEPTEMBER 27, 2010</b> |
| <b>Vendor Name</b>                       |
| <b>Contract Number</b>                   |
| <b>Contract Manager Name</b>             |
| <b>Table of Contents Ref #</b>           |

| Board Action |                   |         |          |      |       |
|--------------|-------------------|---------|----------|------|-------|
| Order        | To                | Date    | Approval | Info | Other |
| 1            | Finance Committee | 9/27/10 | X        |      |       |
| 2            | Board             | 9/29/10 | X        |      |       |
|              |                   |         |          |      |       |
|              |                   |         |          |      |       |

| Internal Approvals |                    |       |          |
|--------------------|--------------------|-------|----------|
| Order              | Approval           | Order | Approval |
|                    | Executive Director | 1     | Legal    |
| 3                  | Chief of Staff     |       |          |
| 2                  | Managing Director  |       |          |
|                    | Civil Rights       |       |          |

| <b>Narrative</b>            |   |                  |           |                  |              |              |         |
|-----------------------------|---|------------------|-----------|------------------|--------------|--------------|---------|
| <b>AGENCY/TENANT:</b>       | Metropolitan Transportation Authority ("MTA")   |                  |           |                  |              |              |         |
| <b>LANDLORD:</b>            | 333 West 34 SLG Owner LLC (SL Green, principal)   |                  |           |                  |              |              |         |
| <b>LOCATION:</b>            | 333 West 34 <sup>th</sup> Street, New York, New York  |                  |           |                  |              |              |         |
| <b>ACTIVITY:</b>            | Office space for MTA Capital Construction Company ("MTACC"), to house construction management field office for 7 line extension project   |                  |           |                  |              |              |         |
| <b>ACTION REQUESTED:</b>    | Approval of terms   |                  |           |                  |              |              |         |
| <b>SPACE:</b>               | Approximately 17,503 rentable sq. ft. ("rsf") / approximately 12,198 usable sq. ft. ("usf") of office space comprising part of the 5 <sup>th</sup> floor  |                  |           |                  |              |              |         |
| <b>POSSESSION:</b>          | On delivery of the space with Landlord's Work (see below), to be substantially complete no later than January 1, 2011   |                  |           |                  |              |              |         |
| <b>RENT COMMENCEMENT:</b>   | One month from possession   |                  |           |                  |              |              |         |
| <b>TERM:</b>                | To commence on possession and expire January 31, 2015   |                  |           |                  |              |              |         |
| <b>BASE RENT:</b>           | Tenant responsible for fixed annual Net Rent, payable as follows:   |                  |           |                  |              |              |         |
|                             | <table border="1"> <tr> <th>Gross Base Rent</th> <th>Net Rent*</th> <th>Net Rent per rsf</th> </tr> <tr> <td>\$545,918.57</td> <td>\$452,277.52</td> <td>\$25.84</td> </tr> </table>  | Gross Base Rent  | Net Rent* | Net Rent per rsf | \$545,918.57 | \$452,277.52 | \$25.84 |
| Gross Base Rent             | Net Rent*   | Net Rent per rsf |           |                  |              |              |         |
| \$545,918.57                | \$452,277.52  | \$25.84          |           |                  |              |              |         |
|                             | * Landlord will create a separate condominium unit and tax lot coinciding with the space to be leased to MTA. The foregoing Net Rent amounts were derived by subtracting the current taxes (\$5.25 per rsf) from the Gross Base Rent. Such amounts will be subject to a one-time adjustment to reflect the City of New York's final assessment for its fiscal year 2010/2011. |                  |           |                  |              |              |         |
| <b>REAL PROPERTY TAXES:</b> | Tenant will not be responsible for any tax payments until the condominium unit is created, at which point it will become responsible for reimbursing the Landlord for 100% of any taxes attributable to the condominium unit. It is anticipated that the MTA will exercise its tax exemption at that time, or as soon thereafter as possible.                                 |                  |           |                  |              |              |         |



## Staff Summary

### CAPITAL CONSTRUCTION/PLANNING/REAL ESTATE COMMITTEE MEETING 333 West 34 SLG Owner LLC (Cont'd)

|                               |  |
|-------------------------------|--|
| OPERATING EXPENSE ESCALATION: | Tenant to pay its proportionate share of increases in operating expenses over a 2011 base calendar year  |
| RENEWAL OPTION:               | One 6-month extension option at fair market rent (net of real property taxes)  |
| UTILITIES:                    | Tenant will be responsible for the cost of electricity via submeter, at Landlord's actual cost with no mark-up. All other utilities are included in base rent.   |
| SERVICES:                     | Cleaning, HVAC service, building security and building messenger center will be provided by Landlord and included in base rent. Landlord will provide access to its emergency generator in consideration of Tenant paying Tenant's proportionate share of associated actual costs and expenses. Supplemental air-conditioning will be provided at a cost of \$400 per ton per year. If so requested, Landlord will provide up to a maximum of \$55,000 of fixtures, furniture and equipment, to be repaid by Tenant as additional rent over the term at 5% interest. Landlord will also provide, at no additional cost to Tenant, approximately 200 square feet of basement storage space. |
| MAINTENANCE & REPAIR:         | Maintenance and repair of building common areas, common building systems and all structural components of the building will be performed by Landlord and included in base rent. Tenant will be responsible for all non-structural repairs within the leased space.   |
| LANDLORD'S WORK:              | The space is already built-out. Landlord will make certain agreed upon modifications at its own cost.  |
| SECURITY DEPOSIT:             | None   |

#### COMMENTS:

MTACC requires a field office to house approximately 84 MTACC and MTACC consultant employees engaged in the management of the #7 line extension project (the "Project"). This office needs to be in close proximity to the Project site and possession is required by 1/1/11. It is expected that 90% occupancy will be achieved on possession and the remainder will be occupied by the end of the first quarter of 2011. Hudson Yards Development Corporation is providing the funding for the construction and administration of the Project, including the rent under the proposed lease.

Historically, MTACC construction contracts have typically required contractors to provide space in their field offices for MTACC and MTACC consultant personnel; and space for such personnel is included in the field office for the first phase of the Project, located at 21 Penn Plaza, which is being provided by the phase 1 contractor at such contractor's cost pursuant to a lease in the phase 1 contractor's name that commenced in 2007 and is scheduled to expire in 2012. However, as the next phase of the Project will be undertaken pursuant to multiple construction contracts, MTACC determined that it would be most efficient and cost effective to manage such contracts from one centralized field office and thereby eliminate redundancies and avoid contractor mark-ups.

To accommodate MTACC's short time frame for possession, search criteria included an open space layout containing an existing fit-out that could largely be re-used, thereby avoiding the cost and time required for extensive alterations and/or furniture procurements.

Site visits were conducted at eleven potential locations. Evaluations based on operational needs, cost and space configurations yielded a short list consisting of three buildings: (a) 21 Penn Plaza; (b) 450 West 33<sup>rd</sup> Street; and (c) 333 West 34<sup>th</sup> Street. However, shortly after the site tour, the owners of 21 Penn Plaza decided to enter into a lease with another tenant; and the owner of 450 West 33<sup>rd</sup> Street expressed concerns regarding whether it could meet our timeline and were uncertain of the extent to which it could fund needed improvements. Thus, 333 West 34<sup>th</sup> Street became the only viable alternative, although it required MTACC to squeeze into approximately 10% less square footage than had been programmed.



## Staff Summary

### **CAPITAL CONSTRUCTION/PLANNING/REAL ESTATE COMMITTEE MEETING**

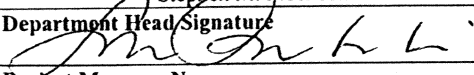
#### **333 West 34 SLG Owner LLC (Cont'd)**

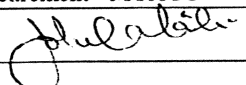

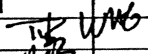

#### **COMMENT: (Cont'd)**

333 West 34<sup>th</sup> Street already houses the MTA Business Services Center, and it will therefore be possible to document the lease quickly and inexpensively through a modification of the BSC lease and to achieve economies by sharing certain BSC infrastructure. And, of the aforementioned prospective landlords, only the owner of 333 West 34<sup>th</sup> Street was able and willing to create a separate condominium unit to lease to the MTA, which will allow the MTA to take advantage of its tax exempt status and thereby significantly lower its occupancy costs. All costs of creating the condominium unit are to be included in the base rent. Accordingly, the rent at 333 West 34<sup>th</sup> Street will be only \$25.84 per rsf (as under the BSC lease), significantly lower than the asking rents at the other properties surveyed.

Based on the foregoing, MTA Real Estate requests authorization to enter into a lease modification agreement with 333 West 34 SLG Owner LLC on the above-described terms and conditions.



|   |           |             |                 |             |              |
|---|-----------|-------------|-----------------|-------------|--------------|
| <b>Subject</b> Request for Authorization to Award Various Procurements  |           |             |                 |             |              |
| <b>Department</b> Materiel Division - NYCT  |           |             |                 |             |              |
| <b>Department Head Name</b> Stephen M. Blochochi  |           |             |                 |             |              |
| <b>Department Head Signature</b>  |           |             |                 |             |              |
| <b>Project Manager Name</b> Rose Davis  |           |             |                 |             |              |
| <b>Board Action</b>   |           |             |                 |             |              |
| <b>Order</b>  | <b>To</b> | <b>Date</b> | <b>Approval</b> | <b>Info</b> | <b>Other</b> |
| 1   | Committee | 9/27/10     |                 |             |              |
| 2   | Board     | 9/29/10     |                 |             |              |
|   |           |             |                 |             |              |
|   |           |             |                 |             |              |

|  |  |   |                      |
|--|--|---|----------------------|
| September 9, 2010  |  |   |                      |
| <b>Department</b> Law and Procurement - MTACC  |  |   |                      |
| <b>Department Head Name</b> Jayne Czik  |  |   |                      |
| <b>Department Head Signature</b>        |  |   |                      |
| <b>Table of Contents Ref #</b>   |  |   |                      |
| <b>Internal Approvals</b>  |  |   |                      |
|  | <b>Approval</b>  |   | <b>Approval</b>      |
|  | President NYCT  |   | President MTACC.     |
|  | Executive VP    | X | Subways              |
| X  | Capital Prog. Management   | X | Buses                |
|  | Law  | X | Off. Of Civil Rights |

| Internal Approvals (cont.) |          |  |       |          |  |       |          |
|----------------------------|----------|--|-------|----------|--|-------|----------|
| Order                      | Approval |  | Order | Approval |  | Order | Approval |
|                            |          |  |       |          |  |       |          |

**PURPOSE:**

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

**DISCUSSION:**

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

| Procurements Requiring Two Thirds Vote:                         |          | # of Actions | \$ Amount |
|---|----------|--------------|-----------|
| Schedule A: Non-Competitive Purchases and Public Work Contracts |          | 1            | \$ 3.0 M  |
| • Albatros North America  | \$ 3.0 M |              |           |
| d/b/a/ SEPSA North America                                      |          |              |           |
| SUBTOTAL  |          | 1            | \$ 3.0 M  |

MTACC proposes to award Non-Competitive procurements in the following categories: NONE



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

Schedules Requiring Majority Vote

|  |          |    |              |
|--|----------|----|--------------|
| Schedule G: Miscellaneous Service Contracts                      | 3        | \$ | 2.4 M        |
| Schedule I: Modifications to Purchase and Public Works Contracts | 1        | \$ | .7 M         |
| <b>SUBTOTAL</b>  | <u>4</u> | \$ | <u>3.1 M</u> |

**MTACC proposes to award Competitive procurements in the following categories:**

Procurements Requiring Two-Thirds Vote:

|   | <u># of Actions</u> | <u>\$ Amount</u> |
|---|---------------------|------------------|
| Schedule B: Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts) | 1                   | \$ TBD M         |
| <b>SUBTOTAL</b>   | <u>1</u>            | \$ <u>TBD M</u>  |

**NYC Transit proposes to award Ratifications in the following categories:**

Schedules Requiring Majority Vote:

|  |          |    |               |
|--|----------|----|---------------|
| Schedule K: Ratification of Completed Procurement Actions: | 2        | \$ | 12.2 M        |
| <b>SUBTOTAL</b>  | <u>2</u> | \$ | <u>12.2 M</u> |

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

|   |           |    |               |
|---|-----------|----|---------------|
| Schedule K: Ratification of Completed Procurement Actions | 3         | \$ | 7.8 M         |
| <b>SUBTOTAL</b>   | <u>3</u>  | \$ | <u>7.8 M</u>  |
| <b>TOTAL</b>  | <u>11</u> | \$ | <u>26.1 M</u> |

**BUDGET IMPACT:** The purchases/contracts will result in obligating NYC Transit and MTA Capital Construction Co. 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.



**SEPTEMBER 2010**

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

**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 Other Non-Competitive.) Note – in the following solicitations, NYC Transit attempted to secure a price reduction. No other substantive negotiations were held except as indicated for individual solicitations.

- |   |                       |                               |
|---|-----------------------|-------------------------------|
| 1. Albatros North America d/b/a/<br>SEPSA North America<br>Sole Source – Three-year omnibus | \$3,000,000.00 (Est.) | <u>Staff Summary Attached</u> |
|---|-----------------------|-------------------------------|

Omnibus approval request for the purchase of inventory and non-inventory subway car low voltage power supply and HVAC inverter parts for NYC Transit subway cars.





SEPTEMBER 2010

LIST OF 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. **Richmond Elevator Co., Inc.** **\$1,838,084 (Est.)**  
**Four Bids/Low Bidder – Three-year contracts**  
**Contract # 08C9850 A, C, D**
2. **Slade Industries, Inc.** **\$477,366 (Est.)**  
**Five Bids/Low Bidder – Three-year contracts**  
**Contract 08C9850 B**

This contract is for the maintenance and repair of elevators at various MTA agency locations. Under the contract, the contractors will provide all work, labor and materials for maintaining and repairing passenger and freight elevators in addition to dumbwaiters throughout the MTA. To the extent possible, the specifications for the participating agencies were consolidated; however each agency still had additional specifications that were unique to their needs. In an effort to foster competition, the price schedule was divided into four classes with an additional discount for award of all classes to a single bidder. Class A is for NYC Transit Department of Buses and MTA Bus; Class B is for MTA Headquarters; Class C is for MTA Bridges & Tunnels and Class D is for NYC Transit Department of Subways.

