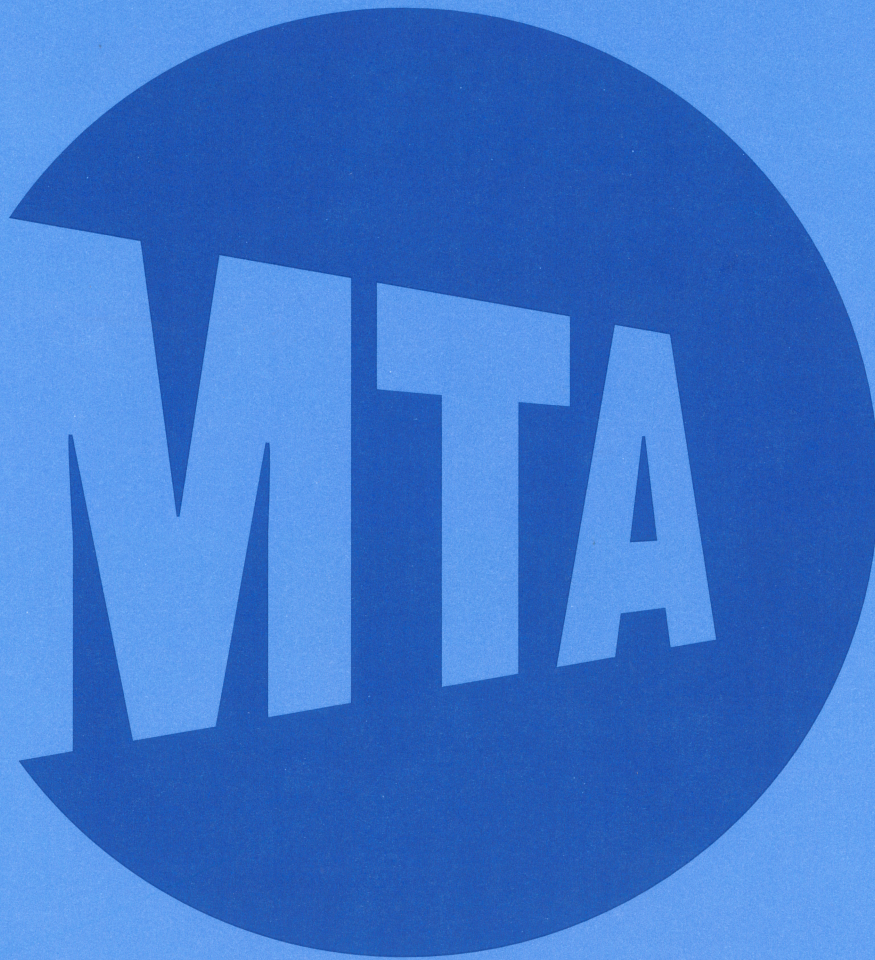




Metropolitan Transportation Authority

# November 2010

**MTA Board Action Items**





**MEETING AGENDA**  
**METROPOLITAN TRANSPORTATION AUTHORITY BOARD**  
**November 17, 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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**2. APPROVAL OF MINUTES**

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

Date of next MTA Board meeting: Wednesday December 15, 2010 at 9:30 a.m.



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

**Thursday, October 7, 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. Nancy Shevell**

**The following members were absent:**

**Hon. James L. Sedore, Jr.  
Hon. Vincent Tessitore, Jr.  
Hon. Carl V. Wortendyke**

Diana Jones Ritter, MTA 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 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, and the MTA Bus Company.

Chairman Walder called the meeting to order.

1. **PUBLIC SPEAKERS.** The following speakers addressed agenda items. Refer to the video recording of the October 7, 2010 meeting for the contents of these speakers' statements.

Bill Henderson, Permanent Citizens Advisory Committee  
Heydi De Los Santos, private citizen  
Gene Russianoff, Straphangers Campaign  
Noah Budnick, Transportation Alternatives  
Walt Poitevien, private citizen  
Gabrielle Gemma, private citizen  
Marty Goodman, Transport Workers Union, Local 100  
Tony Murphy, private citizen  
Augustin Castro, private citizen  
Matt Shotkin, private citizen  
Mike Eilenfeldt, private citizen

2. **PROPOSED FARE INCREASES.**

Chairman Walder thanked the Board members and staff for attending the Special Board meeting and for their attendance at the nine public hearings held in September.

The Chairman stated that the scheduled vote on a proposal to increase 2011 fares on the transit and commuter rail systems was set in motion back in May 2009 when Albany approved the rescue package for the MTA. That package, which included the Payroll Mobility Tax and other new revenue sources that were intended to generate nearly \$2 billion annually for the MTA, also relied on increased fares and tolls in 2011 and again in 2013, expected to generate 7.5% in additional fare revenue.

While State revenues have fallen far short of original projections, Chairman Walder noted the extraordinary measures MTA has taken to hold up its end of the deal. MTA has worked hard to change the way it does business so that the proposed fare increase could remain at the 7.5% revenue level. Rather than seek a larger fare increase, MTA has cut costs by numerous actions, some painful to MTA customers and employees, including reducing administrative payrolls and eliminating other positions, consolidating business functions, controlling overtime, curtailing projects and limiting service. These measures are achieving savings of more than \$525 million in 2011, with expected annual savings to grow to \$750 million by 2014.

The Chairman stated that the Board has a fiduciary responsibility to ensure that MTA's 2011 budget is balanced, and increasing the fares will accomplish this goal. Chairman



Walder said that support from the state and federal governments are important to the MTA, and the MTA will continue a dialogue with these partners.

The Chairman noted that the MTA had listened at the public hearings, describing how the fare proposals presented to the Board have incorporated public comments made during the hearing process. Commentary made it clear that the unlimited pass has become a fundamental part of life for many subway and bus users and its preservation was strongly favored over a capped pass, input reflected in the final proposal presented to the Board. On the commuter rail side, based upon public comments, ticket validity periods have been extended from the limits originally proposed, giving customers more time to use their tickets. The Chairman concluded, noting that the fare proposals being presented to the Board for vote were responsive to these comments and achieve the established goals of maintaining mobility in the region, enhancing or maintaining equity, and increasing the efficiency of selling and collecting fares.

The Chairman invited discussion by Board members on the fare proposals. Extensive discussion among members of the Board followed, the details of which are included in the video recording of the meeting produced by the MTA and maintained in MTA records. Following Board members' comments on the fare proposals, Chairman Walder called for a vote on the proposal to authorize the fare changes.

**Action Item.** Upon motion duly made and seconded, the Board approved the resolution authorizing the proposed fare changes. The specifics are set forth in the attached staff summary and resolution. Board members Foye and Seabrook voted in opposition.

Chairman Walder thanked the Board members for their consideration and commended the MTA management team for working hard to change the way MTA does business. Chairman Walder noted that the fare changes are scheduled to be implemented on December 30, 2010.

3. **ADJOURNMENT.**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:05 a.m.

Respectively submitted,

Victoria Clement  
Assistant Secretary

October 7, 2010  
Special Board Meeting



**Minutes of the  
Special 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**

**Thursday, October 7, 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. Nancy Shevell

The following members were absent:

Hon. James L. Sedore, Jr.  
Hon. Vincent Tessitore, Jr.  
Hon. Carl V. Wortendyke

Diana Jones Ritter, MTA 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 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, and the MTA Bus Company.

Chairman Walder called the meeting to order.

## **1. PUBLIC SPEAKERS.**

The following speakers addressed agenda items. Refer to the video recording of the October 7, 2010 meeting for the contents of these speakers' statements.

Bill Henderson, Permanent Citizens Advisory Committee  
Heydi De Los Santos, private citizen  
Gene Russianoff, Straphangers Campaign  
Noah Budnick, Transportation Alternatives  
Walt Poitevien, private citizen  
Gabrielle Gemma, private citizen  
Marty Goodman, Transport Workers Union, Local 100  
Tony Murphy, private citizen  
Augustin Castro, private citizen  
Matt Shotkin, private citizen  
Mike Eilenfeldt, private citizen

## **2. PROPOSED FARE INCREASES.**

Chairman Walder thanked the Board members and staff for attending the Special Board meeting and for their attendance at the nine public hearings held in September.

The Chairman stated that the scheduled vote on a proposal to increase 2011 fares on the transit and commuter rail systems was set in motion back in May 2009 when Albany approved the rescue package for the MTA.

That package, which included the Payroll Mobility Tax and other new revenue sources that were intended to generate nearly \$2 billion annually for the MTA, also relied on increased fares and tolls in 2011 and again in 2013, expected to generate 7.5% in additional fare revenue.