As a result of NYC Transit's joint agency outreach, multiple MTA agency requirements were incorporated into this solicitation. Contractors were allowed to bid on one or more of the Classes within the Price Schedule. Richmond Elevator submitted the lowest bid for Classes A, C and D, while Slade Industries submitted the lowest bid for Class B. The additional discount offered for award of all classes to a single bidder did not yield the most favorable pricing. Based upon effective price competition, the bid prices from both contractors are considered fair and reasonable.

An analysis comparing prices for the like items in this solicitation with those items on the expiring agency contracts, which represent 78% of the overall price submitted by Richmond Elevator and Slade Industries, shows that the overall price for the like items will increase by 3% when comparing the current expiring agency prices to the prices received for this new 3 year contract. It should be noted that the prices will remain fixed for the three year term of these contracts.



**SEPTEMBER 2010**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**G. Miscellaneous Service Contracts Cont'd**

(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.)

3. **Service Connection, Inc.** **\$80,448.00 (Est.)**  
**Single Bid - Three-year contract**  
**Bid # 77069**

The contractor will provide three years of remedial maintenance of a Shinohara 4-color printing press. The press produces a variety of printed materials for the Department of Corporate Communications, including posters, timetables, brochures and service notices. The press prints two-sided color images simultaneously and dries printed material immediately, enabling print shop staff to complete print jobs without interruption.

The bid price reflects 432 labor hours for remedial maintenance, 72 roundtrip travel calls and \$30,000 for parts replacement (approximately \$10,000 per year with no discount from the manufacturer's list price). Service Connection's original bid was \$84,600 and reflected a 5% increase over the current contract. Procurement requested a price concession from Service Connection, and was successful. Service Connection reduced their labor and travel rates to their current rates. To validate these rates and understand why no other firms bid, Procurement contacted five vendors: two did not return our calls, two do not service this equipment, and one, due to commercial reasons, did not bid. Based on the above, Service Connection's revised bid price of \$80,448 was found to be fair and reasonable.

**I. Modifications to Purchase and Public Work Contracts**

(Staff Summaries required for individual change orders greater than \$250K. Approval without Staff Summary required for change orders greater than 15% of the adjusted contract amount which are also at least \$50K.)

4. **M.A. Angeliades, Inc.** **\$653,607.00** **Staff Summary Attached**  
**Contract # A-35926/42/43.3**

Modification to the contract for the rehabilitation of the Bleecker Street Station, in order to enlarge the existing communication room and furnish and install air conditioning units with the associated control systems.



**SEPTEMBER 2010**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**Procurements Requiring Two-Thirds Vote:**

**B. Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)**  
(Staff Summaries required for items estimated to be greater than \$1M.)

**1. Contractor To Be Determined**

**Staff Summary Attached**

**Contract Term To Be Determined**

**Cost To Be Determined**

**Contract # C-26009**

RFP Authorizing Resolution for track, signal, traction power and communication systems for the construction of Phase I of the Second Avenue Subway, from 106<sup>th</sup> Street to 63<sup>rd</sup> Street.



**SEPTEMBER 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.** **\$1,934,554.00** **Staff Summary Attached**  
**Contract #C-34763.2**  
Modification to the contract for the rehabilitation of the Culver Line Viaduct, in order to install bolted rails in lieu of continuous welded rail.
2. **Parsons Transportation Group** **\$10,275,659.00** **Staff Summary Attached**  
**of New York, Inc.**  
**Contract # CM-1235.10**  
Modification to the consultant contract for design and construction support services for CBTC/AWS for the Second Avenue Subway and Flushing Line, in order exercise the option to provide technical support for the Flushing Line CBTC Signal System Construction Contract.



**SEPTEMBER 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.)

- |   |                              |   |
|---|------------------------------|---|
| <p><b>1. E.E. Cruz and Tully Construction Company, JV, LLC</b><br/> <b>Contract #C-26005.21</b></p>   | <p><b>\$905,000.00</b></p>   | <p><b><u>Staff Summary Attached</u></b></p>   |
| <p>Modification to the contract for civil, structural, and utility relocation for the Second Avenue Subway, 96<sup>th</sup> Street Station construction project, in order to perform ground treatment for the stabilization of three buildings on Second Avenue.</p>  |                              |   |
| <p><b>S3 Tunnel Constructors, JV</b></p>  |                              |   |
| <p><b>2. Contract #C-26002.88</b></p>   | <p><b>\$290,410.00</b></p>   | <p><b><u>Staff Summaries Attached</u></b></p> |
| <p><b>3. Contract #C-26002.103</b></p>  | <p><b>\$6,582,000.00</b></p> | <p>↓<br/>↓</p>                                |
| <p>Modification to the contract for the construction of the Second Avenue Subway Tunnel from 92<sup>nd</sup> to 63<sup>rd</sup> Streets in order to provide 12 exploratory borings south of the Launch Box between 91<sup>st</sup> and 92<sup>nd</sup> Streets and to perform ground freezing operations above the East Tunnel between 90<sup>th</sup> and 91<sup>st</sup> Streets.</p> |                              |   |



## Schedule A: Non-Competitive Purchases and Public Work Contracts

Item Number: 1

|   |  |  |  |
|---|--|--|--|
| <b>Vendor Name (&amp; Location)</b><br><br>Albatros North America d/b/a SEPSA North America<br>(Schenectady, NY)  |  | <b>Contract Number</b><br><br>NONE   | <b>Renewal?</b><br><br><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |
| <b>Description</b><br><br>Purchase of low voltage power supply and HVAC inverter parts  |  | <b>Total Amount:</b> \$3,000,000 (Est.)  |  |
| <b>Contract Term (including Options, if any)</b><br>Three years   |  | <b>Funding Source</b><br><input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a                   |  | <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Division of Materiel, Stephen M. Plochochi   |  |
| <b>Procurement Type</b><br><input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive   |  |  |  |
| <b>Solicitation Type</b><br><input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Omnibus Sole Source Approval |  |  |  |

**Discussion:**

This omnibus approval will cover items identified as obtainable only from Albatros North America d/b/a SEPSA North America (SEPSA) and will eliminate the need to advertise and prepare individual procurement staff summaries for Board approval for each procurement over the \$15,000 small purchase threshold. NYC Transit is not obligated to generate any purchase orders pursuant to an omnibus approval. Approximately 406 items will be covered by this approval, which include low voltage power supply (LVPS) parts and HVAC inverter parts used on NYC Transit subway cars. These items are identified as obtainable only from SEPSA for the following reasons: sole pre-qualified source on the QPL, and not available from any distributors or other sources; publicly advertised within a twelve month period without an acceptable alternate supplier; or proprietary to SEPSA. Each item released from the omnibus approval will be subject to a price analysis and Procurement will determine whether the price offered is fair and reasonable. These items are advertised a minimum of once every twelve months to seek competition. These sole source parts will be purchased on an as-required basis for a three year period. NYC Transit's Department of Car Equipment will utilize these sole-source parts on approximately 3,546 subway cars (315 R62 cars, 824 R62A cars, 425 R68 cars, 200 R68A cars, 752 R46 cars and 1,030 R142 cars) for normal maintenance and Scheduled Maintenance System (SMS) requirements. Long Island Rail Road and Metro North Railroad also purchase material from SEPSA but the material provided to NYC Transit differs from that supplied to the two railroads due to NYC Transit's different power and design requirements. The railroads have a Board-approved five year pricing agreement in place and NYC Transit is in the process of developing a similar three-year agreement which will have the same pricing structure as that contained in the railroads' agreement.

In September 2007, the Board granted the current omnibus approval for \$3,000,000 that is scheduled to expire on September 27, 2010. The estimated amount is based on forecasts and projections for SMS requirements for 2011-2013, as well as usage from the past three years, and it is expected that the amount requested under this omnibus approval will be sufficient to cover the material requirements for the next three years. Procurement performed a price analysis on previously purchased sole-source items that exceeded the \$15,000 threshold. The prices for these items show a weighted average annual price increase of 5.76%. This increase is favorable when compared to the combined affects of PPI and foreign exchange rate on the items purchased over the last three years. The PPI for electric power transmission, control and distribution shows an increase of 4.9% over the last three years. Since these items were manufactured in Spain; a comparative analysis of the foreign exchange rate for EUR/USD was performed. The analysis revealed that during the period these items were purchased, the value of USD showed a weighted average decrease of 14.8% against the EUR, which contributed to the price increases for these items.



# Schedule I: Modifications to Purchase and Public Work Contracts



Item Number: 4

|   |  |
|---|--|
| <b>Vendor Name (&amp; Location)</b><br>M.A. Angeliades, Inc. (Long Island City, NY)   |  |
| <b>Description</b><br>Rehabilitation of the Bleecker Street Station   |  |
| <b>Contract Term (including Options, if any)</b><br>July 31, 2008 – November 30, 2011   |  |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a   |  |
| <b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive  |  |
| <b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification  |  |
| <b>Funding Source</b><br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Capital Program Management, Frederick E. Smith  |  |

| Contract Number   | AWO/Modification # |
|---|--------------------|
| A-35926/42/43   | 3                  |
|   |                    |
| Original Amount:  | \$ 94,444,000      |
| Prior Modifications:  | \$ 692,972         |
| Prior Budgetary Increases:                                      | \$ 0               |
| Current Amount:   | \$ 95,136,972      |
|   |                    |
| This Request:   | \$ 653,607         |
|   |                    |
| % of This Request to Current Amount:                            | 0.7%               |
|   |                    |
| % of Modifications (including This Request) to Original Amount: | 1.4%               |

## Discussion:

This modification is to provide air conditioning and ventilation in the communications room.

This contract is for the rehabilitation of Bleecker Street Station, IRT; to provide free transfer between Broadway-Lafayette Street Station, IND and Bleecker Street Station, IRT; and to make the Bleecker Street/Broadway-Lafayette Street Station complex, in the borough of Manhattan, fully ADA Accessible.

As a separate initiative, NYC Transit has a program underway 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 installed in communication rooms. However, although many of these units have internal cooling systems, both the equipment, and its cooling apparatus 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. NYC Transit 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 the cooling of 37 rooms. In other locations, such as Bleecker Street, where a contractor was already working, the cooling work will be added to the contract by change order.

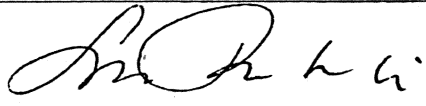
The Bleecker Street Station communication room is not air conditioned. The contract calls only for improved ventilation, by means of the installation of a new exhaust fan and air inlet grill. After contract award, an engineering decision was made that an upgrade of the cooling system was advisable to better accommodate current and anticipated equipment installations.

This modification covers the furnishing and installation of three air conditioning units, as well as exhaust fans and associated electrical, instrumentation and controls, and fiber optic work. The modification also covers the expansion of the communications room itself, to accommodate the cooling equipment; the structural and architectural work required to enlarge the room accounts for less than ten percent of the cost.

The contractor submitted an initial price of \$925,978. NYC Transit's revised estimate was \$638,097. Negotiations resulted in the agreed upon lump sum of \$653,607. The final price is considered fair and reasonable.



# Staff Summary

|   |                    |       |                               |      |       |
|---|--------------------|-------|-------------------------------|------|-------|
| Item Number 1   |                    |       |                               |      |       |
| Division & Division Head Name:<br>Acting VP Materiel, Stephen M. Plochochi        |                    |       |                               |      |       |
|  |                    |       |                               |      |       |
| Board Reviews   |                    |       |                               |      |       |
| Order   | To                 | Date  | Approval                      | Info | Other |
|   |                    |       |                               |      |       |
|   |                    |       |                               |      |       |
|   |                    |       |                               |      |       |
| Internal Approvals  |                    |       |                               |      |       |
| Order   | Approval           | Order | Approval                      |      |       |
| 1 X   | Law                | 5     | MTACC President <i>TC WKB</i> |      |       |
| 2 X   | Budget             | 6     | NYCT Executive VP <i>AB</i>   |      |       |
| 3 X   | Subways            | 7     | NYCT President <i>W</i>       |      |       |
| 4   | Materiel <i>WD</i> |       |                               |      |       |

|   |                            |
|---|----------------------------|
| SUMMARY INFORMATION   |                            |
| Vendor Name<br>RFP Authorizing Resolution   | Contract Number<br>C-26009 |
| Description<br>Track, Signal, Traction Power and Communication Systems for the Construction of the New Second Avenue Subway. Phase I from 63 <sup>rd</sup> Street to 104 <sup>th</sup> Street in the Borough of Manhattan |                            |
| Total Amount<br>TBD   |                            |
| Contract Term (including Options, if any)<br>61 months  |                            |
| 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<br><input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive  |                            |
| Solicitation Type<br><input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:   |                            |
| Funding Source<br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:  |                            |

## PURPOSE/RECOMMENDATION:

To request that the Board adopt a resolution declaring that competitive bidding is impractical or inappropriate, and that, pursuant to Subdivision 9(f) of Section 1209 of the Public Authorities Law, it is in the public interest to issue a competitive Request for Proposal (RFP) for Systems Contract C-26009 consisting of Track, Signal, Traction Power and Communication Systems, for the Construction of the New Second Avenue Subway, Phase I from 63<sup>rd</sup> Street to 104<sup>th</sup> Street in the Borough of Manhattan. This contract will be managed by the MTA Capital Construction Co. (MTACC).

## DISCUSSION:

This is one of the ten contracts that are to be awarded for the construction of Phase I of the Second Avenue Subway Project, which consists of a two-track railroad system from 104<sup>th</sup> Street to 63<sup>rd</sup> Street, new stations at 96<sup>th</sup>, 86<sup>th</sup> and 72<sup>nd</sup> Streets and a rehabilitated Lexington/63<sup>rd</sup> Street Station. Previously awarded contracts included construction of the tunnels from 92<sup>nd</sup> Street to 63<sup>rd</sup> Street using a TBM (Tunnel Boring Machine), heavy civil, structural, and utility relocation work for the 96<sup>th</sup> Street Station, and utility relocation work for the 86<sup>th</sup> Street Station. Award is in progress for the 72<sup>nd</sup> Street Station cavern mining contract.

The scope of work for Contract C-26009 includes the installation of: low-vibration track; aluminum power rail; wayside signaling system with provisions for CBTC (Communications Based Train Control) to overlay the wayside signaling in the future; traction power substation; mechanical and electrical SCADA (Supervisory Control and Data Acquisition); SONET Network; CCTV, public address, customer information, fire alarm, private and public radio systems; and emergency alarm and emergency telephone systems. Much of the work requires not only specific technical expertise but also a highly skilled labor force. A critical part of the scope is the integration of the systems into various existing NYC Transit networks and remote control centers. At the completion of all the work, the Second Avenue Subway is to be commissioned for NYC Transit In-House Pre-Revenue Operation. The contract duration is 61 months.



Many of the system specifications are written in terms of requirements in meeting industry standards, criteria and minimum performance. As such, utilizing the RFP process is the best way to solicit this contract. While cost will remain the most important criteria, given the complex nature of this contract, it is in the best interest of MTACC/NYC Transit to be able to consider other factors, such as technical approaches to the work, in order to determine which proposal offers the best overall value.

In addition, the RFP process will allow MTACC/NYC Transit greater flexibility than would a low bid process to negotiate alternative approaches to the work, or schedule, as well as contract terms and conditions that could potentially result in a lower overall cost for the project while still achieving the requirements.

Selection will be accomplished by use of a two-step process. The first step will be selection of the most qualified teams to participate in the second step. In the second step the invited firms will receive a Request for Proposal including MTACC/NYC Transit's requirements in order to prepare and submit technical and cost proposals.

### **ALTERNATIVES:**

The use of a sealed bid process in which factors other than cost cannot be considered is not recommended as it does not provide a means to evaluate technical matters or to consider or negotiate alternative proposals.

### **IMPACT ON FUNDING:**

This project is funded by the FTA and MTA and will be managed by MTACC under the MTA Capital Program.

### **DBE GOALS:**

The goals for this project have not been determined.



# Schedule K: Ratification of Completed Procurement Actions



Item Number: 1

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

|  |                                |
|--|--------------------------------|
| <b>Contract Number</b><br>C-34763                                      | <b>AWO/Modification #</b><br>2 |
| <b>Original Amount:</b>  | \$ 178,800,000                 |
| <b>Prior Modifications:</b>  | \$ 2,866,130                   |
| <b>Prior Budgetary Increases:</b>                                      | \$ 0                           |
| <b>Current Amount:</b>   | \$ 181,666,130                 |
| <b>This Request:</b>   | \$ 1,934,554                   |
| <b>% of This Request to Current Amount:</b>                            | 1.1%                           |
| <b>% of Modifications (including This Request) to Original Amount:</b> | 2.7%                           |

## Discussion:

This retroactive modification is for the furnishing and installation of rail in 78-foot segments with bolted joints, in lieu of the contractually required continuous welded rail (CWR).

The contract is for the partial rehabilitation of the Culver Line Viaduct, including rehabilitation of the concrete viaduct deck; installation of new track; installation of a new deck waterproofing membrane; truss steel repairs; and a new signal relay room. The Culver Line Viaduct was built in 1930 to carry the 'F' and 'G' Lines over the Gowanus Canal and local streets in Brooklyn.

The contract calls for the removal of the existing bolted and ballasted track, and for the installation of new CWR mounted on a low vibration track (LVT) system. The contract calls for CWR to be installed for the entire length of the project (except for special work portions). The same LVT-CWR system was installed on three prior projects: Jamaica Line in 2004; Ocean Parkway Viaduct in 2006-2007; and South Ferry Terminal in 2008. The track installed on the Ocean Parkway Viaduct eventually experienced high thermal stresses at the interface with elevated open-deck track. The condition was alleviated by cutting the CWR rail at that location and installing bolted joints.

Based on this experience, CPM determined that due to the number and configuration of the numerous expansion joints in the Culver Line Viaduct structure, CWR should not be used. The decision was made to use 78-foot rails, bolted, as this will minimize the number of bolted rail joints and the hardware and labor associated with installation of those joints.

This modification provides for the furnishing and installation of 18,664 track-feet of 78-foot rails, bolted; the furnishing and installation of negative return jumper cables and signal rail jumper cables; the rental of a large crane and other equipment needed to deliver, offload and position the 78-foot rail segments; maintenance and protection of the streets and sidewalks required during delivery of the 78-foot rail segments; and credit for the CWR not installed.

The contractor's revised proposal was \$2,966,583. NYC Transit's revised estimate was \$1,777,000. Following negotiations, the lump sum of \$1,934,554 was agreed upon and found to be fair and reasonable. Savings of \$1,032,029 were achieved.

To avoid delay, in August 2009 the Construction Manager directed the contractor to purchase the 78-foot rail segments and proceed with the work. In September 2010, the Acting SVP, CPM ratified the retroactive waiver.



# Schedule K: Ratification of Completed Procurement Actions

Item Number: 2

|   |  |
|---|--|
| <b>Vendor Name (&amp; Location)</b>   |  |
| Parsons Transportation Group of NY, Inc. (New York, NY)   |  |
| <b>Description</b>  |  |
| Consultant services for design and construction support - CBTC/AWS Signal System  |  |
| <b>Contract Term (including Options, if any)</b>  |  |
| December 1, 2003 – July 31, 2010  |  |
| <b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a     |  |
| <b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive                                |  |
| <b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification      |  |
| <b>Funding Source</b>   |  |
| <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b>  |  |
| Capital Program Management, Frederick E. Smith  |  |

| Contract Number   | AWO/Modification # |
|---|--------------------|
| CM-1235   | 10                 |
|   |                    |
| Original Amount:  | \$ 4,090,298       |
| Prior Modifications:  | \$ 2,729,105       |
| Prior Budgetary Increases:                                      | \$ 0               |
| Current Amount:   | \$ 6,819,403       |
|   |                    |
| This Request:   | \$ 10,275,659      |
|   |                    |
| % of This Request to Current Amount:                            | 150.6%             |
|   |                    |
| % of Modifications (including This Request) to Original Amount: | 318%               |

## Discussion:

This is a retroactive modification, exercising a modified Option 3 of the base contract, for the performance of technical support services during the construction phase of the Flushing IRT Line CBTC Signal project. The base contract was for \$4,090,298 for a period of 36 months to November 30, 2006 to perform the Preliminary Engineering (PE) for CBTC/AWS on the Second Avenue Line and Preliminary and Final Engineering for CBTC on the Flushing Line. The contract has three options: Option 1 - Final Design & Procurement Assistance – Second Avenue Subway (SAS); Option - 2 Technical Support during SAS Construction Phase; and Option 3 - Technical Support Construction Phase - Flushing Line. Nine modifications have been issued to the contract which extended the term of the contract to July 31, 2010 and increased the not-to-exceed amount of the contract to \$6,819,403. None of the options have been exercised to date. Option 3 was originally planned for technical support during construction and will include the participation in field surveys, the review and approval of contractor submittals, analysis of cost estimates, review and approval of as-built drawings, scheduling and coordination of meetings, and review of payment requests. Option 3 had an original not to exceed amount of \$5,293,158 (27,940 hours) and a term of 75 months. The term of Option 3 will be increased by seven months for a total of 82 months to be consistent with the term of the Flushing CBTC Construction Contract. This modified option extends the contract 81 months through April 30, 2017. The difference in the extension period (81 months vs. 82 months) is due to the overlap of one month between the current contract expiration date of July 31, 2010 and the start of Option 3 (June 16, 2010). Option 3 was scheduled to be exercised in December 2006 but scope changes and funding issues delayed the award of the construction contract, and the exercise of Option 3 was delayed 42 months. This modification is being processed retroactively to June 16, 2010 for contractual continuity and consistency with the award of the Flushing CBTC Construction contract.

As a result of the incorporation of lessons learned from the Canarsie CBTC Signals project, the Option 3 original Scope of Work was changed significantly. Scope items were added and deleted. The added scope included an increased level of technical support in the following areas: work group management approach, system safety certifications, Factory Acceptance Testing (FAT) and field testing, and car equipment vehicle modifications. The amount allocated for indefinite quantity (IQ) work over the course of 82 months was also increased by 4000 hours. The deleted items included: technical support for AWS system (this work will be done by NYC Transit Signal Engineering Group) and construction management support (this will be performed by the Construction Manager staff). The number of hours associated with the additional work amounted to 38,833 hours and the total hours for the deleted work 16,873 hours resulting in a net impact of an additional 21,960 hours to the original Option 3 effort. The additional IQ work (4000 hours) will be handled as an Option, with a value of \$800,000. Separate funding will be obtained upon exercise of the Option or any part thereof.

The consultant's initial proposal was \$11,687,428; NYC Transit's estimate was \$10,707,266. Scope discussions and negotiations were held with PTG regarding labor hours, labor distribution, escalation of hourly rates, overhead percentages and out-of-pocket costs. PTG submitted a BAFO of \$10,275,659; NYC Transit's revised estimate was \$11,372,661. Average hourly rates were escalated 6.6% or 1.67% annualized over 3.85 years from the original Option 3 rates. The final price for the Base and Option was found to be fair and reasonable. A savings of \$1,411,769 was achieved.



# Schedule K: Ratification of Completed Procurement Actions



Item Number: 1

|   |  |
|---|--|
| <b>Vendor Name (&amp; Location)</b><br>E. E. Cruz/ Tully Construction Company, JV, LLC (Holmdel, NJ)  |  |
| <b>Description</b><br>Civil, structural, and utility relocation of the Second Avenue Subway route – 96 <sup>th</sup> Street Station   |  |
| <b>Contract Term (including Options, if any)</b><br>May 28, 2009 – April 29, 2013   |  |
| <b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a   |  |
| <b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive  |  |
| <b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification  |  |
| <b>Funding Source</b><br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>MTA Capital Construction, Michael Horodniceanu  |  |

| Contract Number  | AWO/Modification # |
|--|--------------------|
| C-26005  | 21                 |
| Original Amount: \$ 325,000,000                                      |                    |
| Prior Modifications: \$ 2,172,861                                    |                    |
| Prior Budgetary Increases: \$ 0                                      |                    |
| Current Amount: \$ 327,172,861                                       |                    |
| This Request: \$ 905,000   |                    |
| % of This Request to Current Amount: 0.3%                            |                    |
| % of Modifications (including This Request) to Original Amount: 0.9% |                    |

## Discussion:

This retroactive modification is for grouting to stabilize three buildings on 2<sup>nd</sup> Avenue and for an extension of time.

This contract is for civil, structural, and utility relocation work for the new 96<sup>th</sup> Street Station in the Second Avenue Subway project. The work includes open cut excavation for the Station, from 95<sup>th</sup> to 97<sup>th</sup> Streets. This contract includes the relocation and the restoration of utilities, demolition of the existing Century Lumber Building and interior demolition at Astor Terrace Condominium; construction of temporary and permanent Support of Excavation retaining structures including the construction of slurry walls, secant pile walls and micro pile walls; connection to the existing tunnel north of 99<sup>th</sup> Street; installation of temporary roadway decking; construction of the 96<sup>th</sup> Street Station invert slab; construction of certain station entrance and ancillary building structural elements.

During excavation for the two new sewer chambers located at the NE corner of 95<sup>th</sup> Street and 2<sup>nd</sup> Avenue, the adjacent building, 1840 2<sup>nd</sup> Avenue, exhibited settlements in excess of predictions and approaching the allowable limit. Horizontal movements have also exceeded the contract threshold. The building bears three addresses (1840, 1848, and 1854) and is hereinafter referred to as 1840 2<sup>nd</sup> Avenue. These settlements and movements occurred despite implementation of additional measures to limit construction-induced movements. These measures included: use of grouted steel pipe piles along the portion of the excavation closest to the 1840 building to minimize the impact of the support of excavation installation; careful excavation and installation of support members; and installation of a six inch thick mud mat at the invert of the excavation. Further construction in this area includes the installation of a new sewer line along the east side of Second Avenue with piles installed in the invert, installation of slurry walls, and excavation for the main station. These construction activities will likely result in additional building movements. The decision was made to stabilize 1840 and two adjacent buildings, 1848 and 1854, through a grouting system while there is still access at the ground surface.

Under this modification, the grouting system will increase the soil stiffness surrounding the footings and pile foundations through grout injection. It is intended to provide additional protection against ground movements that may occur during installation of utilities along the east side of Second Avenue.

The contractor submitted an initial proposal of \$1,030,773. MTACC's estimate was \$829,348. Following negotiations, the lump sum of \$905,000 was agreed upon and was found to be fair and reasonable. Savings of \$125,773 were achieved. An agreement was reached for a time extension by forty-eight impactable working days, which extends the contractual Substantial Completion date of April 8, 2013 to June 14, 2013.