While State revenues have fallen far short of original projections, Chairman Walder noted the extraordinary measures MTA has taken to hold up its end of the deal. MTA has worked hard to change the way it does business so that the proposed fare increase could remain at the 7.5% revenue level. Rather than seek a larger fare increase, MTA has cut costs by numerous actions, some painful to MTA customers and employees, including reducing administrative payrolls and eliminating other

positions, consolidating business functions, controlling overtime, curtailing projects and limiting service. These measures are achieving savings of more than \$525 million in 2011, with expected annual savings to grow to \$750 million by 2014.

The Chairman stated that the Board has a fiduciary responsibility to ensure that MTA's 2011 budget is balanced, and increasing the fares will accomplish this goal. Chairman Walder said that support from the state and federal governments are important to the MTA, and the MTA will continue a dialogue with these partners.

The Chairman noted that the MTA had listened at the public hearings, describing how the fare proposals presented to the Board have incorporated public comments made during the hearing process.

Commentary made it clear that the unlimited pass has become a fundamental part of life for many subway and bus users and its preservation was strongly favored over a capped pass, input reflected in the final proposal presented to the Board. On the commuter rail side, based upon public comments, ticket validity periods have been extended from the limits originally proposed, giving customers more time to use their tickets. The Chairman concluded, noting that the fare proposals being presented to the Board for vote were responsive to these comments and achieve the established goals of maintaining mobility in the region, enhancing or maintaining equity, and increasing the efficiency of selling and collecting fares.

The Chairman invited discussion by Board members on the fare proposals. Extensive discussion among members of the Board followed, the details of which are included in the audiotape of the meeting produced by the MTA and maintained in MTA records. Following Board members' comments on the fare proposals, Chairman Walder called for a vote on the proposal to authorize the fare changes.

Action Item. Upon motion duly made and seconded, the Board approved the resolution authorizing the proposed fare changes. The specifics are set forth in the attached staff summary and resolution. Board members Foye and Seabrook voted in opposition.

Chairman Walder thanked the Board members for their consideration and commended the MTA management team for working hard to change the way MTA does business. Chairman Walder noted that the fare changes are scheduled to be implemented on December 30, 2010.

### **3. ADJOURNMENT.**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:05 a.m.

Respectively submitted,



Mariel Tanne  
Assistant Secretary



Minutes of the Special Board Meeting  
Metro-North Commuter Railroad Company

Thursday, October 7, 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. Nancy Shevell

The following members were absent:

Hon. James L. Sedore, Jr.  
Hon. Vincent Tessitore, Jr.  
Hon. Carl V. Wortendyke

Diana Jones Ritter, MTA 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 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.

1. PUBLIC SPEAKERS. The following speakers addressed agenda items. Refer to the video recording of the October 7, 2010 meeting for the contents of these speakers' statements.

Bill Henderson, Permanent Citizens Advisory Committee  
Heydi De Los Santos, private citizen

Gene Russianoff, Straphangers Campaign  
Noah Budnick, Transportation Alternatives  
Walt Poitevien, private citizen  
Gabrielle Gemma, private citizen  
Marty Goodman, Transport Workers Union, Local 100  
Tony Murphy, private citizen  
Augustin Castro, private citizen  
Matt Shotkin, private citizen  
Mike Eilenfeldt, private citizen

2. PROPOSED FARE INCREASES.

Chairman Walder thanked the Board members and staff for attending the Special Board meeting and for their attendance at the nine public hearings held in September.

The Chairman stated that the scheduled vote on a proposal to increase 2011 fares on the transit and commuter rail systems was set in motion back in May 2009 when Albany approved the rescue package for the MTA. That package, which included the Payroll Mobility Tax and other new revenue sources that were intended to generate nearly \$2 billion annually for the MTA, also relied on increased fares and tolls in 2011 and again in 2013, expected to generate 7.5% in additional fare revenue.

While State revenues have fallen far short of original projections, Chairman Walder noted the extraordinary measures MTA has taken to hold up its end of the deal. MTA has worked hard to change the way it does business so that the proposed fare increase could remain at the 7.5% revenue level. Rather than seek a larger fare increase, MTA has cut costs by numerous actions, some painful to MTA customers and employees, including reducing administrative payrolls and eliminating other positions, consolidating business functions, controlling overtime, curtailing projects and limiting service. These measures are achieving savings of more than \$525 million in 2011, with expected annual savings to grow to \$750 million by 2014.

The Chairman stated that the Board has a fiduciary responsibility to ensure that MTA's 2011 budget is balanced, and increasing the fares will accomplish this goal. Chairman Walder said that support from the state and federal governments are important to the MTA, and the MTA will continue a dialogue with these partners.

The Chairman noted that the MTA had listened at the public hearings, describing how the fare proposals presented to the Board have incorporated public comments made during the hearing process. Commentary made it clear that the unlimited pass has become a fundamental part of life for many subway and bus users and its preservation was strongly favored over a capped pass, input reflected in the final proposal presented to the Board. On the commuter rail side, based upon public comments, ticket validity periods have been extended from the limits originally proposed, giving customers more time to use their tickets. The Chairman concluded, noting that the fare proposals being presented to the Board for vote were responsive to these comments and achieve the established goals of maintaining

mobility in the region, enhancing or maintaining equity, and increasing the efficiency of selling and collecting fares.

The Chairman invited discussion by Board members on the fare proposals. Extensive discussion among members of the Board followed, the details of which are included in the video recording of the meeting produced by the MTA and maintained in MTA records. Following Board members' comments on the fare proposals, Chairman Walder called for a vote on the proposal to authorize the fare changes.

Action Item. Upon motion duly made and seconded, the Board approved the resolution authorizing the proposed fare changes. The specifics are set forth in the attached staff summary and resolution. Board members Foye and Seabrook voted in opposition.

Chairman Walder thanked the Board members for their consideration and commended the MTA management team for working hard to change the way MTA does business. Chairman Walder noted that the fare changes are scheduled to be implemented on December 30, 2010.

3. ADJOURNMENT.

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:05 a.m.

Respectfully submitted,

  
Seth J. Cummins  
Secretary

Oct 2010 Sp Board Minutes  
Legal/Corporate



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

**Meeting Held At  
347 Madison Avenue  
New York, NY 10017**

**Wednesday, October 7, 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. Nancy Shevell

The following members were absent:

Hon. James L. Sedore, Jr.  
Hon. Vincent Tessitore, Jr.  
Hon. Carl V. Wortendyke

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 and Senior Vice-President NYCT Department of Buses, Michael Horodniceanu, President of MTA Capital Construction, and Douglas Sussman, Director, Community Affairs, also attended the meeting.

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

Chairman Walder called the meeting to order.

## **1. PUBLIC SPEAKERS**

The following speakers addressed agenda items. Refer to the video recording of the October 7, 2010 meeting for the contents of these speakers' statements.

Bill Henderson, Permanent Citizens Advisory Committee  
Heydi De Los Santos, private citizen  
Gene Russianoff, Straphangers Campaign  
Noah Budnick, Transportation Alternatives  
Walt Poitevien, private citizen  
Gabrielle Gemma, private citizen  
Marty Goodman, Transport Workers Union, Local 100  
Tony Murphy, private citizen  
Augustin Castro, private citizen  
Matt Shotkin, private citizen  
Mike Eilenfeldt, private citizen

## **2. PROPOSED FARE INCREASES/ACTION ITEM**

Chairman Walder thanked the Board members and staff for attending the Special Board meeting and for their attendance at the nine public hearings held in September.

The Chairman stated that the scheduled vote on a proposal to increase 2011 fares on the transit and commuter rail systems was set in motion back in May 2009 when Albany approved the rescue package for the MTA. That package, which included the Payroll Mobility Tax and other new revenue sources that were intended to generate nearly \$2 billion annually for the MTA, also relied on increased fares and tolls in 2011 and again in 2013, expected to generate 7.5% in additional fare revenue.

While State revenues have fallen far short of original projections, Chairman Walder noted the extraordinary measures MTA has taken to hold up its end of the deal. MTA has worked hard to change the way it does business so that the proposed fare increase could remain at the 7.5% revenue level. Rather than seek a larger fare increase, MTA has cut costs by numerous actions, some painful to MTA customers and employees, including reducing administrative payrolls and eliminating other positions, consolidating business functions, controlling overtime, curtailing projects and limiting service. These measures are achieving savings of more than \$525 million in 2011, with expected annual savings to grow to \$750 million by 2014.

The Chairman stated that the Board has a fiduciary responsibility to ensure that MTA's 2011 budget is balanced, and increasing the fares will accomplish this goal. Chairman Walder said that support from the state and federal governments are important to the MTA, and the MTA will continue a dialogue with these partners.