# Schedule K: Ratification of Completed Procurement Actions



Item Number: 2-3

|   |   |
|---|---|
| <b>Vendor Name (&amp; Location)</b><br>S3 Tunnel Constructors, JV (Queens, NY)  |   |
| <b>Description</b><br>Second Avenue Subway: Tunnels from 92 <sup>nd</sup> Street to 63 <sup>rd</sup> Street   |   |
| <b>Contract Term (including Options, if any)</b><br>March 20, 2007- January 24, 2011  |   |
| <b>Option(s) included in Total Amount?</b>  | <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a                  |
| <b>Procurement Type</b>   | <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive                          |
| <b>Solicitation Type</b>  | <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification |
| <b>Funding Source</b><br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other: |   |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>MTA Capital Construction, Michael Horodniceanu, President   |   |

| Contract Number  | AWO/Modification # |
|--|--------------------|
| C-26002  | 88 & 103           |
| <b>Original Amount:</b>  |                    |
|  | \$ 337,025,000     |
| <b>Prior Modifications:</b>  |                    |
|  | \$ 13,257,214      |
| <b>Prior Budgetary Increases:</b>                                      |                    |
|  | \$ 0               |
| <b>Current Amount:</b>   |                    |
|  | \$ 350,282,214     |
| <b>This Request:</b>   |                    |
| <b>AWO #88</b>   | \$ 290,410         |
| <b>AWO #103</b>  | \$ 6,582,000       |
| <b>% of This Request to Current Amount:</b>                            |                    |
|  |                    |
| <b>% of Modifications (including This Request) to Original Amount:</b> |                    |
|  |                    |

## Discussion:

These retroactive modifications are for exploratory borings (AWO No. 88) and ground freezing operations (AWO No. 103) required as a consequence of the geotechnical information obtained from the borings.

The contract calls for two tunnels, TBM-1 (west) and TBM-2 (east) to be mined under Second Avenue using a single tunnel boring machine (TBM) from a TBM launch box constructed between 95<sup>th</sup> and 91<sup>st</sup> Streets, to the existing 63<sup>rd</sup> Street Station at Lexington Avenue. The rock mass conditions along the tunnel alignments are stated in the contract's Geotechnical Baseline Report (GBR). The contract also calls for the relocation and restoration of utilities, construction of access shafts at 69th Street and 72nd Street as well as providing sumps, drainage, lighting systems and temporary decking.

AWO No. 88: The GBR states the rock in the tunneling areas immediately south of the TBM launch box had sufficient sound rock cover to allow safe operation of an open TBM machine supplemented by preparatory grouting. However, after mining the two 40-foot starter tunnels and while performing grouting operations beyond the starter tunnels, the contractor encountered low drill resistance due to unexpectedly poor, water bearing rock, which indicated grouting would be ineffective. Accordingly, an exploratory boring program was initiated in both the east and west tunnel locations. AWO No. 88 provided seven exploratory borings in the east tunnel (TBM-2) location. AWO No. 98 provided five exploratory borings in the west tunnel (TBM-2) location. For AWO No. 88, the contractor's initial proposal was \$165,595; MTACC's estimate was \$148,387; and after negotiations the lump sum of \$153,641 was agreed upon. For AWO No. 98, the contractor's initial proposal was \$163,912; MTACC's estimate was \$131,859; and after negotiations the lump sum of \$136,769 was agreed upon. The two modifications are combined under AWO No. 88 for submittal to the Board. The final combined price of \$290,410 was found to be fair and reasonable. Savings of \$44,351 were achieved. To avoid impacting the project schedule, the MTACC construction manager allowed the contractor to begin the exploratory boring program in January 2010. The MTACC President approved a retroactive waiver on August 25, 2010, after the exploratory boring program had been completed.

AWO No. 103: The exploratory borings showed that work could proceed in the west tunnel (TBM-1) using the contractual means and methods, however different ground preparation was needed in the east tunnel (TBM-2) location, because the rock to be mined is unexpectedly poor, increasing the risk of gripper problems at the face of the TBM, and because the sound rock cover above the tunnel area was found to be insufficient, increasing the risk of collapse. AWO No. 103 provides an alternate method of ground preparation, by freezing the ground above and around the east tunnel (TBM-2) cross-section in the area between 90<sup>th</sup> and 91<sup>st</sup> Streets. Ground freezing allows open TBM mining under the frozen ground and without the need to handle water inflows. AWO No. 103 covers the cost of the building and operation of a liquid ammonia ground freeze plant at the surface and the installation of 3" ductile iron piping from the plant into the ground, sufficient to freeze the soil for about six months, along a 145 foot length of the tunnel alignment, about 40 feet across and will penetrate the ground approximately 40 feet deep. The freeze piping is insulated near the surface to protect existing utilities from soil heave damage. The contractor's revised proposal was \$7,557,278. MTACC's revised estimate was \$6,096,622. Negotiations resulted in the agreed upon lump sum of \$6,582,000. The final price of \$6,582,000 was found to be fair and reasonable. Savings of \$975,278 were achieved. To mitigate impact on the project schedule, the MTACC President approved a retroactive waiver on June 7, 2010 for AWO No. 103 and the contractor was directed to proceed immediately. AWO No. 92 will be submitted to the Board for a 2,200 LF extension of the west tunnel (TBM-1); the impact on schedule, if any, for AWO Nos. 103 and 92 will be addressed under AWO No. 92.



## Staff Summary

|  |
|--|
| <b>Subject</b>   |
| Requests for Authorization to Award Various Procurements |
| <b>Department</b>  |
| MTA Bus Company/Long Island Bus/NYCT Department of Buses |
| <b>Department Head Name</b>                              |
| Thomas Del Sorbo   |
| <b>Department Head Signature</b>                         |
| <i>Thomas Del Sorbo</i>                                  |
| <b>Project Manager Name</b>                              |
| James P. Curry   |

|                                |
|--------------------------------|
| <b>Date</b>                    |
| September 3, 2010              |
| <b>Vendor Name</b>             |
| N/A                            |
| <b>Contract Number</b>         |
| N/A                            |
| <b>Contract Manager Name</b>   |
| N/A                            |
| <b>Table of Contents Ref #</b> |
|                                |

| Board Action |           |         |          |      |       |
|--------------|-----------|---------|----------|------|-------|
| Order        | To        | Date    | Approval | Info | Other |
| 1            | Committee | 9/27/10 | X        |      |       |
| 2            | Board     | 9/29/10 | X        |      |       |
|              |           |         |          |      |       |
|              |           |         |          |      |       |

| Internal Approvals |                                    |       |          |
|--------------------|------------------------------------|-------|----------|
| Order              | Approval                           | Order | Approval |
| 3                  | President <i>[Signature]</i>       |       |          |
| 2                  | Executive VP <i>[Signature]</i>    |       |          |
| 1                  | General Counsel <i>[Signature]</i> |       |          |
|                    |                                    |       |          |

### PURPOSE:

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

### DISCUSSION:

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

None

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

|   |                     |                  |
|---|---------------------|------------------|
| Schedules Requiring Two Thirds Vote                           | <u># of Actions</u> | <u>\$ Amount</u> |
| <u>Schedule A: Non-Competitive Purchases and Public Works</u> |                     |                  |
| <u>Contracts</u>  | 1                   | \$0.03M          |

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

None

|                                    |                     |                  |
|------------------------------------|---------------------|------------------|
| Total Non-Competitive Procurements | <u># of Actions</u> | <u>\$ Amount</u> |
|                                    | 1                   | \$0.03M          |



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

**None**

**Long Island Bus proposes to award Competitive procurements in the following categories:**

**None**

**NYC Transit Department of Buses proposes to award Competitive procurements in the following categories:**

| <u>Schedules Requiring Majority Vote</u>    | <u># of Actions</u> | <u>\$ Amount</u> |
|---|---------------------|------------------|
| Schedule G: Miscellaneous Service Contracts | 1                   | \$0.35M          |
| Total Competitive Procurements              | 1                   | \$0.35M          |

**MTA Bus Company seeks Ratifications in the following categories:**

**None**

**Long Island Bus seeks Ratifications in the following categories:**

**None**

**NYC Transit Department of Buses seeks Ratifications in the following categories:**

**None**

|                        |                          |                             |
|------------------------|--------------------------|-----------------------------|
| Total Ratifications    | <u># of Actions</u><br>0 | <u>\$ Amount</u><br>\$0.00M |
| Total All Procurements | <u># of Actions</u><br>2 | <u>\$ Amount</u><br>\$0.38M |



## 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**, 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.



**SEPTEMBER 2010**

**LIST OF NON COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**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. **Daimler Buses North America** **\$32,032.00 (NTE)**  
**Diagnostic Laptop Computers**  
**Contract No. E-3790, sole source**

LIB requests MTA Board approval to award a sole source purchase contract to Daimler Buses North America (DBNA) for the purchase of four (4) Panasonic Model CF74 Toughbook laptop computers and software, in an amount not to exceed \$32,032. Laptops will be programmed and configured with proprietary software: Cummins ISLG, Allison, ThermoKing, Meritor Wabco ABS, Vapor Doors (CLASS) w/MRDI & VCM, and I/O T2 Multiplex System (real-time ladder logic), and will support the maintenance and operation of LIB's new Orion VII NG natural gas bus fleet. This will facilitate user departments to maintain, repair and troubleshoot malfunctions within individual Orion VII systems by quickly accessing relevant data that will simplify diagnostic issues, improve reliability and expedite the return of a bus back into service. Currently, NYCT-DoB & MTABC use similar problem-solving equipment.

LIB publicly advertised its intent to award this sole source purchase contract to DBNA in the NYS Contract Reporter, Minority Commerce Weekly, El Diario and Newsday. One vendor expressed interest, but acknowledged it could not furnish the specified equipment upon learning of the proprietary software requirement. To date, LIB has not identified another vendor who is interested and qualified to supply these laptop packages.

DBNA's price of \$8,008, for each of four (4) units, is within 8% of the price NYCT-DoB paid for up to 50 similarly configured laptops within the past two years, thus price is considered fair and reasonable. A one-year license is included for the Cummins software; no other licenses are required. There is a three (3) year hardware warranty through the OEM, and DBNA will resolve any software issues. LIB will utilize operating funds for this procurement.



**SEPTEMBER 2010**

**LIST OF 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.)

- I. United Cerebral Palsy Associations                      \$352,980.00 (Est.)**  
**of New York State, Inc. d/b/a Cerebral Palsy Associations of New York State (CP)**  
**Three Bids/Low Bidder – Three-year contract**  
**Contract #09E0096**

This contract is for the identification, screening, and comprehensive individualized travel training for up to 270 (90 per year) Paratransit customers. Travel training covers the ability to take recurring trips through the NYC Transit fixed route system utilizing buses and subways as an alternative to Access-A-Ride. In addition, it provides for the facilitation of nine workshops and the re-training of up to 90 Paratransit customers. This training is encouraged by the Federal Transit Administration, viewed favorably by Paratransit customers, and facilitates the use of mass transit thereby reducing reliance on Paratransit. History has demonstrated that the cost of implementing training of this nature has been more than offset by the transference of rides from Paratransit to fixed route services.

Similar training to what is proposed in this contract has been delivered over the past decade. NYCT Paratransit obtained sample data on ninety-eight (98 or 39%) out of 250 training graduates from 1999 to present through direct interview. The 98 training graduates reported that they took an average of 198 trips by bus or subway during the first year after their graduation. With a proposed contract cost of \$1,092 per trainee, a graduate would need to take 23 trips to reach the break even point based on a \$48 per trip Paratransit primary carrier cost. The average annual number of trips taken by past graduates has significantly exceeded the number of trips required to break even, therefore if only 12% of the projected 90 annual graduates take the average of 198 trips it would cover 100% of the annual training costs over the three year period. A review of Paratransit data indicates that while some graduates may not take enough trips to reach the break even point, most will exceed that amount, thereby maintaining a cost effective program.

Following extensive outreach to the marketplace, three bids were received. The contractors were allowed to bid on one or more of the three categories within the Price Schedule where training is to be conducted. Cerebral Palsy Associations of New York State, Inc. (CP) submitted the lowest bid of \$155,880 for the category covering Manhattan and the Bronx; \$117,660 for the category covering Brooklyn and Staten Island; and \$79,440 for the category covering Queens, for a total combined price of \$352,980. CP quoted the same pricing for each location of \$1,092 for initial training and \$546 for retraining.

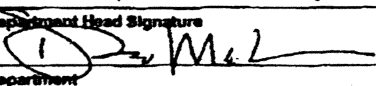
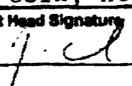
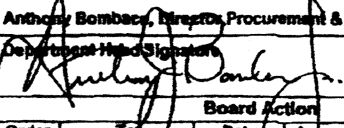

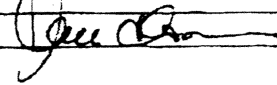

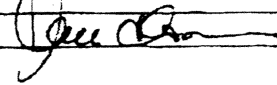

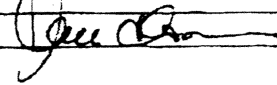
CP is a multi-service organization with multiple affiliates and has been assessing and training the developmentally disabled, physically and/or mentally challenged since the early 1980s and provides in house travel training services. CP is able to offer lower pricing due to its extensive experience in this field, its established organizational base and the utilization of an existing workforce including a large pool of qualified volunteers. CP's unit price for training is 46% less than the weighted average pricing on the previous contract and 54% less than the previous contract for re-training. CP's pricing is approximately 65% lower than the next low bidder. The final price is considered fair and reasonable.



 Long Island Rail Road

 Metro-North Railroad

 Capital Construction

| <b>Subject</b><br>Request for Authorization to Award Various Procurements   | <b>Date</b><br>September 28, 2010   |         |   |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
|---|---|---------|---|----------|-------|-------|---|--------------------|---------|--|--|--|---|-----------|---------|--|--|--|--|-------|----------|-------|----------|---|-----------------|--|--|---|----------------|--|--|---|------------------|--|---|
| <b>Department</b><br>Procurement & Logistics - LIRR   | <b>Department</b><br>Law and Procurement - MTACC  |         |   |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| <b>Department Head Name</b><br>Dennis L. Mahon, Chief Procurement & Logistics Officer   | <b>Department Head Name</b><br>Jayne Czik, Acting General Counsel   |         |   |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| <b>Department Head Signature</b><br>   | <b>Department Head Signature</b><br> |         |   |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| <b>Department</b><br>Procurement & Material Management - MNR  |   |         |   |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| <b>Department Head Name</b><br>Anthony Bombace, Director Procurement & Material Management  |   |         |   |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| <b>Department Head Signature</b><br>   |   |         |   |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| <b>Board Action</b>   | <b>Internal Approvals</b>   |         |   |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>Order</th> <th>To</th> <th>Date</th> <th>Approval</th> <th>Info</th> <th>Other</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>LIRR/MNR Committee</td> <td>9.27.10</td> <td></td> <td></td> <td></td> </tr> <tr> <td>2</td> <td>MTA Board</td> <td>9.29.10</td> <td></td> <td></td> <td></td> </tr> </tbody> </table> | Order   | To      | Date  | Approval | Info  | Other | 1 | LIRR/MNR Committee | 9.27.10 |  |  |  | 2 | MTA Board | 9.29.10 |  |  |  | <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>Order</th> <th>Approval</th> <th>Order</th> <th>Approval</th> </tr> </thead> <tbody> <tr> <td>X</td> <td>President, LIRR</td> <td></td> <td></td> </tr> <tr> <td>X</td> <td>President, MNR</td> <td></td> <td></td> </tr> <tr> <td>X</td> <td>President, MTACC</td> <td></td> <td></td> </tr> </tbody> </table> | Order | Approval | Order | Approval | X | President, LIRR |  |  | X | President, MNR |  |  | X | President, MTACC |  |  |
| Order   | To  | Date    | Approval  | Info     | Other |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| 1   | LIRR/MNR Committee  | 9.27.10 |   |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| 2   | MTA Board   | 9.29.10 |   |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| Order   | Approval  | Order   | Approval  |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| X   | President, LIRR   |         |   |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| X   | President, MNR  |         |   |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |
| X   | President, MTACC  |         |  |          |       |       |   |                    |         |  |  |  |   |           |         |  |  |  |  |       |          |       |          |   |                 |  |  |   |                |  |  |   |                  |  |   |

**PURPOSE:**

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

**DISCUSSION:**

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

Schedules Requiring Two-Thirds Vote

|   |                     |                  |
|---|---------------------|------------------|
| Schedule A: Non-Competitive Purchase and Public Works Contracts | <u># of Actions</u> | <u>\$ Amount</u> |
|   | 2                   | \$0.994M         |

Schedules Requiring Majority Vote

|   |   |          |
|---|---|----------|
| Schedule E: Miscellaneous Procurement Contracts | 2 | \$1.406M |
| <b>SUBTOTAL:</b>                                | 4 | \$2.400M |

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

Schedules Requiring Majority Vote

|   |   |          |
|---|---|----------|
| Schedule G: Miscellaneous Service Contracts | 1 | \$0.036M |
| <b>SUBTOTAL:</b>                            | 1 | \$0.036M |

MTACC proposes to award Non-Competitive procurements in the following categories: NONE



**LIRR proposes to award Competitive procurements in the following categories: NONE**

**MNR proposes to award Competitive Procurements in the following categories:**

Schedules Requiring Majority Vote

|   | <u># of Actions</u> | <u>\$ Amount</u> |
|---|---------------------|------------------|
| Schedule H: Modifications to Personal/Miscellaneous Service Contracts | 3                   | \$2.497M         |
| <b>SUBTOTAL:</b>  | <b>3</b>            | <b>\$2.497M</b>  |

**MTACC proposes to award Competitive Procurements in the following categories:**

Schedules Requiring Majority Vote

|  |          |                 |
|--|----------|-----------------|
| Schedule I: Modifications to Purchase and Public Work Contracts: | 1        | \$0.980M        |
| <b>SUBTOTAL:</b>   | <b>1</b> | <b>\$0.980M</b> |

**LIRR proposes to award Ratifications in the following categories: NONE**

**MNR proposes to award Ratifications in the following categories: NONE**

**MTACC proposes to award Ratifications in the following categories:**

Schedules Requiring Two-Thirds Vote

|   | <u># of Actions</u> | <u>\$ Amount</u> |
|---|---------------------|------------------|
| Schedule D: Ratification of Completed Procurement Actions | 1                   | \$0.292M         |

Schedules Requiring Majority Vote

|   |           |                 |
|---|-----------|-----------------|
| Schedule K: Ratification of Completed Procurement Actions<br>(Involving Schedule E-J) | 1         | \$0.841M        |
| <b>SUBTOTAL:</b>  | <b>2</b>  | <b>\$1.133M</b> |
| <b>TOTAL:</b>   | <b>11</b> | <b>\$7.046M</b> |

**BUDGET IMPACT:**

The purchases/contracts will result in obligating Long Island Rail Road, Metro-North Railroad and MTA Capital Construction 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.)



## 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 it is deemed in the public interest to obtain authorization to solicit competitive proposals through a publicly advertised RFP for the reasons specified therein the Board declares it to be impractical or inappropriate to utilize a procurement process inviting sealed bids with award to the lowest responsive/responsible bidder.

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

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

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

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



**SEPTEMBER 2010****LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL****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. **Bartley Machine & Mfg. Co. Inc.** **\$149,444** ***Staff Summary Attached***  
**Sole Source** **Fixed Amount**  
**Contract No. TBD**  

LIRR requests MTA Board approval to award a sole source contract to Bartley Machine & Mfg. Co. Inc. ("Bartley") in the fixed amount of \$149,444 for five 8-channel Multi-Q filter systems to be installed by LIRR at its Medford, Sea Cliff, Little Neck, and Northport communication tower sites. The Multi-Q filter protects LIRR radio tower sites from unwanted noise and interference generated in the area which would degrade the signals received by the towers and interrupt LIRR's radio communications, possibly resulting in service disruption or safety related issues. Bartley acquired the proprietary drawings and specifications of Multi-Q filters, previously manufactured by Aerocom. Aerocom is no longer in business. As a result, Bartley is the sole responsible source capable of providing the filters required to interface with existing components also manufactured by Bartley.
2. **North American Equipment Sales Co. Inc** **\$485,000-LIRR** ***Staff Summary Attached***  
**Sole Source** **\$150,000-NYCT**  
**Contract No. IT05850** **\$210,000-MNR**  
**\$845,000-Not-to-Exceed**  

LIRR, on behalf of itself, New York City Transit (NYCT) and Metro-North Railroad (MNR) (collectively the "Agencies"), requests MTA Board approval to award individual sole source contracts to North American Equipment Sales Co., Inc. (North American) for the supply of parts required on an as-needed basis to maintain Little Giant/Badger cranes, Teleweld rail heaters, and Airtec impact tools. The Agencies will issue individual orders to North American for a three-year period each in the not-to-exceed amounts of \$485,000 (LIRR), \$150,000 (NYCT) and \$210,000 (MNR).

**Procurements Requiring Majority Vote****Schedule E: Miscellaneous Procurement Contracts**

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

3. **Cisco Systems, Inc.** **\$265,052** ***Staff Summary Attached***  
**Competitive** **Fixed Price**  
**Contract No. TBD**  

LIRR requests MTA Board approval to award a Sole Source Contract in the fixed price amount of \$265,052 to CISCO Systems, Inc (CISCO) through a "piggyback" of its New York State Office of General Services (OGS) contract PT64525 "Comprehensive Telecommunications Equipment and Solutions Master Agreement". This award is for Support Services, which will include project management, site survey, installation, verification & test of the Optical Network System (ONS), Aggregation Service Router (ASR), Integrated Service Router (ISR) and CISCO Transport





Manager (CTM) installations. The installation of the CISCO equipment will extend LIRR's existing fiber network to various locations on the system and will provide high capacity WAN connectivity for numerous existing legacy systems (TVM, TOM, IESS, CCTV, customer information, etc.) as well as provide connectivity for future planned systems on the property. This system interfaces seamlessly with the existing legacy SONET/ATM equipment utilized in earlier phases of the network deployment and meets or exceeds all FON design requirements.

4. **Penta Corporation** **\$ 450,000-LIRR** *Staff Summary Attached*  
**Sole Source** **\$ 691,000-NYCT**  
**Contract No. TBD** **\$1,141,000-Total Award**

LIRR, on behalf of itself and NYCT, requests MTA Board approval of a Sole Source Miscellaneous Procurement Contract to Penta Corporation ("Penta") to provide maintenance support service for all equipment and software for the LIRR's Audio Visual Paging System (AVPS) and NYCT's Penta Communication Exchange control system (PCX) for a three-year time period. The total award amount is \$1,141,000 (\$691,100-NYCT, \$450,000-LIRR).



## Schedule A: Non-Competitive Purchases and Public Works

### Staff Summary



Item Number: 1

|  |
|--|
| <b>Vendor Name (&amp; Location)</b><br>Bartley Machine & Mfg. Co. Inc. (Amesbury, MA)  |
| <b>Description</b><br>Multi-Channel Filter Systems   |
| <b>Contract Term (Including Options, if any)</b><br>Delivery to be made within 60 days   |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                               |
| <b>Procurement Type</b><br><input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-Competitive                          |
| <b>Solicitation Type</b><br><input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source |

|  |  |
|--|--|
| <b>Contact Number</b><br>TBD   | <b>Renewal?</b><br><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| <b>Total Amount:</b> \$ 149,444 Fixed Amount   |  |
| <b>Funding Source</b><br><input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>M of W -Communications/Robert Puciloski, Chief Engineer  |  |
| <b>Contract Manager:</b><br>Richard Barone   |  |

#### Discussion:

LIRR requests MTA Board approval to award a sole source contract to Bartley Machine & Mfg. Co. Inc. ("Bartley") in the fixed amount of \$149,444 for five 8-channel Multi-Q filter systems to be installed by LIRR at its Medford, Sea Cliff, Little Neck, and Northport communication tower sites. The Multi-Q filter protects LIRR radio tower sites from unwanted noise and interference generated in the area which would degrade the signals received by the towers and interrupt LIRR's radio communications, possibly resulting in service disruption or safety related issues. Bartley acquired the proprietary drawings and specifications of Multi-Q filters, previously manufactured by Aerocom. Aerocom is no longer in business. As a result, Bartley is the sole responsible source capable of providing the filters required to interface with existing components also manufactured by Bartley.

LIRR advertised its intent to award a sole source contract to Bartley in the NYS Contract Reporter and in the NY Post. No other manufacturer expressed an interest in competing for this contract. Metro-North Railroad (MNR) and New York City Transit do not utilize this equipment and, therefore, did not participate in the solicitation.

Through negotiations with Bartley, LIRR was able to obtain a 4.5% reduction to the originally proposed prices. Further, Bartley has certified that prices being charged LIRR are not greater than prices charged its other transit agencies for similar parts in like quantities. Therefore, the pricing submitted by Bartley is determined to be fair and reasonable.



# Schedule A: Non-Competitive Purchases and Public Works

## Staff Summary



Item Number: 2

|  |
|--|
| <b>Vendor Name</b><br>North American Equipment Sales Co., Inc. – Bucyrus, Ohio   |
| <b>Description</b><br>Various Replacement Parts  |
| <b>Contract Term (including Options, if any)</b><br>3 Year Contract  |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                               |
| <b>Procurement Type</b><br><input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-Competitive                          |
| <b>Solicitation Type</b><br><input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source |

|  |  |      |           |      |           |     |           |               |           |
|--|--|------|-----------|------|-----------|-----|-----------|---------------|-----------|
| <b>Contact Number</b><br>IT05850   | <b>Renewal?</b><br><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No   |      |           |      |           |     |           |               |           |
| <b>Total Amount:</b>   | <table> <tr> <td>LIRR</td> <td>\$485,000</td> </tr> <tr> <td>NYCT</td> <td>\$150,000</td> </tr> <tr> <td>MNR</td> <td>\$210,000</td> </tr> <tr> <td>Not-to-Exceed</td> <td>\$845,000</td> </tr> </table> | LIRR | \$485,000 | NYCT | \$150,000 | MNR | \$210,000 | Not-to-Exceed | \$845,000 |
| LIRR   | \$485,000  |      |           |      |           |     |           |               |           |
| NYCT   | \$150,000  |      |           |      |           |     |           |               |           |
| MNR  | \$210,000  |      |           |      |           |     |           |               |           |
| Not-to-Exceed  | \$845,000  |      |           |      |           |     |           |               |           |
| <b>Funding Source</b><br><input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |      |           |      |           |     |           |               |           |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Maintenance of Way – Robert Puciloski, Chief Engineer  |  |      |           |      |           |     |           |               |           |
| <b>Contract Manager:</b><br>Richard Barone   |  |      |           |      |           |     |           |               |           |

### Discussion:

LIRR, on behalf of itself, New York City Transit (NYCT) and Metro-North Railroad (MNR) (collectively the “Agencies”), requests MTA Board approval to award individual sole source contracts to North American Equipment Sales Co., Inc. (North American) for the supply of parts required on an as-needed basis to maintain Little Giant/Badger cranes, Teleweld rail heaters, and Airtec impact tools. The Agencies will issue individual orders to North American for a three-year period each in the not-to-exceed amounts of \$485,000 (LIRR), \$150,000 (NYCT) and \$210,000 (MNR).

North American is the exclusive distributor of these highly specialized pieces of equipment, which must be maintained in good operating condition to support on-going infrastructure maintenance programs. LIRR advertised its intent to award sole source contracts to North American in the NYS Contract Reporter and in the NY Post. No other manufacturer expressed an interest in competing for this contract.

North American offered list price plus delivery costs for Teleweld rail heaters and Airtec impact tools and a 5% discount off list on Little Giant/Badger parts plus delivery costs for the contract term. The price lists are subject to change by manufacturer. The 2010 price lists of Airtec and Little Giant/Badger over the 2009 listings were comparable to the changes in the Product Price Indexes (PPI) for hydraulic machinery parts and construction machinery parts, respectively. Teleweld’s 2008 price list is still in effect and not anticipated to change this year. Additionally, the price list was found acceptable when compared to the applicable PPI. North American has certified that all prices offered to the Agencies are equal to or not greater than prices charged to their most favored transit customer or any other Commuter Railroad or Transit Agency. As a result of the above, prices are determined to be fair and reasonable.