The Chairman noted that the MTA had listened at the public hearings, describing how the fare proposals presented to the Board have incorporated public comments made during the hearing process. Commentary made it clear that the unlimited pass has become a fundamental part of life for many subway and bus users and its preservation was strongly favored over a capped pass, input reflected in the final proposal presented to the Board. On the commuter rail side, based upon public comments, ticket validity periods have been extended from the limits originally proposed, giving customers more time to use their tickets. The Chairman concluded, noting that the fare proposals being presented to the Board for vote were responsive to these comments and achieve the established goals of maintaining mobility in

the region, enhancing or maintaining equity, and increasing the efficiency of selling and collecting fares.

The Chairman invited discussion by Board members on the fare proposals. Extensive discussion among members of the Board followed, the details of which are included in the videotape of the meeting produced by the MTA and maintained in MTA records. Following Board members' comments on the fare proposals, Chairman Walder called for a vote on the proposal to authorized the fare changes.

Upon motion duly made and seconded, the Board approved the resolution authorizing the proposed fare changes. The specifics are set forth in the attached staff summary and resolution. Board Members Foye and Seabrook voted in opposition.

Chairman Walder thanked the Board members for their consideration and commended the MTA management team for working hard to change the way MTA does business. Chairman Walder noted that the fare changes are scheduled to be implemented on December 30, 2010.

### **3. ADJOURNMENT**

Upon motion duly made and seconded, the Board unanimously voted to adjourn the meeting. The meeting was adjourned at 11:05 AM.

Respectfully submitted,



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Catherine A. Rinaldi  
Secretary



**Minutes of Special Board Meeting  
Triborough Bridge and Tunnel Authority  
October 7, 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. Nancy Shevell

Not Present:

Hon. James L. Sedore, Jr.  
Hon. Vincent Tessitore, Jr.  
Hon. Carl V. Wortendyke

Diana Jones Ritter, MTA 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; 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; 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**

The following speakers addressed agenda items. Refer to the video recording of the October 7, 2010 meeting for the contents of these speakers' statements.

Bill Henderson, Permanent Citizens Advisory Committee  
Heydi De Los Santos, private citizen  
Gene Russianoff, Straphangers Campaign  
Noah Budnick, Transportation Alternatives  
Walt Poitevien, private citizen  
Gabrielle Gemma, private citizen  
Marty Goodman, Transport Workers Union, Local 100  
Tony Murphy, private citizen  
Augustin Castro, private citizen  
Matt Shotkin, private citizen  
Mike Eilenfeldt, private citizen

## **2. PROPOSED FARE INCREASES**

Chairman Walder thanked the Board members and staff for attending the Special Board meeting and for their attendance at the nine public hearings held in September.

The Chairman stated that the scheduled vote on a proposal to increase 2011 fares on the transit and commuter rail systems was set in motion back in May 2009 when Albany approved the rescue package for the MTA. That package, which included the Payroll Mobility Tax and other new revenue sources that were intended to generate nearly \$2 billion annually for the MTA, also relied on increased fares and tolls in 2011 and again in 2013, expected to generate 7.5% in additional fare revenue.

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The Chairman stated that the Board has a fiduciary responsibility to ensure that MTA's 2011 budget is balanced, and increasing the fares will accomplish this goal. Chairman Walder said that support from the state and federal governments are important to the MTA, and the MTA will continue a dialogue with these partners.

The Chairman noted that the MTA had listened at the public hearings, describing how the fare proposals presented to the Board have incorporated public comments made during the hearing process. Commentary made it clear that the unlimited pass has become a fundamental part of life for many subway and bus users and its preservation was strongly favored over a capped pass, input reflected in the final proposal presented to the Board. On the commuter rail side, based upon public comments, ticket validity periods have been extended from the limits originally proposed, giving customers more time to use their tickets. The Chairman concluded, noting that the fare proposals being presented to the Board for vote were responsive to these comments and achieve the established goals of maintaining mobility in the region, enhancing or maintaining equity, and increasing the efficiency of selling and collecting fares.

The Chairman invited discussion by Board members on the fare proposals. Extensive discussion among members of the Board followed, the details of which are included in the video recording of the meeting produced by the MTA and maintained in MTA records. Following Board members' comments on the fare proposals, Chairman Walder called for a vote on the proposal to authorize the fare changes.

#### **Action Item**

Upon motion duly made and seconded, the Board approved the resolution authorizing the proposed fare changes. The specifics are set forth in the attached staff summary and resolution. Board members Foye and Seabrook voted in opposition.

Chairman Walder thanked the Board members for their consideration and commended the MTA management team for working hard to change the way MTA does business. Chairman Walder noted that the fare changes are scheduled to be implemented on December 30, 2010.

#### **3. ADJOURNMENT**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:05 a.m.

Respectively submitted,



Cindy L. Dugan

Executive Assistant General Counsel



MTA Capital Construction Company  
Minutes of  
Special Board Meeting  
347 Madison Avenue  
New York, NY 10017

Thursday, October 7, 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. Nancy Shevell**

**The following members were absent:**

**Hon. James L. Sedore, Jr.**  
**Hon. Vincent Tessitore, Jr.**  
**Hon. Carl V. Wortendyke**

Diana Jones Ritter, MTA 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 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, and the MTA Bus Company.

**Chairman Walder called the meeting to order.**

1. PUBLIC SPEAKERS. The following speakers addressed agenda items. Refer to the video recording of the October 7, 2010 meeting for the contents of these speakers' statements.

Bill Henderson, Permanent Citizens Advisory Committee  
Heydi De Los Santos, private citizen  
Gene Russianoff, Straphangers Campaign  
Noah Budnick, Transportation Alternatives  
Walt Poitevien, private citizen  
Gabrielle Gemma, private citizen  
Marty Goodman, Transport Workers Union, Local 100  
Tony Murphy, private citizen  
Augustin Castro, private citizen  
Matt Shotkin, private citizen  
Mike Eilenfeldt, private citizen

2. PROPOSED FARE INCREASES.

Chairman Walder thanked the Board members and staff for attending the Special Board meeting and for their attendance at the nine public hearings held in September.

The Chairman stated that the scheduled vote on a proposal to increase 2011 fares on the transit and commuter rail systems was set in motion back in May 2009 when Albany approved the rescue package for the MTA. That package, which included the Payroll Mobility Tax and other new revenue sources that were intended to generate nearly \$2 billion annually for the MTA, also relied on increased fares and tolls in 2011 and again in 2013, expected to generate 7.5% in additional fare revenue.

While State revenues have fallen far short of original projections, Chairman Walder noted the extraordinary measures MTA has taken to hold up its end of the deal. MTA has worked hard to change the way it does business so that the proposed fare increase could remain at the 7.5% revenue level. Rather than seek a larger fare increase, MTA has cut costs by numerous actions, some painful to MTA customers and employees, including reducing administrative payrolls and eliminating other positions, consolidating business functions, controlling overtime, curtailing projects and limiting service. These measures are achieving savings of more than \$525 million in 2011, with expected annual savings to grow to \$750 million by 2014.

The Chairman stated that the Board has a fiduciary responsibility to ensure that MTA's 2011 budget is balanced, and increasing the fares will accomplish this goal. Chairman Walder said

that support from the state and federal governments are important to the MTA, and the MTA will continue a dialogue with these partners.

The Chairman noted that the MTA had listened at the public hearings, describing how the fare proposals presented to the Board have incorporated public comments made during the hearing process. Commentary made it clear that the unlimited pass has become a fundamental part of life for many subway and bus users and its preservation was strongly favored over a capped pass, input reflected in the final proposal presented to the Board. On the commuter rail side, based upon public comments, ticket validity periods have been extended from the limits originally proposed, giving customers more time to use their tickets. The Chairman concluded, noting that the fare proposals being presented to the Board for vote were responsive to these comments and achieve the established goals of maintaining mobility in the region, enhancing or maintaining equity, and increasing the efficiency of selling and collecting fares.

The Chairman invited discussion by Board members on the fare proposals. Extensive discussion among members of the Board followed, the details of which are included in the video recording of the meeting produced by the MTA and maintained in MTA records. Following Board members' comments on the fare proposals, Chairman Walder called for a vote on the proposal to authorize the fare changes.

Action Item. Upon motion duly made and seconded, the Board approved the resolution authorizing the proposed fare changes. The specifics are set forth in the attached staff summary and resolution. Board members Foye and Seabrook voted in opposition.

Chairman Walder thanked the Board members for their consideration and commended the MTA management team for working hard to change the way MTA does business. Chairman Walder noted that the fare changes are scheduled to be implemented on December 30, 2010.

### 3. ADJOURNMENT.

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:05 a.m.

Respectively submitted,

Patrick Killackey  
Secretary

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

**Wednesday, October 27, 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. 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**

**The following members were absent:**

**Hon. John H. Banks, III  
Hon. Vincent Tessitore, Jr.  
Hon. Carl V. Wortendyke**

Diana Jones Ritter, MTA Managing Director, Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Board Member James F. Blair, 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, Michael Horodniceanu, President of MTA Capital Construction, and Douglas Sussman, Director, Community Affairs, also attended the meeting.

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

Unless otherwise indicated, these minutes reflect items on the agenda of the Board of the Metropolitan Transportation Authority, the Metropolitan Suburban Bus Authority (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 October 27, 2010 meeting for the contents of these speakers' statements.

Honorable Audrey Pheffer, NYS Assemblymember  
Honorable Ydanis Rodriquez, NYC Councilmember  
Honorable James Vacca, NYC Councilmember  
Joann Shapiro, 100<sup>th</sup> Pct. Community Council,  
Mr. X, private citizen  
Murray Bodin, private citizen  
Gene Russianoff, Straphangers Campaign  
Veronica Vanterpool, Tri-State Campaign  
Artena Hanan, Sustainable Long Island  
Joseph Cardinale, private citizen  
David Kupferberg, Committee for Better Transit  
Matt Shotkin, private citizen

2. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of regular Board meeting held on September 29, 2010.

3. **CHAIRMAN'S REMARKS.**

Chairman Walder introduced the proposal to increase tolls on MTA's bridges and tunnels on the Board's agenda, noting that it is the final action necessary to implement the 2011 fare and toll increase, a critical component of MTA's 2011 budget. 2011 fare and toll increases were set in motion in May 2009 when Albany approved the rescue package for the MTA. These increases were anticipated as one element within a larger revenue package that included other new state revenue sources that generate more than \$1 billion annually for MTA. While the State revenues have fallen short of what was originally projected, Chairman Walder emphasized that MTA has taken extraordinary cost-cutting measures to hold up its end of the deal by sticking to the contemplated 7.5% revenue increase from fares and tolls for 2011.

The Chairman reviewed the toll proposals considered, recalling that at the July Board meeting the Board was presented with an "across the board" toll increase proposal for cash and EZ-Pass users. Through the public hearing process, MTA received public comments, including a proposal to increase the differential between cash and E-ZPass tolls by raising only cash tolls. The pros and cons of these alternatives have been



considered. Chairman Walder observed that a proposal to raise only cash tolls raised concerns among several Board members about whether it made sense for 75% of the MTA's driving customers to have no increase while all of MTA's transit riders are facing increases. The Chairman noted that encouraging E-ZPass usage has a number of tangible benefits, but it remains very important to encourage and protect transit ridership.

The Chairman summarized the final proposal presented to the Board, which incorporates elements of each, and which achieves the goals of raising the necessary revenue, protecting mobility in the region and increasing the efficiency of the MTA's operations. The proposal includes a 5% increase in EZPass tolls, which is a reduction from the 10% increase in the MTA's original proposal; cash tolls would increase by \$1.00 and by \$.50 at the Rockaway crossings. The Chairman noted the proposal significantly increases the differential between EZPass and cash tolls to encourage E-ZPass use, while also raising revenue from all B&T customers. This scenario is anticipated to yield a 7.5% revenue increase from B&T customers, the same increase that will be generated by the recently approved fare increases. Chairman Walder stated that even with this additional revenue, the MTA will have to remain diligent in achieving efficiencies in its operation, and at the same time continue to maintain the same level of services provided to the public.

4. **OTHER BUSINESS.** Upon motion duly made and seconded, the Board approved the following items, the specifics of which are set forth in the attached staff summaries. Board member Norman Seabrook voted in opposition to item "B" below. Refer to the video recording of the October 27, 2010 meeting for the contents of the Board members' discussion on items "B" below.

- A. **Crossing Charge Environmental and "Just and Reasonable" Determinations Resolution.** Adoption of a resolution finding that the proposed toll increases will have no adverse environmental effects, adopting the Negative Declaration, authorizing the President or his designee to execute the Negative Declaration, and finding the proposed increases are "just and reasonable."
- B. **Crossing Charge Increases.** Adoption of a resolution repealing the prior Crossing Charge Schedule, adopting a new Crossing Charge Schedule that increases Crossing Charges for use of the Authority facilities, and authorizing the President of the Authority or his designee to take all steps that may be necessary and desirable to establish, implement and permanently adopt, pursuant to law, the new Crossing Charge Schedule.

5. **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. **Swap Novation (Transportation Revenue Bond 2005E).** Authorized the Chief Financial Officer and his designees to enter into novation negotiations and

2. Revisions to MTA All Agency Investment Guidelines. Approved a resolution adopting the All Agency Investment Guidelines, as revised, including the appropriate designations; authorized and approved the taking of all necessary actions deemed necessary or desirable in connection therewith; and approved the Corporate Trading Authorization as set forth as Attachment A to the Guidelines.

**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. Activu Corporation – Maintenance for Activu Software, Hardware and as-needed Technical Support – No. 10187-0100. Approved a non-competitive procurement contract to provide MTA PD, LIRR and B&T, under this multi-agency agreement, with maintenance for proprietary Activu software, hardware and as-needed technical support.
2. Antenna Design – Industrial Design Services – No. 10199-0100. Approved a non-competitive contract to provide as-needed industrial design services for customer-interface equipment and devices at MTA NYC Transit stations.
3. Mango DSP, Inc. – Maintenance for Mango Equipment, Spare Parts and Related As-Needed Consulting Services. Approved a non-competitive contract to provide maintenance and as-needed technical support for proprietary Mango equipment, which consists of video encoders, encoder chassis, intelligent video software and object video software to monitor cameras, in support of the IESS/C3 systems (Integrated Electronic Security Systems/Command, Control and Communication) at the MTAPD Long Island City Central facility.
4. George Kocur, Ph.D – Consulting Services to Advise on Technology and Telecommunications Issues – No. 09228-0100. Approved a non-competitive contract to Dr. Kocur to provide consulting services and render additional technology advice to MTA on a range of information technology and fare collection system issues for the MTA and to extend the period of his performance by an additional twelve (12) months, in connection with the implementation of automated fare collection technology based on bankcard standards; ii) bus customer information system in conjunction with the fare collection system; iii) retail reload solution for fare and toll collection; iv) telecommunications technology and services to support the fare collection system; v) other technology development projects as necessary; and project management practices, etc.

5. Various Contractors – As-Needed Purchase of Canines for MTAPD – Nos. 10106-0100 thru 0500. Approved competitive contracts with Alabama Canine Law Enforcement Officer's Training Center, Inc., East Coast K-9 Academy, LLC, Elite K9 Security, North American K-9 Services, LLC., and Worldwide Canine, Inc. to provide, on an as-needed basis, canines for dual purposes of explosive detection and patrol duties.
6. Beth Isreal – Medical Consulting and Administrative Processing Members for the MTA Defined Benefit Plan – No. 10174-0100. Approved a competitive contract (ride a TBTA Contract No. PSC-07-2828) to provide 24/7 medical consulting services by reviewing and evaluating employees that submit applications for disability compensation.
7. VeriFone Systems, Inc. – On-Board Equipment and Services for MTA Bus Customer Information System Pilot – No. 10182-0100. Approval to ride New York City Taxi and Limousine Commission's competitively awarded contract # 20060030231 to provide products and services consisting of hardware, software, technical support and documentation to prove the concept that the equipment being used for the Phase 2 Smart Card pilot (3G wireless modem, GPS, and contactless card reader/terminal) can be used to provide accurate bus location information to MTA and its customers.

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.

**Metro North Railroad:**

1. Permit with the New York State Department of Transportation for access to New York State Route 141, Hamlet Hawthorne, Town of Mt. Pleasant, Westchester, in support of Metro-North's Harlem and Hudson Line Power Improvements Project in Hawthorne, N.Y.
2. License agreement with Dutchess County for the construction and use of parking lot and access to the adjacent Dutchess County Rail Trail and Hopewell Depot Station Building located on a portion of the Maybrook-Beacon railroad right-of-way in the Village of Hopewell Junction in the Town of East Fishkill, N.Y.
3. Lease agreement with Eli's Manhattan Warehouse Inc. d/b/a Eli's Farm to Table Market, of Retail Spaces MKT-01, 02 and MKT-12, 13, and 14, Grand Central Terminal, for the retail operation of a green-grocer selling high-quality fresh fruits, vegetables, herbs, mushrooms and fresh cut flowers that will complement other uses in the Grand Central Market.