# Schedule E: Miscellaneous Procurement Contracts



Long Island Rail Road

## Staff Summary

Item Number: 3

|   |
|---|
| <b>Vendor Name (&amp; Location)</b><br>Cisco Systems, Inc., San Jose, California  |
| <b>Description</b><br>Support Services re. Implementation of Fiber Optic Network  |
| <b>Contract Term (including Options, if any)</b><br>1 year  |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |
| <b>Procurement Type</b><br><input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive                                   |
| <b>Solicitation Type</b><br><input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Ride of NYS Contract |

|  |  |
|--|--|
| <b>Contract Number</b><br>TBD  | <b>Renewal?</b><br><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| <b>Total Amount:</b> \$ 265,052 Fixed Amount   |  |
| <b>Funding Source</b><br><input type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Maintenance of Way – Robert Puciloski, Chief Engineer  |  |
| <b>Contract Manager:</b><br>Carl Cipriano  |  |

### Discussion:

LIRR requests MTA Board approval to award a Sole Source Contract in the fixed price amount of \$265,052 to CISCO Systems, Inc (CISCO) through a "piggyback" of its New York State Office of General Services (OGS) contract PT64525 "Comprehensive Telecommunications Equipment and Solutions Master Agreement". This award is for Support Services, which will include project management, site survey, installation, verification & test of the Optical Network System (ONS), Aggregation Service Router (ASR), Integrated Service Router (ISR) and CISCO Transport Manager (CTM) installations. The installation of the CISCO equipment will extend LIRR's existing fiber network to various locations on the system and will provide high capacity WAN connectivity for numerous existing legacy systems (TVM, TOM, IESS, CCTV, customer information, etc.) as well as provide connectivity for future planned systems on the property. This system interfaces seamlessly with the existing legacy SONET/ATM equipment utilized in earlier phases of the network deployment and meets or exceeds all FON design requirements.

CISCO, the OEM for the software, is the sole responsible source for these services as the software components are proprietary to CISCO. This award will be issued in accordance with the terms and conditions of the competitively bid OGS Contract. LIRR was able to negotiate additional discounts off the OGS Contract pricing, and as such, pricing is deemed fair and reasonable.



## Schedule E: Miscellaneous Procurement Contracts



### Staff Summary

Item Number: **4**

|  |
|--|
| <b>Vendor Name (&amp; Location)</b><br>Penta Corporation, New Orleans, Louisiana   |
| <b>Description</b><br>Maintenance of Audio Visual Paging System Hardware / Software  |
| <b>Contract Term (including Options, if any)</b><br>October 1, 2010 – September 30, 2013   |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                   |
| <b>Procurement Type</b><br><input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive                              |
| <b>Solicitation Type</b><br><input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Sole Source |

|  |  |
|--|--|
| <b>Contract Number</b><br>TBD  | <b>Renewal?</b><br><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| <b>Total Amount: \$1,141,000</b>   | <b>\$450,000 (LIRR)<br/>\$691,100 (NYCT)</b>   |
| <b>Funding Source</b><br><input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Engineering Department/Robert Puciloski  |  |
| <b>Project Manager:</b><br>Chris Calvagna  |  |

#### Discussion:

LIRR, on behalf of itself and NYCT, requests MTA Board approval of a Sole Source Miscellaneous Procurement Contract to Penta Corporation ("Penta") to provide maintenance support service for all equipment and software for the LIRR's Audio Visual Paging System (AVPS) and NYCT's Penta Communication Exchange control system (PCX) for a three-year time period. The total award amount is \$1,141,000 (\$691,100-NYCT, \$450,000-LIRR).

The AVPS provides LIRR customers with train information at all stations system wide. The train information consists of both visual displays and audio announcements indicating train arrivals/departures, delays, track changes, etc. The NYCT PCX is comprised of ten cabinets that contain approximately 2,163 devices located at nine NYC Transit locations, including the Rail Control Center (RCC). This system is a sophisticated audio matrix switch that is a critical element of New York City Transit's Department of Subways operations of the subway system that allows the RCC to control the radios, telephones, intercoms, consoles and all other communications devices within the RCC and from field locations with Penta equipment. This system allows both analog and digital voice traffic (calls) to enter the RCC communications system with zero percent blocking. The RCC communications system communicates with NYCT Department of Subways dispatchers and towers that in turn talk to train operators on a 24/7 basis. Both systems will require a maintenance agreement as the AVPS extended warranty period has expired. The PCX at the RCC is currently maintained through a full service third party maintenance contract. With the establishment of this agreement with Penta, NYCT staff will assume responsibility for first response maintenance and use Penta only as required, thus resulting in substantial savings.

Penta is the OEM for the software for both systems as well as the system integrator. The software components are proprietary to Penta. Sole source advertisements were placed in the New York State Contract Reporter and New York Post, with no indications of interest from any parties.

Through negotiations, Penta has agreed to provide LIRR/NYCT with its General Services Administration (GSA) pricing for parts and labor (on-site, off-site, telephone support, and emergency services, as needed) as well as preventative maintenance and remedial repairs. Services to be provided to the agencies may also include initial system inspection, training support and general "Help Desk" type support to assist the agencies in resolving operational issues or functionality problems. Subsequent price increases shall be subject to approval by GSA. Based on the prices negotiated by GSA, LIRR has determined that the pricing is fair and reasonable.

The total cost for the three years of maintenance and support services is an amount not to exceed \$1.14M and is funded through the operating budgets of both agencies. The other MTA Agencies were notified of LIRR's intended procurement and have advised that they do not have a requirement for Penta services at this time.

There are no alternatives to this award as LIRR does not have the skill sets or the resources to maintain their respective systems through in-house staff, and both Agencies must still rely on Penta for support, as the software is proprietary.



**SEPTEMBER 2010**

**METRO-NORTH RAILROAD**

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

**Schedules 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. Railquip, Inc. \$36,000 (not-to-exceed)**

**Annual Inspection, Maintenance and Repair of Carbody Hoist System and Turntables**

Non-competitive, negotiated, one (1)-yr. miscellaneous service contract for the annual inspection, maintenance and repair of the Car Hoist and Body Support System, one (1) set of 8-ton and one (1) set of 75-ton Truck/Bogie Turntables at the Croton Harmon Coach Shop Facility. Railquip, Inc. is the Original Equipment Manufacturer (OEM), sole source and only authorized maintainer of the Carbody Hoist System and the Turntables. This procurement is required to ensure the safe operation of the hoists, support system and lifts for MNR's Commuter Railcar Fleets as routine scheduled maintenance on the cars and trucks is performed. The Car Hoist and Support System and the Turntables were uniquely designed and specifically built for the new Harmon Coach Shop, and are not comparable to any LIRR or NYCT equipment. This is the first maintenance and service contract for this equipment after warranty expiration. The total one (1)-yr. cost of this service is not-to-exceed \$36K. All unit prices for inspection, maintenance and repair will remain fixed for the period of the contract. This procurement is to be funded by the MNR Operating Budget.



**SEPTEMBER 2010**

**METRO-NORTH RAILROAD**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**Schedules Requiring Majority Vote:**

**H. Modifications to Personal/Miscellaneous Service Contracts**

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

1. **Iron Mountain, Inc.** **\$326,000 (not-to-exceed)** *Staff Summary Attached*  
**All-Agency Off-Site Record Storage and Retention Service**

In 2000, as a result of a competitive multi-agency RFP process led by MNR, the MTA Board approved the selection of the firm, Iron Mountain, Inc., to provide off-site record storage and retention services for several MTA Agencies (MNR, LIRR, MTA HQ, B&T, MTA Bus and LI Bus). The Master agreement with Iron Mountain covers a ten (10) year period (5-year base plus 5-year option) and expires December 2010. Each agency issued its own purchase order/contract governed by the Master agreement.

At this time, MNR, on behalf of all participating agencies, requests approval for a seven (7)-month contract extension (January 1, 2011- August 3, 2011). This extension will allow the contract to run co-terminus with NYCT's contract for off-site records storage and retention. During the extension period, MNR will lead an all-agency RFP for a new contract that will review alternatives to traditional "paper" storage with emphasis on the use of electronic media. The unit prices, terms and conditions for this extension remain unchanged from the original contract; the cost for all agencies is a total not-to-exceed \$326,000. This contract change is to be funded by each Agency's Operating Budget.

2. **Frontier Industrial Corporation** **\$537,000 (not-to-exceed)** *Staff Summary Attached*  
**Disposal of Passenger Coaches and Miscellaneous Rail Cars**

In January 2004, a contract was awarded to the firm, Frontier Industrial Corp. for the disposal of various MNR Passenger Coaches (ie-M-1 Rail Cars, ACMU Cars), Locomotives and Miscellaneous Rail Cars (ie-Box Cars, Gondola Cars) that are considered obsolete, have been retired, or are beyond economical repair. The scope of services includes: transport from MNR property, dismantling, destruction and disposal.

At this time, MNR requests approval for a contract change in the total amount not-to-exceed \$537,000 for additional disposal services to be performed by Frontier. These services include disposing of coaches and locomotives which are in excess of the original inventory list but have been identified as obsolete and beyond repair. Disposing of the additional coaches and locomotives results in more efficient utilization of railyard and track space as well as removing equipment that has no resale or net scrap value. The unit price to be paid in this contract change is the same as the original 2004 contracted rate of \$17.9K per car. The total cost of this contract change is not-to-exceed \$537,000 and will also close-out this contract. This contract change is to be funded by the MNR Operating Budget.



3. **Various Snow & Ice Removal Contractors \$1,633,834 (not-to-exceed) *Staff Summary Attached***  
**Snow & Ice Removal Services – MNR Territory in NYS (incl. West of Hudson) and CT**

In September 2008, through the competitive bid process, MNR awarded eleven (11) miscellaneous service contracts to provide snow removal services at twenty-four (24) locations throughout MNR's operating territory in New York State, including West of Hudson (WOH), and Connecticut, for up to a four (4)-yr period (2-yr base plus 2-yr option thru 2012).

At this time, MNR is requesting to exercise the available two (2)-year contract renewal options on all 11 contracts. The scope of services includes all labor, material and equipment necessary for the on-going, unlimited removal of snow and ice (i.e.-plowing and spreading of salt, sand/or magnesium chloride) during the winter/snow season (Nov-April). The locations that are cleared include: stations, yards and facilities. A joint Railroad procurement with LIRR is not feasible due to the different territories served by MNR and LIRR and it is not cost effective to have one consolidated contract for snow and ice removal for both railroads.

There is no price increase for the two (2)-year renewal, and all other terms and conditions of the contract remain the same. As MNR does not have sufficient in-house forces to accomplish the required work throughout the territory, the utilization of third party contractors is the most efficient and cost effective method for snow and ice removal. The total cost of the two-(2) year option is \$1,633,834. This procurement is to be funded by the MNR Operating Budget for the NY locations and the NH Line Service Agreement for those locations in Connecticut.



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



Item Number: H

|  |
|--|
| <b>Vendor Name (&amp; Location)</b><br>Iron Mountain, Inc. East Brunswick, New Jersey  |
| <b>Description</b><br>All-Agency Off-Site Record Storage and Retention Services  |
| <b>Contract Term (including Options, if any)</b><br>August 1, 2000 through August 3, 2011  |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |
| <b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive   |
| <b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:  |
| <b>Funding Source</b><br><input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Procurement & Material Management, Anthony J. Bombace, Jr.   |

|  |                                |
|--|--------------------------------|
| <b>Contract Number</b><br>200556                                       | <b>AWO/Modification #</b><br>2 |
|  |                                |
| <b>Original Amount:</b>  | \$1,695,000.00                 |
| <b>Prior Modifications:</b>  | \$1,935,000.00                 |
| <b>Prior Budgetary Increases:</b>                                      | \$                             |
| <b>Current Amount:</b>   | \$3,630,000.00                 |
|  |                                |
| <b>This Request:</b>   | \$326,000.00                   |
|  |                                |
| <b>% of This Request to Current Amount:</b>                            | 8.9%                           |
|  |                                |
| <b>% of Modifications (including This Request) to Original Amount:</b> | 133.4%                         |

**Purpose:**

Metro-North Railroad (MNR), on behalf of all participating agencies, requests MTA Board approval for a seven (7) month extension (January 1, 2011-August 3, 2011) to a multi-agency, miscellaneous service contract with the firm Iron Mountain, Inc., in the total amount not-to-exceed \$326,000 to continue off-site records storage and retention services. Participating MTA Agencies include Metro-North, Long Island Rail Road, MTA Headquarters, Long Island Bus, Bridges & Tunnels and MTA Bus Company.

**Discussion:**

In 2000, as a result of a competitive, multi-agency RFP process led by MNR, the MTA Board approved the selection of the firm, Iron Mountain, Inc., to provide off-site records storage and retention services for several MTA Agencies (MNR, LIRR, MTA HQ, B&T, MTA Bus and LI Bus). The Master agreement with Iron Mountain covers a ten (10) year period (5-year base plus 5-year option) and expires December 2010. Each agency issued its own purchase order/contract governed by the Master agreement.

At this time, MNR, on behalf of all participating agencies, requests approval for a seven (7)-month contract extension (January 1, 2011-August 3, 2011). This extension will allow the contract to run co-terminus with NYCT's contract for off-site records storage and retention. During the extension period, MNR will lead an all-agency RFP for a new contract that will review alternatives to traditional paper storage with emphasis on use of electronic media. The unit prices, terms and conditions for this extension remain unchanged from the original contract; the cost for all agencies is a total not-to-exceed \$326,000. This contract change is to be funded by each Agency's Operating Budget.

**Recommendation:**

Board approval to extend the contract period for seven (7) additional months to develop a comprehensive All-Agency Request for Proposal to provide Off-site Records Storage and Retention Services.



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



Item Number: H

|  |
|--|
| <b>Vendor Name (&amp; Location)</b><br>Frontier Industrial Corporation, Buffalo, NY  |
| <b>Description</b><br>The Disposal of Passenger Coaches and Miscellaneous Rail Cars  |
| <b>Contract Term (including Options, if any)</b><br>January 21, 2004-August 31, 2010   |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                         |
| <b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive                       |
| <b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:          |
| <b>Funding Source</b><br>X Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Procurement & Material Management, Anthony J. Bombace, Jr.                     |

| Contract Number  | AWO/Modification # |
|--|--------------------|
| 2003-004-C   |                    |
| <b>Original Amount:</b>  | \$4,800,000        |
| <b>Prior Modifications:</b>  | \$316,000          |
| <b>Prior Budgetary Increases:</b>                                      | \$0.00             |
| <b>Current Amount:</b>   | \$5,116,600        |
| <b>This Request:</b>   | \$537,000          |
| <b>% of This Request to Current Amount:</b>                            | 10.5%              |
| <b>% of Modifications (including This Request) to Original Amount:</b> | 17.8%              |

**Discussion:**

In January 2004, a contract was awarded to the firm, Frontier Industrial Corp. for the disposal of various MNR Passenger Coaches (ie-M-1 Rail Cars, ACMU Cars), Locomotives and Miscellaneous Rail Cars (ie-Box Cars, Gondola Cars) that are considered obsolete, have been retired, or are beyond economical repair. The scope of services includes: transport from MNR property, dismantling, destruction and disposal.

At this time, MNR requests approval for a contract change in the total amount not-to-exceed \$537,000 for additional disposal services to be performed by Frontier. These services include disposing of coaches and locomotives which are in excess of the original inventory list but have been identified as obsolete and beyond repair. Disposing of the additional coaches and locomotives results in more efficient utilization of railyard and track space as well as removing equipment that has no resale or net scrap value. The unit price to be paid in this contract change is the same as the original 2004 contracted rate of \$17.9K per car. The total cost of this contract change is not-to-exceed \$537,000 and will also close-out this contract. This contract change is to be funded by the MNR Operating Budget.



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



Item Number: **H**

|  |  |   |                                      |
|--|--|---|--------------------------------------|
| <b>Vendor Name (&amp; Location)</b><br>Various Contractors   |  | <b>Contract Numbers</b><br>55961,59013, 58625,58717,55957,<br>55960,55958,59012,54375,58538,55959 | <b>AWO/Modification #</b><br>Various |
| <b>Description</b><br>Snow Removal and Treating of icing conditions – MNR Territory in<br>NYS and CT.  |  | <b>Original Amount:</b> \$1,491,210   |                                      |
| <b>Contract Term (including Options, if any)</b><br>Orig. Contract date: 11/1/08. 1 two-(2) year option  |  | <b>Prior Modifications:</b> \$176,388   |                                      |
| <b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No   |  | <b>Prior Budgetary Increases:</b> \$0.00  |                                      |
| <b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive   |  | <b>Current Amount:</b> \$1,667,598  |                                      |
| <b>Solicitation Type</b> <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:  |  | <b>This Request:</b> \$1,633,834  |                                      |
| <b>Funding Source</b><br><input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  | <b>% of This Request to Current Amount:</b> 97.7 %  |                                      |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Procurement & Material Management, Anthony J. Bombace, Jr.   |  | <b>% of Modifications (including This Request)<br/>to Original Amount:</b> 121%                   |                                      |

**Discussion:**

In September 2008, through the competitive bid process, MNR awarded eleven (11) miscellaneous service contracts to provide snow removal services at twenty-four (24) locations throughout MNR's operating territory in New York State, including West of Hudson (WOH), and Connecticut, for up to a four (4)-yr period (2-yr base plus 2-yr option thru 2012).

At this time, MNR is requesting to exercise the available two (2)-year contract renewal options on all 11 contracts. The scope of services includes all labor, material and equipment necessary for the on-going, unlimited removal of snow and ice (i.e.-plowing and spreading of salt, sand/or magnesium chloride) during the winter/snow season (Nov-April). The locations that are cleared include: stations, yards and facilities. A joint Railroad procurement with LIRR is not feasible due to the different territories served by MNR and LIRR and it is not cost effective to have one consolidated contract for snow and ice removal for both railroads.

There is no price increase for the two (2)-year renewal, and all other terms and conditions of the contract remain the same. As MNR does not have sufficient in-house forces to accomplish the required work throughout the territory, the utilization of third party contractors is the most efficient and cost effective method for snow and ice removal. The total cost of the two-(2) year option is \$1,633,834. This procurement is to be funded by the MNR Operating Budget for the NY locations and the NH Line Service Agreement for those locations in Connecticut.



**SEPTEMBER 2010**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**MTA CAPITAL CONSTRUCTION**

**Procurements Requiring Majority Vote**

**Schedule I: Modifications to Purchase Contracts and Public Work Contracts**

(Staff Summaries required for individual change orders greater than \$250K. Approval without Staff Summary required for change orders greater than 15% of the adjusted contract amount which are also at least \$50K)

- |    |  |                  |                                      |
|----|--|------------------|--------------------------------------|
| 1. | <b>Gramercy Wrecking<br/>&amp; Environmental Co.<br/>Competitive<br/>Contract No. CM008A</b> | <b>\$980,000</b> | <b><u>Staff Summary Attached</u></b> |
|----|--|------------------|--------------------------------------|

This modification is for a scope transfer from a successor contract (CM014) to Contract CM008A at no increase to the overall project cost. The transferred scope is for the demolition and removal of a crash wall. This transfer reduces the schedule risk for the CM014 Contractor who will benefit from having the ability to perform major portions of its scope of work without conflicting with the demolition of the crash walls and removal of the debris.



**Schedule I: Modifications to Purchase or Public Work Contracts**



Item Number:

|   |
|---|
| <b>Vendor Name (&amp; Location)</b><br>Gramercy Wrecking & Environmental Co.  |
| <b>Description</b><br>Madison Yard Site Clearance   |
| <b>Contract Term (including Options, if any)</b><br>Nine hundred and seventy-five days (975)  |
| <b>Option(s) included in Total</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a  |
| <b>Procurement</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive   |
| <b>Solicitation</b> <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification                                    |
| <b>Funding Source</b><br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other: |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>East Side Access, A. Paskoff, P.E.  |

| Contract Number   | AWO/Modificati   |
|---|------------------|
| CM008A  | Mod No. 47       |
|   |                  |
| Original Amount:  | \$ 38,983,112.00 |
| Prior Modifications:  | \$ 1,763,797.67  |
| Prior Budgetary Increases:                                      | \$ 0             |
| Current Amount:   | \$ 40,746,909.67 |
|   |                  |
| This Request  | \$ 980,000.00    |
|   |                  |
| % of This Request to Current                                    | 2%               |
| % of Modifications (including This Request) to Original Amount: | 7%               |

**Discussion:**

This Contract is for the clearance and conditioning of the Madison Yard area located on the Suburban Level of Grand Central Terminal. The Work includes but is not limited to the demolition and removal of existing structure and utilities, the installation of new utility systems, the construction of a new perimeter wall and the construction of a new Commissary for Metro North Railroad.

Several crash walls in the Madison Yard area were to be demolished and removed under future Contract CM014. The ESA project has determined that it would be advantageous to transfer some of this scope from Contract CM014 to Contract CM008A. The work under this proposed modification is for the demolition and removal of approximately 1000 LF of crash wall. By advancing the removal of the crash walls to Contract CM008A, reduces the schedule risk for the CM014 Contractor who will benefit from having the ability to perform major portions of its scope of work without conflicting with the demolition of the crash walls and the removal of the debris. Gramercy submitted a cost proposal in the amount of \$1,053,000 while the MTACC estimate was \$947,416. Negotiations were held and the parties agreed to the lump sum cost of \$980,000 for the work which is considered to be fair and reasonable as it is within 10% of the estimate. The corresponding budget for this work will be transferred from CM014 to CM008A to cover the cost of this modification. There is no time impact associated with this change.



SEPTEMBER 2010

LIST OF RATIFICATIONS FOR BOARD APPROVAL

MTA CAPITAL CONSTRUCTION

Procurements Requiring Two-Thirds Vote

**Schedule D: Ratification of Completed Procurement Actions**

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

2.      **Zetron Incorporated**      **\$291,999**      Staff Summary Attached  
         **Non-Competitive**  
         **Contract No. 10-0482**

This Contract is for the completion of the configuration and installation of equipment and software to bring the functions of the IESS/C3 system to a state of operational readiness for LIRR and MTAPD. Funding for this work is available under existing IESS funding. Given the urgent nature of this effort and the practical consideration that the existing IESS/C3 subcontractors and subconsultants are most familiar with and likely most qualified to perform the wrap-up work required, MTACC considers formal competitive bidding related to the wrap-up of the IESS/C3 project to be impractical and inappropriate pursuant to the prior Emergency Declaration.

Procurements Requiring Majority Vote

**Schedule K: Ratification of Completed Procurement Actions (Involving Schedule E-J)**  
(Staff Summaries required for items requiring Board approval)

3.      **CCA Civil – Halmar International, LLC**      **\$841,043**      Staff Summary Attached  
         **Competitive**  
         **Contract No. CM013**

This modification is for emergency work to address site safety and security issues at an existing Ventilation building utilized for ventilation and emergency egress from both levels of the 63<sup>rd</sup> St. tunnel. The work involves the fabrication and installation of new louvers with a security grill to replace all existing (most are damaged) or missing louvers. Funding for this modification is through a FEMA Homeland Security Grant.



## Schedule D: Ratifications of Completed Procurement Actions



# Staff Summary

Item Number: 2

|   |  |  |  |
|---|--|--|--|
| <b>Vendor Name (&amp; Location)</b><br>Zetron Incorporated (Redmond, WA)  |  | <b>Contract Number</b><br>10-0482  | <b>Renewal?</b><br><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| <b>Description</b><br>IESS Communications Work  |  | <b>Total Amount:</b> \$291,999   |  |
| <b>Contract Term (including Options, if any)</b><br>Six Months  |  | <b>Funding Source</b><br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A       |  | <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Security Program, Richard Miras  |  |
| <b>Procurement Type</b><br><input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive <input type="checkbox"/> Ride |  |  |  |
| <b>Solicitation Type</b><br><input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other                   |  |  |  |

### Discussion:

MTACC has worked to engage the major subcontractors and subconsultants working under the Integrated Electronic Security System (IESS/C3) Contract in separate agreements that will collectively complete the work unfinished by Lockheed Martin to bring the functions of the IESS/C3 system to operational readiness. Given the urgent nature of this effort and the practical consideration that the existing IESS/C3 subcontractors and subconsultants are most familiar with and likely most qualified to perform the wrap-up work required, MTACC considers formal competitive bidding related to the wrap-up of the IESS/C3 project to be impractical and inappropriate pursuant to the prior Emergency Declaration. In order to bring the functions of the IESS/C3 system to operational readiness, we require Zetron Corporation ("Zetron"), who provided dispatch consoles and communications software as a subcontractor to Lockheed Martin, to complete the configuration and installation of approximately \$5M worth of equipment. Upon completion of this work, the dispatch consoles and software will allow communication across various mediums such as radio, phone and networks for LIRR and MTAPD. A systems readiness assessment will also be conducted for MNR and NYCT.

Zetron proposed \$317,999 while the MTACC in-house estimate was \$292,024. Negotiations were held and the parties agreed to a cost of \$291,999 which is considered fair and reasonable as it compares favorably with the estimate. Due to an urgent need to complete this work and with the latitude provided under the prior Declaration of Emergency for security-related contracts, MTACC entered into an agreement with Zetron for the negotiated amount. A separate Contract for the maintenance of the equipment is currently being negotiated by MTAHQ.



# Schedule K: Ratification of Completed Procurement Actions



## Staff Summary

Item Number: 3

|   |
|---|
| <b>Vendor Name (&amp; Location)</b><br>CCA Civil – Halmar International, LLC (Jersey City, NJ)  |
| <b>Description</b><br>50 <sup>th</sup> Street Ventilation Facility For the East Side Access Project   |
| <b>Contract Term (including Options, if any)</b>  |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A   |
| <b>Procurement</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive   |
| <b>Solicitation</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification   |
| <b>Funding Source</b><br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: FEMA |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Security Program/ Richard Miras   |

|  |                              |
|--|------------------------------|
| <b>Contract Number</b><br>CM013  | <b>AWO/Modification</b><br>2 |
|  |                              |
| <b>Original Amount:</b>  | \$ 94,355,000                |
| <b>Prior Modifications:</b>  | \$ (350,000)                 |
| <b>Prior Budgetary Increases:</b>                                      | \$ 0                         |
| <b>Current Amount:</b>   | \$ 94,005,000.00             |
|  |                              |
| <b>This Request:</b>   | \$ 841,043                   |
| <b>% of This Request to Current Amount:</b>                            | 0.9%                         |
| <b>% of Modifications (including This Request) to Original Amount:</b> | 0.5%                         |


### Discussion:

This contract is for the construction of the 50<sup>th</sup> Street Ventilation facility, which will connect to ESA's bored tunnels. The contract involves demolition of 5 buildings, excavation of a shaft from the street to the tunnel level, and the construction of a 3 story steel-framed building. Also part of this contract is excavation under 50<sup>th</sup> Street to create an access tunnel that will connect to the future LIRR concourse for deliveries into the concourse level.

This modification is for emergency work to address site safety and security issues at an existing Ventilation building utilized for ventilation and emergency egress from both levels of the 63<sup>rd</sup> St. tunnel. The work involves the fabrication and installation of new louvers along with a security grill to attached behind the louvers which will replace all existing (most are damaged) or missing louvers. Given the urgent nature of this effort and with the latitude provided under the prior Declaration of Emergency for security-related projects, MTACC authorized CCA Civil – Halmar International, LLC to perform the work under the CM013 Contract, since the Contractor has the capability of performing this work and can mobilize quickly. The Contractor proposal was for \$841,043 while the estimate was for \$779,662. Negotiations were held and the parties agreed to a cost of \$841,043 which is considered to be fair and reasonable as it is within 10% of the estimate. Funding for this Modification is through a FEMA Homeland Security Grant.