4. Lease agreement with 25 Vanderbilt Corp d/b/a Pylones, of Retail Space MC-08, Grand Central Terminal, for the retail sale of gifts and accessories relating to kitchen, bathroom, children, office and pets and other similar items sold at other Pylones stores in Manhattan.

**Long Island Rail Road:**

5. Amendment to extend the terms of a license agreement with National Grid Corporate Services, LLC for continued monitoring of track conditions along a portion of LIRR Montauk Branch right-of-way, west of Bay Shore Station, Brightwaters, N.Y.
6. Permit with Greater Jamaica Development Corporation for the placement of informational and directional signs for a taxi stand operated by Greater Jamaica Development Corporation at Jamaica Station, N.Y.
7. License agreement with the Town of Brookhaven for the installation of traffic signals and equipment for a bike path located at River Road, Shirley, N.Y.
8. Lease with Old Country Commons LLC for office space located at 300 Old Country Road, Mineola, N.Y. for office space for LIRR medical unit.

5. **ADJOURNMENT.**

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

Respectively submitted,

Victoria Clement  
Assistant Secretary

**Minutes of 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, October 27, 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. 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

The following members were absent:

Hon. John H. Banks, III  
Hon. Vincent Tessitore, Jr.  
Hon. Carl V. Wortendyke

Diana Jones Ritter, MTA Managing Director, Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Board Member James F. Blair, 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, Michael Horodniceanu, President of MTA Capital Construction, and Douglas Sussman, Director, Community Affairs, also attended the meeting.

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

**1. CHAIRMAN JAY WALDER CALLED THE MEETING TO ORDER**

**2. PUBLIC COMMENT PERIOD**

5 public speakers addressed NYC Transit/MTA Bus issues:

Mr. X discussed the Special Board Meeting which took place on October 7, 2010 and urged the Board to advertise on the MTA website when it is going to hold a special meeting.

Murray Bodin, Concerned Grandparents, discussed his concerns with building security.

Gene Russianoff, Straphangers Campaign, spoke about the impact of service cuts and fare and toll changes, and commented on a need for help from Albany.

David Kupferberg, Committee for Better Transit, opposed the Board's vote to approve the fare increases.

Matt Shotkin expressed support for MTA Select Bus Service.

**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 September 29, 2010.

**5. COMMITTEE ON FINANCE**

**Action Items**

SWAP Novation (Transportation Revenue Bond 2005E): Upon motion duly made and seconded, the Board voted to approve authorization to enter into negotiations with an eligible counterparty to explore novation of the AIG swap and execute such transaction if negotiations



are successful. Details of the above item 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 MTA All Agency Investment Guidelines: Upon motion duly made and seconded, the Board voted to approve the resolution requiring that the All Agency Investment Guidelines, as revised, be adopted by the related entities as defined in the resolution, including the appropriate designations, authorizations and approvals for the taking of all necessary actions deemed necessary or desirable in connection therewith. Details of the above item 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.

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

### **Action Items**

S311 Tunnel Constructors: Upon motion duly made and seconded, the Board voted to approve issuance of AWO 39 as a modification to establish new intermediate milestone dates for Contract C-26503, Construction of Running Tunnels & Station Structures for the #7 Line Extension, to S311 Tunnel Constructors, JV, to support the plan set forth in the current Integrated Project Schedule. Details of the above item 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.

Modification to Agreement with 250 E. 87<sup>th</sup> Street Owners Corp: Upon motion duly made and seconded, the Board voted to approve an additional sum of \$465,000 for asbestos abatement design, monitoring, removal, and disposal to ensure timely completion of the changes needed to be made to 250 E. 87<sup>th</sup> Street to accommodate the ancillary facility. Details of the above item 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 a majority vote (Schedules E, G and H in the Agenda). Details of the above item 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 I and L in the Agenda) and those requiring two-thirds of the vote (Schedule C in the Agenda). Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of the NYC Transit/SIR/MTA Bus Company.

Procurement Ratifications: Upon motion duly made and seconded, the Board approved the ratifications requiring a majority vote (Schedule K in the Agenda). Details of the above item 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.

7. **ADJOURMENT**

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

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Mariel Tanne", written in a cursive style.

Mariel Tanne  
Assistant Secretary

Minutes of the Regular Meeting  
Metro-North Commuter Railroad Company  
Wednesday, October 27, 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. 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

The following members were absent:

Hon. John H. Banks, III  
Hon. Vincent Tessitore, Jr.  
Hon. Carl V. Wortendyke

Diana Jones Ritter, MTA Managing Director, Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Board Member James F. Blair, 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, Michael Horodniceanu, President of MTA Capital Construction, and Douglas Sussman, Director, Community Affairs, also attended the meeting.

1. Public Comment:

There were twelve public speakers. Murray Boden of Concerned Grandparents commented on the proposed contract with Nathan Air Chime (NAC); he asked why it is necessary for trains to blow their horn at Hartsdale Station and suggested that the public address system could announce the approach of trains instead. The details of the remaining public comments are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

2. Chairman's Comments: The details of Chairman Walder's comments are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.
3. Approval of Minutes - Upon motion duly made and seconded, the minutes of the Regular Board Meeting of September 29, 2010 meeting were unanimously approved.
4. Committee on Finance

Action Item:

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

- Revisions to MTA All-Agency Investment Guidelines

MTA HQ Procurements

Upon motion duly made and seconded, the Board approved MTA HQ procurements recommended to it by the Committee on Finance. Among the items approved is a non-competitive procurement requiring majority vote to award a modification to a personal service/miscellaneous service contract with George Kocur, Ph.D to provide consulting services to advise on technology and telecommunications issues for the MTA and its agencies. The details of this item are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day and the staff summary and report filed with the record of the meeting.

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.

- Permit with the New York State Department of Transportation in support of Metro-North's Harlem and Hudson Line Power Improvements Project in Hawthorne, New York.
- License agreement with Dutchess County for the construction and use of parking and access to the Dutchess County Rail Trail and the Hopewell Depot Station Building.
- Lease agreement with Eli's Manhattan Warehouse Inc., for retail operation of high-quality fresh fruits, vegetables, herbs, mushrooms and fresh cut flowers.
- Lease agreement with 25 Vanderbilt Corp., d/b/a Pylones, for retail of gifts and accessories relating to kitchens, bathrooms, children, office and pets and other similar items sold at other Pylones stores in Manhattan.

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 and Long Island Rail Road Operations:

Committee on Metro-North Railroad Operations

Action Item:

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

- Joint Special Services/Commissary Price Increase – Revised Special Services/Commissary prices effective January 1, 2011 for the Long Island Rail Road and Metro-North. The details of this item are contained in the minutes of the meeting of the Long Island Rail Road held this day and the staff summary and report filed with the record of the meeting.

MTA Metro-North Railroad Procurements:

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

Miscellaneous Procurement Contracts

- Nathan Air Chime (NAC) – Lease for air horn testing chambers.

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

Miscellaneous Procurement Contracts

- Smart Software, Inc. – Purchase and implementation of a material forecasting system.

Modifications to Purchase and Public Work Contracts

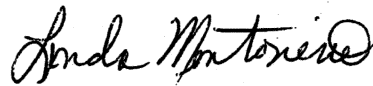
- Bombardier Mass Transit Corp, Inc. (BMTIC) – Overhaul & selective component replacement – 104 Comet II Coach Cars.

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

6. Next Meeting – November 17, 2010 at 9:30 a.m.

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

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Linda Montanino".

Linda Montanino  
Assistant Secretary

Oct 2010 Board Minutes  
Legal/ Corporate



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

**Meeting Held At  
347 Madison Avenue  
New York, NY 10017**

**Wednesday, October 27, 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. 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

The following members were absent:

Hon. John H. Banks, III  
Hon. Vincent Tessitore, Jr.  
Hon. Carl V. Wortendyke

Diana Jones Ritter, Managing Director, Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Board Member James F. Blair, 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, Michael Horodniceanu, President of MTA Capital Construction, and Douglas Sussman, Director, Community Affairs, also attended the meeting.

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

**1. PUBLIC SPEAKERS**

There were twelve public speakers, none of whom addressed issues specific to the Long Island Rail Road.

**2. APPROVAL OF MINUTES**

Upon motion duly made and seconded, the Board unanimously approved the minutes of the Board meeting held on September 29, 2010.

**3. CHAIRMAN'S REMARKS/ACTION ITEMS**

The Chairman addressed the proposed increase in bridge and tunnel tolls and indicated that this proposed action would complement the actions taken with respect to fares at the special Board meeting in October. Refer to the minutes of the Metropolitan Transportation Authority for details regarding the Chairman's remarks and for the remarks of Board members regarding the proposed toll increase.

Upon motion duly made and seconded, the Board approved the following two action items: a resolution finding that the proposed increases would have no adverse environmental effects, adopting the Negative Declaration authorizing the President or his designee to execute the Negative Declaration, and finding the proposed increase "just and reasonable"; and the adoption of the proposed increases. Board Member Seabrook opposed the second action item.

**4. COMMITTEE ON FINANCE**

Upon motion duly made and seconded, the Board approved items from the Committee on Finance. Included were the approval of revisions to the All-Agency Investment Guidelines and approval of a non-competitive contract on behalf of the MTA Police Department, LIRR and MTA Bridges and Tunnels with Activu Corporation for proprietary Activu software, hardware and as-needed technical support. Details of these items are contained in the minutes of the Metropolitan Transportation Authority held this day and the staff summaries and materials filed with those minutes.

In addition, the Board approved the following real estate items:

- Amendment to extend the term of a license agreement with National Grid Corporate Services, LLC, for continued monitoring of track conditions along the Montauk Branch in Brightwaters, New York
- Placement of Informational and Directional Signs for a taxi stand operated by Greater Jamaica Development Corporation at Jamaica Station, New York
- License agreement with the Town of Brookhaven for a bike path on the LIRR right of way along River Road, Shirley, New York.
- Lease with Old Country Commons LLC for Medical Unit space at 300 Old Country Road, Mineola, New York

**5. COMMITTEE ON NEW YORK CITY TRANSIT AUTHORITY/MABSTOA/SIR OPERATIONS**

Upon motion duly made and seconded, the Board approved items from the Committee on New York City Transit Authority/MABSTOA/SIR Operations. Included among those items were two contract modifications with Hewlett-Packard Co. extending the contract terms for all agencies by one

year, from January 1, 2011 to December 31, 2011, for additional hardware and software support. Details of these contract modifications are contained in the minutes of the Committee on New York City Transit Authority/MaBSTOA/SIR Operations and the staff summaries and materials filed with those minutes.

**6. LONG ISLAND COMMITTEE/METRO-NORTH COMMITTEE**

Upon motion duly made and seconded, the Board approved the following procurement items recommended by the Long Island Committee:

**Non-Competitive Procurements**

- |    |  |                     |
|----|--|---------------------|
| 1. | <b>VAE Nortrak North America, Inc.</b> | <b>\$50,106</b>     |
|    | <b>Sole Source</b>                     | <b>Fixed amount</b> |
|    | <b>Contract No. TBD</b>                |                     |

Sole source contract in the fixed amount of \$50,106 for the purchase of two knuckle rail assemblies. Nortrak is the Original Equipment Manufacturer and the sole responsible source to provide these items, which must be compatible with previously installed slip switches.

**Competitive Procurements**

- |    |                                  |                                     |
|----|----------------------------------|-------------------------------------|
| 2. | <b>Kiewit Constructors, Inc.</b> | <b>\$17,397,000 (Base)</b>          |
|    | <b>Contract No. 6055</b>         | <b><u>+\$1,455,000 (Option)</u></b> |
|    |                                  | <b>\$18,852,000</b>                 |

Award of a Design/Build contract to Kiewit Constructors, Inc. in the amount of \$17,397,000 to perform structural rehabilitation of a portion of the Atlantic Avenue Viaduct.

- |    |   |                      |
|----|---|----------------------|
| 3. | <b>American Systems Registrar (ASR)</b> | <b>\$26,030</b>      |
|    | <b>Contract No. BP03743</b>             | <b>Not-to-exceed</b> |

Competitively-bid, two-year personal service contract to American Systems Registrar in the not-to-exceed amount of \$26,030 to perform ISO 9001:2008 compliance audits and certification renewals for LIRR's Engineering Department.

- |    |                            |                      |
|----|----------------------------|----------------------|
| 4. | <b>Booz Allen Hamilton</b> | <b>\$1,484,862</b>   |
|    | <b>Contract No. 6059</b>   | <b>Not-to-exceed</b> |

Award of a nine-month contract to Booz Allen Hamilton, Inc. in the not-to-exceed amount of \$1,484,862 to undertake an analysis of the MTA Police Department's radio system and develop recommendations for its improvement.

- |    |  |                      |
|----|--|----------------------|
| 5. | <b>Industrial Process Measurements, Inc.</b> | <b>\$70,688</b>      |
|    | <b>Contract No. BP03742</b>                  | <b>Not-to-exceed</b> |

Award of a competitively-bid, miscellaneous services contract to Industrial Process Measurement, Inc. for renewal of as-needed, signal meter calibrations and repairs in support of the LIRR's Signal Department.

6. **Brook Valley Investments, Inc.** **\$1,274,370**  
**Contract No. TBD** **Not-to-Exceed**

Award of a miscellaneous service contract, pursuant to a formal competitive bid solicitation, to Brook Valley Investments, Inc., for snow removal services at fourteen train yards.

7. **American Occupational Health Mgt.** **\$2,281,000**  
**d/b/a Take Care Employer Solutions, Inc.** **Not-to-exceed**  
**Contract no. 5917**

Extension of the term of LIRR, MNR, LI Bus, MTA Bus and MTA HQ's contracts with American Occupational Health Management, Inc., d/b/a Take Care Employer Solutions, Inc., to continue to manage and operate on-site Occupational Health Services facilities for an additional six months, from January 1, 2011 through June 30, 2011, and an increase in the total contract funding by \$2,281,000, from \$28,136,839 to a revised not-to-exceed amount of \$30,417,839.

In addition, included among the items recommended by the Metro-North Committee and approved by the Board was a joint action item on behalf of both railroads seeking Board approval for revised Special Services/Commissary prices effective January 1, 2011.

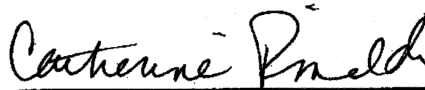
Details of the above items are set forth in staff summaries, copies of which are on file with the records of this meeting.

Board Member Kay thanked President Williams and MTA Director of Security William Morange for their assistance on procurement item #4 and their agreement to bring this item back to the Board once the Booz Allen Hamilton analysis has been completed. He asked that the Booz Allen Hamilton analysis include the public safety benefits of the MTA Police radio initiative.

#### **7. ADJOURNMENT**

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

Respectfully submitted,



Catherine A. Rinaldi  
Secretary

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

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

9:30 A.M.

The following members were present:

Hon. Jay H. Walder, Chairman & CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. Andrew Albert  
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

Not Present:

Hon. John H. Banks, III  
Hon. Vincent Tessitore, Jr.  
Hon. Carl V. Wortendyke

Diana Jones Ritter, MTA Managing Director; Frederick Cuenca, Chief of Staff; James B. Henly, General Counsel, MTA; Board Member James Blair; 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; 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 twelve public speakers. The following six individuals spoke on B&T's proposed crossing charge increases. Refer to the video recording of the October 27, 2010 Board meeting for the contents of these speakers' statements. The video recording of the meeting is produced by the MTA and maintained in MTA records.

Honorable Audrey Pheffer, New York State Assemblymember  
Honorable Ydanis Rodriquez, New York City Councilmember  
Honorable James Vacca, New York City Councilmember  
Joann Shapiro, 100th Pct. Community Council  
Gene Russianoff, Straphangers Campaign  
Veronica Vanterpool, Tri-State Campaign

**2. Approval of the Minutes of the Regular Meeting September 29, 2010**

The Minutes of the meeting held September 29, 2010 were unanimously approved.

**3. Other Business**

Chairman Walder stated today's vote on the crossing charge increases to the Authority's bridges and tunnels is the final action complementing the action of the Board where, at the recent Special Board Meeting, the Board voted to increase NYCT and commuter rail fares. The increases already adopted and the proposed increase today, were part of an overall package adopted to be able to assist the MTA. Those new revenue sources are bringing in over one billion dollars annually to the MTA and remain a significant part of what the MTA is doing. In addition, despite the fact the MTA recognizes that the revenues that were intended to come to the MTA have fallen far short of what was expected, the actions of the Board and the MTA management team over the past year, have held fare and toll increases to the agreed level of 7.5% increase in revenue yield.