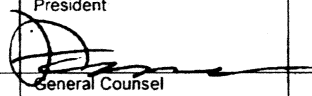
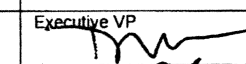
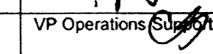



# Staff Summary

|                           |   |
|---------------------------|---|
| Subject                   | Toll Violation Fee  |
| Department                | Law   |
| Department Head Name      | M. Margaret Terry  |
| Department Head Signature |   |
| Project Manager Name      |   |

|                          |                    |
|--------------------------|--------------------|
| Date                     | September 14, 2010 |
| Vendor Name              | N/A                |
| Contract Number          | N/A                |
| Contract Manager Name    | N/A                |
| Table of Contents Ref. # | N/A                |

| Board Action |               |         |          |      |       |
|--------------|---------------|---------|----------|------|-------|
| Order        | To            | Date    | Approval | Info | Other |
| 1            | B&T Committee | 9/27/10 |          |      |       |
| 2            | Board         | 9/29/10 |          |      |       |
|              |               |         |          |      |       |
|              |               |         |          |      |       |

| Internal Approvals |   |       |                     |
|--------------------|---|-------|---------------------|
| Order              | Approval  | Order | Approval            |
| 4                  | President<br>             |       | VP Procurement      |
|                    | General Counsel   |       | VP Operations       |
| 3                  | Executive VP<br>          |       | VP Labor Relations  |
| 1                  | VP Operations Support<br> |       | VP & Chief Engineer |

| Internal Approval (cont.) |  |       |                               |       |                           |       |          |
|---------------------------|--|-------|-------------------------------|-------|---------------------------|-------|----------|
| Order                     | Approval   | Order | Approval                      | Order | Approval                  | Order | Approval |
| 2                         | Chief Financial Officer<br> |       | Chief Security Officer        |       | Chief Maintenance Officer |       | Other    |
|                           | Chief Information Officer  |       | Chief Health & Safety Officer |       | Affirmative Action        |       | Other    |

**PURPOSE:** To obtain the Board's approval of a Resolution authorizing the President of the Authority or his designee to take all preliminary steps as may be necessary and desirable for the adoption of a regulation which would impose an administrative fee, known as the toll violation fee, in the amount of \$50 for each toll collection violation on the Authority's bridges and tunnels.

**DISCUSSION:** The Authority has traditionally relied upon toll gates as the primary means to prevent vehicles from crossing its bridges and tunnels without paying the proper tolls. As the Authority prepares to begin the pilot project for gateless and all-electronic tolling at the Henry Hudson Bridge, additional steps are needed. The Authority seeks authorization to begin the process of adopting a new regulation which would impose an administrative fee, known as a toll violation fee, in the amount of \$50 upon the owner of any vehicle crossing a bridge or tunnel without paying the prescribed crossing charge by means of a properly mounted and valid E-ZPass Tag or by fare media other than prepaid E-ZPass at the place and time and in the manner established by the Authority for the collection of such toll. The toll violation fee as well as the applicable crossing charge would be imposed for each toll collection violation and paid directly to the Authority. Nothing in the proposed regulation would impair the Authority's ability to impose administrative violation fees upon E-ZPass account holders pursuant to the terms of the E-ZPass agreement and, following the implementation of all-electronic tolling at the Henry Hudson Bridge, upon video account holders pursuant to the applicable video account agreement.

The proposed violation fee would encourage customers to obtain and maintain valid E-ZPass accounts or otherwise comply with Authority toll collection regulations by properly paying with fare media other than E-ZPass. The fee would also be used to ameliorate the financial burdens imposed on the Authority by toll violations, including the costs of vehicle identification, invoicing, collection and late payment, as well as lost revenue.



**IMPACT ON FUNDING:** The toll violation fee is intended to be revenue-neutral; the revenue obtained from the fee would be used to offset the financial burdens arising from toll violations including the costs of vehicle identification, invoicing, collection and late payment, as well as lost revenue.

**RECOMMENDATION:** It is recommended that the Board adopt and approve the attached Resolution authorizing the President or his designee to take all preliminary steps as may be necessary and desirable for the adoption of the proposed Part 1021.3 of Title 21 of the New York Codes, Rules and Regulations which would implement the \$50 toll violation fee.



## **RESOLUTION**

**WHEREAS**, the Triborough Bridge and Tunnel Authority has been given the statutory right and duty to charge tolls and fees for the use of its bridges and tunnels and to collect revenues therefrom; and

**WHEREAS**, the Authority has been given the statutory right and duty to apply these tolls and fees to pay the Authority's operating, administration and other necessary expenses, to pay interest and principal on the bonds it issues and otherwise satisfy its commitments to bondholders and, at the direction of the Metropolitan Transportation Authority, to support mass transit; and

**WHEREAS**, the Authority proposes to impose an administrative fee, known as the toll violation fee, upon the vehicle owner in the amount of \$50 for each toll collection violation for the purpose of encouraging its customers to obtain and maintain valid E-ZPass accounts or otherwise comply with Authority toll collection regulations by paying with fare media other than E-ZPass at the time and place and in the manner prescribed by the Authority;

**WHEREAS**, the proposed regulation does not impair the Authority's ability to impose administrative violation fees upon E-ZPass account holders pursuant to the terms of the E-ZPass agreement and video account holders pursuant to the applicable video account agreement; and

**WHEREAS**, the Authority proposes to make toll violations revenue-neutral by imposing a \$50 toll violation fee upon vehicle owners which would be used to offset the financial burdens arising from toll violations including the costs of vehicle identification, invoicing, collection and late payment, as well as lost revenue; and

### **NOW, THEREFORE, IT IS:**

**RESOLVED**, that the President of the Authority or his designee is hereby fully authorized and directed to take such preliminary steps as may be necessary or desirable for the adoption of the proposed Part 1021.3 of Title 21 of the New York Codes, Rules and Regulations, as annexed hereto, which would impose an administrative fee, known as the toll violation fee, in the amount of \$50 each occurrence upon the owner of any vehicle which violates the Authority's toll collection regulations and would not impair the Authority's ability to impose administrative toll violation fees upon E-ZPass and video account holders pursuant to their respective agreements for violation of the Authority's toll collection regulations.

September 29, 2010  
New York, New York



## **ATTACHMENT 1**

### **Part 1021.3 Toll Violation Fee**

The owner, as defined in Public Authorities Law § 2985(3), of any vehicle which violates toll collection regulations by crossing a bridge or tunnel without paying the crossing charge prescribed by the Triborough Bridge and Tunnel Authority at the place and time and in the manner established for the collection of such crossing charge shall be liable to the Triborough Bridge and Tunnel Authority for an administrative fee, known as the toll violation fee, in the amount of \$50 for each such toll collection violation. The toll violation fee shall be in addition to the applicable crossing charge and any fines and penalties otherwise prescribed by law or by agreement.

1. Payment of crossing charges by prepaid E-ZPass shall be made by means of a properly mounted E-ZPass Tag of the proper class that is classified as valid at the time of the toll transaction. Nothing in this section shall be construed to limit the liability of an E-ZPass account holder for administrative violation fees established and imposed by the E-ZPass agreement for failure to pay crossing charges by means of a properly mounted E-ZPass Tag of the proper class that is classified as valid at the time of the toll transaction.
2. Payment of crossing charges by fare media other than prepaid E-ZPass shall be made at the place and time and in the manner established for the collection of such crossing charge. Nothing in this section shall be construed to limit the liability of a video account holder for administrative violation fees established and imposed by the applicable video account agreement for failure to pay crossing charges at the place and time and in the manner established for the collection of such crossing charges.



# Staff Summary



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

|                                |                   |
|--------------------------------|-------------------|
| <b>Date</b>                    | September 8, 2010 |
| <b>Vendor Name</b>             |                   |
| <b>Contract Number</b>         |                   |
| <b>Contract Manager Name</b>   |                   |
| <b>Table of Contents Ref #</b> |                   |

| Board Action |                   |         |          |      |       |
|--------------|-------------------|---------|----------|------|-------|
| Order        | To                | Date    | Approval | Info | Other |
| 1            | President         | 9/8/10  |          |      |       |
| 2            | MTA B&T Committee | 9/27/10 |          |      |       |
| 3            | MTA Board         | 9/29/10 |          |      |       |

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

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

## 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            | \$ .121M  |
| Schedule G                        | Miscellaneous Service Contracts | 2            | \$1.419M  |
| Subtotal                          |                                 | 3            | \$1.540M  |

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

|       |   |          |
|-------|---|----------|
| TOTAL | 3 | \$1.540M |
|-------|---|----------|

## BUDGET IMPACT:

The purchases/contracts will result in obligating MTA B&T funds in the amount listed. Funds are available in the current MTA B&T operating budget 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**  
**SEPTEMBER 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. **Lexington Hearing and Speech Center, Inc.**      \$      **121,370.00**  
**Contract No. PSC-09-2867X**

3 yr. contract – Competitive RFP – 3 Proposals

B&T requires the services of a consultant to provide annual audiometric testing and training in the proper use of hearing protection to the Authority's Bridge and Tunnel Officers (BTOs), Sergeants and Lieutenants. B&T's Hearing Conservation Program is a part of their union agreement to track auditory health, avoid accidents due to poor hearing and also conforms to OSHA Federal Regulations. The service requirements were publicly advertised. On June 2, 2010 three proposals were received from Lexington Hearing and Speech Center, Inc. (LHSC), Enviromed Corp. (EC), and Professional Health Services, Inc. (PHS). The proposals were evaluated against established criteria set forth in the RFP including qualifications of the Consultant, depth of understanding of project and resources, experience of the firm and cost. Based on the committee's review of all the proposals, it unanimously selected LHSC based on its: (i) extensive experience related to hearing conservation; (ii) superior past performance; (iii) highly qualified personnel; and (iv) lowest proposed cost. Both PHS and EC do not have the depth of resources to perform the required services. EC did not show an adequate understanding of the scope of work. The committee unanimously waived oral presentations and recommended that negotiations be conducted with LHSC, the highest rated firm on both its technical and cost proposals. LHSC submitted a proposal in the amount of \$139,620. Negotiations resulted in a final amount of \$121,370. This amount is 15% higher than the Authority's estimate of \$105,684. It is noted that the scope of work has changed from the current contract to the prospective contract. Under the current contract, the Consultant performed audiometric testing and training to 30-35 BTOs, Sergeants and Lieutenants in a single day. In the prospective contract the Consultant shall be required to perform audiometric testing and training to a maximum of 45 BTOs, Sergeants and Lieutenants in a single day. Additionally, due to quantity revisions and changes to the line item pricing, a price comparison was not practical. As such, the rates proposed are deemed to be fair and reasonable. B&T contacted other MTA Agencies to ask if they wished to participate in a joint solicitation, however, all agencies declined. LHSC has performed satisfactorily under the current and previous Authority contracts. After extensive review, LHSC was approved as a responsible consultant. Funding is available in the Operating Budget under General Ledger 57610.



**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**  
**SEPTEMBER 2010**

**G: Miscellaneous Service Contracts**

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

2. **Royal Waste Services, Inc.** **\$ 1,353,450.00**  
**Contract No. 10-MNT-2867**

3 yr. contract – Competitive Bid – Low Bid/8 Bids

On May 18, 2010 B&T issued a solicitation for the removal and transport of garbage and recycling materials from various B&T facilities. The service requirements were publicly advertised, the solicitation notice was sent to 107 firms and thirteen firms requested copies of the solicitation. On July 10, 2010, eight bids were submitted. Three additional facilities have been added for recycling services that are not included under the current contract. The rates for this contract are fixed for the three year period and on average represent an 8.4% decrease when compared to the previous contract rates. The overall bid amount is 1.6% greater than the user's estimate of \$1,331,356. A qualification hearing was conducted on August 4, 2010 with Royal Waste Services, Inc. (RWS) to determine if they were professionally and technically qualified to perform the work. Based on information disclosed during the hearing, it was determined that this firm's bid conforms to the requirements of the solicitation and RWS is fully qualified to perform. After evaluation of the bids, it was determined that RWS is the lowest responsive, responsible bidder. Based on competition, the price is considered fair and reasonable. Other agencies were contacted regarding joint participation; no interest was expressed at this time. We also explored the possibility of riding NYCT's contract, however, it does not cover all of B&T's requirements. Funding is available in the Operating Budget under General Ledger 57710. The MTA Office of Civil Rights has established goals of 10% MBE and 5% WBE for this contract. The contract will not be awarded until the M/WBE requirements are satisfied.

3. **Continental Lift Truck, Inc.** **\$ 65,250.00**  
**Contract No. 10-MNT-2869**

2 yr. contract - Competitive Bid – Low Bid/3 Bids

On June 17, 2010 B&T issued a solicitation to provide all labor, materials and equipment necessary to perform scheduled and unscheduled maintenance and repair of approximately 83 of the Authority's "off road" heavy-duty vehicles and associated equipment located at various B&T facilities. The repairs are for B&T vehicles that are out of warranty, and require the use of specialized equipment and trained personnel with mechanical skills not currently available at B&T. Other agencies were contacted and advised that they either perform their own "off road" vehicle maintenance and repair work or had no current requirement for this service. The service requirements were publicly advertised. The solicitation notice was sent to 132 firms. Four firms requested copies of the solicitation. On July 9, 2010, three bids were submitted. The prices are fixed for a two year period. The labor rate quoted is 18.75% lower than the current rate. The rates and fees for the other three items remain unchanged. After evaluation of the bids, it was determined that Continental Lift Truck, Inc. is the lowest responsive, responsible bidder. Based on competition, the price is considered fair and reasonable. Funding is available in the Operating Budget under General Ledger 57410.