With respect to the proposed crossing charge increases, at the July Board meeting a proposal was presented with an across the board increase in all tolls. Through the public hearing process comments were made that encouraged the MTA to think differently about that proposal. Comments came out of that process which suggested that there could be a toll increase which retained the same amount of revenue, yet encourage E-ZPass use. Under that proposal cash fares would have risen to \$7.00 with no increase to E-ZPass tolls. The MTA spent a great deal of time thinking about that proposal, having taken it very seriously. Chairman Walder stated that encouraging people to E-ZPass use is very attractive. It is the way the Authority is able to efficiently operate its bridges and tunnels and it is environmentally effective as well. At the same time several Board Members commented that they were concerned in that there is a parity between Bridges and Tunnels and the transit system. That in the creation of the MTA, putting the bridges and tunnels together with the transit system was one of the fundamental underpinnings of the MTA. There was discomfort with the suggested proposal that transit and rail fares would increase, but not E-ZPass tolls. After reviewing the various proposals and alternatives the MTA is offering a proposal that incorporates some elements of each. The final proposal which is before the Board for approval will raise the 7.5% increase in revenue; protect mobility in the region and increase the efficiency of operations. It will increase cash tolls not to \$7.00, but to \$6.50, and increase E-ZPass tolls by a lower amount than initially proposed to use pricing to encourage people to shift to a mode of payment which is most effective and more efficient. The Chairman stated that it is a compromise, but it is a thoughtful compromise.

Chairman Walder stated that some people may feel that with toll and fare increases the MTA is not mindful of continuing to attain cost saving and organizational efficiency. The MTA has committed itself to continuing to search for and achieving efficiencies in its organization. In adopting these proposals it is not the MTA's intent to have further cuts in service. Chairman Walder stated that he is seeking to improve efficiencies, that is, in the way MTA operates services not a reduction in services.

The Chairman invited discussion by Board members on the proposal to increase Triborough Bridge and Tunnel Authority crossing charges. The details of the comments made by Commissioners Albert, Foye and Cappelli are contained in the video recording of the meeting produced by the MTA and maintained in MTA records.

#### **Environmental and "Just and Reasonable" Resolution**

Upon a motion duly made and seconded, the Board approved and adopted a Resolution which (i) found and determined that proposed crossing charge increases to the Triborough Bridge and Tunnel Authority Crossing Charge Schedule will have no significant adverse effect on the environment within the meaning of the State Environmental Quality Review Act ("SEQRA"), (ii) adopted and approved the Negative Declaration in accordance with SEQRA and authorized and directed the President of the Authority to execute it, and (iii) found that the proposed Crossing Charge increases are "just and reasonable" within the meaning of the General Bridge Act of 1946.

The staff summary and Resolution setting forth the details of the above item are filed with the minutes of this meeting.

**Triborough Bridge and Tunnel Crossing Charge Increases**

Upon a motion duly made and seconded, the Board approved a Resolution which (i) repealed the prior Crossing Charge Schedule and adopted a new Crossing Charge Schedule that increases Crossing Charges for use of the Authority facilities and (ii) authorized the President of the Authority or his designee to take all such steps that may be necessary and desirable to establish, implement and permanently adopt, pursuant to law, the new Crossing Charge Schedule. Commissioner Seabrook voted in opposition.

The staff summary and Resolution setting forth the details of the above item are filed with the minutes of this meeting.

Chairman Walder thanked Triborough Bridge and Tunnel President, James Ferrara, and his staff for their assistance in providing information to the MTA as it considered various toll increase scenarios.

**4. Committee on Finance**

Upon a motion duly made and seconded, the Board unanimously approved revisions to the MTA All-Agency Investment Guidelines.

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

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

**Procurements**

Commissioner Lebow stated that there are two competitive procurements which total \$7.082 million, and one ratification totaling \$.294 million.

**Competitive Procurements**

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.

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

ACS State & Local Solutions	Contract No. PSC-05-2741 Additional work to incorporate the All Electronic Tolling (AET) pilot at the Henry Hudson Bridge.	\$6,127,026.00
Ammann & Whitney Consulting Engineers, PC	Contract No. PSC-06-2787 Incorporate construction management and inspection services for Project CB- 09, Substructure and Underwater Work at the Cross Bay Veterans Memorial Bridge.	\$954,925.94

**Ratifications**

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

**Ratification of Completed Procurement Actions**

E.E. Cruz & Company, Inc.	Contract No. TN-50 Additional work performed to furnish and install restraining rods and to replace anchor bolts along the Queens Approach at the Throgs Neck Bridge.	\$294,400.00
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**Other Items**

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

A MTA sole source multi-agency contract for maintenance of hardware and software that is proprietary to Activu Corporation in addition to as-needed technical support by Activu for a period of five years. B&T's not-to-exceed amount is \$177,800.

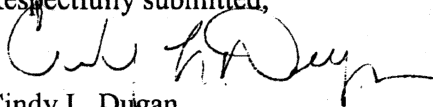
A request by NYCT for approval for a one year extension of two of its non-competitive miscellaneous service contracts with Hewlett Packard Co. and B&T's, Metro-North Railroad's and Long Island Rail Road's contracts with HP for additional hardware and software support. The agencies' contracts will be extended through December 31, 2011. B&T's amount is \$65,118.

Mr. Walder stated that B&T is moving aggressively toward implementing the All-Electronic Toll pilot at the Henry Hudson Bridge. Several actions were taken today to facilitate that process. Mr. Walder is hopeful that this will herald a new era in the Authority's ability to collect tolls efficiently.

6. **Adjournment**

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

Respectfully submitted,

A handwritten signature in dark ink, appearing to read "Cindy L. Dugan", written over the printed name.

Cindy L. Dugan  
Assistant Secretary

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

Wednesday, October 27, 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. 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**

**The following members were absent:**

**Hon. John H. Banks, III**  
**Hon. Vincent Tessitore, Jr.**  
**Hon. Carl V. Wortendyke**

Diana Jones Ritter, MTA Managing Director, Fredericka Cuenca, Chief of Staff, James B. Henly, General Counsel, Board Member James F. Blair, 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, Michael Horodniceanu, President of MTA Capital Construction, and Douglas Sussman, Director, Community Affairs also attended the meeting.

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

**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 September 29, 2010.

**MTA Capital Construction Action Items**

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

- Modification of the 7 Line Extension project running tunnels and station structures contract with S3II Tunnel Constructors to establish new intermediate milestones and associated incentive/disincentive provisions. These intermediate milestones will allow MTACC to award follow on contracts and maintain the overall project schedule.
- 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:

- A modification to the East Side Access Queens Bored Tunnels and Structures contract with GTF, Joint Venture
- A modification of a contract with Intergraph Corporation to support the completion of IESS.

**Adjournment**

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

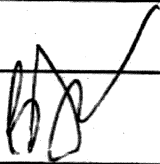

Respectfully submitted,

Patrick Killackey  
Secretary

# Staff Summary





Metropolitan Transportation Authority

<b>Subject</b>
Swap Novation (TBTA 2002F)
<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>
November 17, 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.	11/15	X		
2	Board	11/17	X		

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

## SUMMARY and BACKGROUND:

TBTA entered into an interest rate swap with AMBAC Financial Services (AFS) as counterparty (the Swap) in January 2000. This transaction resulted from the exercise of a swaption that was executed on February 24, 1999 whereby TBTA received an upfront premium of \$8,400,000 paid by AFS.

The Swap is currently associated with outstanding TBTA Variable Rate Bonds Series 2002F. The current notional amount of the Swap is \$59.4 million. AFS's ratings are Caa2/R/NR from Moody's, Standard & Poor's and Fitch respectively. In accordance with the ISDA Master Agreement that governs the terms of the Swap, Ambac Assurance Corporation (AMBAC) which is rated C/D/NR from Moody's, Standard & Poor's and Fitch respectively is the credit support provider on the swap. AMBAC was recently downgraded from "CC" to "D" by Standard & Poor's on November 2, 2010. This recent rating action, considered together with the Chapter 11 bankruptcy filing on November 8, 2010 of Ambac Financial Group, Inc, the holding company that owns AMBAC and AFS, compels TBTA to take action to protect its exposure to the counterparty. At this time AMBAC had not been placed into receivership by the Wisconsin State Insurance Commissioner (Receivership) and AFS has not voluntarily filed or been involuntarily filed into bankruptcy (Bankruptcy).

If AMBAC is placed into Receivership or if AFS is in Bankruptcy, the Swap automatically terminates; and if AMBAC or AFS fail to make payments in aggregate of \$25 million or more for more than 3 days the Swap automatically terminates (the AETS, or Automatic Early Termination Events). The occurrence of either AET will end the ability of TBTA to negotiate any alternate arrangements with AFS.

The Swap is a synthetic fixed payor agreement whereby TBTA receives the Securities Industry and Financial Markets Association (SIFMA) Swap rate and pays a fixed rate of 5.404%. The swap matures on 1/01/2013. The mark-to-market value of this transaction as of November 10, 2010 was negative \$3.485 million. This is an approximation of the value that would be owed by TBTA to ASF in the event of either AET.

## PURPOSE:

To seek authorization to negotiate a termination agreement with AFS, including negotiating the required termination payment, and to make the required payment.



## Staff Summary



Metropolitan Transportation Authority

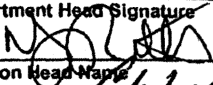

### **ALTERNATIVES:**

TBTA could opt to leave the existing Swap with AFS in place. If the Swap is left in place and an AET occurs prior to the expiration date of the Swap TBTA will be liable to make a payment to AFS at the time of termination. The amount of the payment will be calculated on the market to market value of the Swap on the date of the contract expires.

### **RECOMMENDATION:**

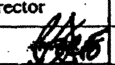


Staff recommends that the Board authorize and delegate to staff such authority to accomplish the termination the AFS swap.

# Staff Summary

<b>Subject</b>
Request for Authorization to Award Various Procurements
<b>Department</b>
Managing Director
<b>Department Head Name</b>
Diana Jones Ritter
<b>Department Head Signature</b>

<b>Division Head Name</b>
Clifford Shockney 

<b>Date</b>
November 1, 2010
<b>Vendor Name</b>
Various
<b>Contract Number</b>
Various
<b>Contract Manager Name</b>
Various
<b>Table of Contents Ref #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	11/15/10			
2	Board	11/17/10			

Internal Approvals			
Order	Approval	Order	Approval
			Office of Civil Rights
	Executive Director		Legal
3	CFO 		EITG
1	Procurement 	2	Managing Director 

## PURPOSE:

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

## DISCUSSION:

# of Actions \$ Amount

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

### Schedules Requiring Majority Vote

Schedule H: Modifications to Personal Service Contract  
 • U2 Labs International, LLC = \$20,800

	1	\$ 20,800
<b>SUBTOTAL</b>	<b>1</b>	<b>\$ 20,800</b>

MTAHQ proposes to award Competitive procurements in the following categories:

### Schedules Requiring Majority Vote

Schedule G: Miscellaneous Service Contract

	1	\$ 177,500
<b>SUBTOTAL</b>	<b>1</b>	<b>\$ 177,500</b>

MTAHQ presents the following procurement actions for Ratification:

### Schedules Requiring Two-Thirds Vote

Schedule K: Ratifications (Involving Schedules E-J)

	1	\$ 4,231,584
<b>SUBTOTAL</b>	<b>1</b>	<b>\$ 4,231,584</b>
<b>TOTAL</b>	<b>3</b>	<b>\$4,429,884</b>

**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.)

**LIST OF PROCUREMENTS FOR BOARD APPROVAL, NOVEMBER 2010**  
**NON-COMPETITIVE PROCUREMENTS**

**METROPOLITAN TRANSPORTATION AUTHORITY**

*Procurements Requiring Majority Vote:*

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

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

1. **U2 Labs International, LLC**  
**Consulting and Managing Services for**  
**Technology-Related Research Projects**  
**Contract No. 10101-0100**

**\$20,800**  
(not-to-exceed)

Base plus supplements = \$39,000

In June 2010, the Board approved Dr. Umit Uyar to provide consulting and supervisory services for the administration and management of the following three (3) technology related research projects: i) provide cell phone service on MTA Subways using wireless mesh network; ii) provide credit card services for paying fares on MTA Buses; and iii) provide dead reckoning to determine location of buses. MTA requires Dr. Uyar to render consulting and supervisory services for the administration of three (3) additional research projects and to extend the period of his performance through December 31, 2010. Dr. Uyar, who holds a Ph.D. in electrical engineering from Cornell University, is a Professor in the Electrical Engineering Department and at the Computer Science Department of the Graduate Center at the City College of New York (CCNY).

The additional three research projects are as follows:

- i. Analysis of contactless bank card fare collection procedures for MTA Buses and Subways. This project will consider different credit card authentication procedures and analyze their impact on telecommunication costs and risk management.
- ii. Analysis of wireless mesh networking in above-ground and mid-level subway platforms for fare collection and security applications.
- iii. Evaluation of hot exhaust gas emission reduction mechanisms used in diesel and hybrid buses. This project will propose different alternative mechanisms and evaluate the feasibility and cost effectiveness of each one.

These research projects will continue to be carried out by seven (7) graduate students (4 from Columbia University and 3 from City College of New York) who are currently enrolled in the electrical engineering department. These projects will last approximately thirteen (13) weeks. Dr. Uyar will continue to administer, delegate, manage and supervise the work of the engineering students and will provide the MTA with detailed analysis and reports. It was necessary to begin research and data collection on these projects by October 1, 2010 because the engineering students will graduate at the end of the year. These students possess in-depth experience and overall working knowledge of Projects 1 and 2 which are required for the phase planning of the new fare payment system.

The total not-to-exceed amount for these additional services over the 13-week period is \$20,800. Dr. Uyar's hourly rate of \$100 falls below the range of rates from \$280 to \$380 per hour for similar technology consulting and management services. Based on this comparison, the hourly rate of \$100 is considered fair and reasonable.

**LIST OF PROCUREMENTS FOR BOARD APPROVAL, NOVEMBER 2010**  
**COMPETITIVE PROCUREMENTS**

**METROPOLITAN TRANSPORTATION AUTHORITY**

**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)

- |                                     |                        |
|-------------------------------------|------------------------|
| <b>1. Troy &amp; Banks, Inc.</b>    | <b>\$177,500</b>       |
| <b>All-Agency Independent Audit</b> | <b>(not to exceed)</b> |
| <b>of MTA's Electric Bills</b>      |                        |
| <b>Contract No. 09317-0100</b>      |                        |

Ride Competitively-negotiated NY State Contract No. PS62893 – 24 months

Contractor to conduct independent Audit of MTA's electric bills to: (i) identify billing errors; (ii) negotiate with the utility company to correct the errors; (iii) settle payment discrepancies; and (iv) ensure that refunds are received by the MTA, if any (MTA will not remit unless it receives refunds). Compensation is based upon MTA Headquarters and Agencies receiving approximately \$1,000,000 in combined refunds over the contract period which is a preliminary estimate. The 17.75% percentage fee (of the savings recovered) is the current flat fee negotiated under the NYS contract. MTAHQ negotiated percentage fees ranging from 17.75% to a low of 13% depending on the amount of refunds received by the MTA (as the refund escalates the MTA will pay a lower percentage fee). Based on the above, the negotiated fees are considered fair and reasonable.

**LIST OF PROCUREMENTS FOR BOARD APPROVAL, NOVEMBER 2010**  
**PROCUREMENTS FOR RATIFICATION**

**METROPOLITAN TRANSPORTATION AUTHORITY**

*Procurements Requiring Two-Thirds Vote:*

**K. Ratifications of Completed Procurement Actions (Involving Schedules E-J)**

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

- |  |                    |                                      |
|--|--------------------|--------------------------------------|
| <b>1. Intergraph Corporation</b>         | <b>\$4,231,584</b> | <b><u>Staff Summary Attached</u></b> |
| <b>Multi-Agency Software Maintenance</b> | <b>(Total)</b>     |                                      |
| <b>For the Intergraph IESS Software</b>  |                    |                                      |
| <b>Contract No. 10185-0100</b>           |                    |                                      |

Non-competitive – 60 months

The MTA requires an agreement to continue software maintenance support for the Intergraph software utilized by the IESS system (the current contract for these services was issued by MTACC to Intergraph due to the default of the IESS contractor). The Intergraph software systems are currently installed at the MTAPD C3 Central facility and LIRR, NYCT and MNR locations. The Intergraph software is the core system that provides video surveillance, alarm monitoring and situational awareness within the IESS/C3 environment. This software was built by Intergraph and they are the only company who can provide software maintenance support for their product. It is critical to have this maintenance in place for the agencies to continue to operate the Intergraph software. Intergraph Corporation proposed an annual cost of \$893,909.76 for the software maintenance. As a result of negotiations, the cost was reduced to \$846,316.80. The negotiated annual cost of \$846,316.80 is i) \$47,592.96 or 5.3% less than previous contract's annual software maintenance cost of \$893,909.76 and ii) \$211,579.20 or 20% less than Intergraph's Standard Commercial annual software maintenance cost of \$1,057,896. The contract has a 5% cap increase annually for price escalation, which will go into affect only if the commercial rates increase (if the commercial rates do not change, the price will remain the same). Based on the above negotiations, the total negotiated cost of \$4,231,584 for the sixty (60) month period is considered fair and reasonable.

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

**ACTION ITEMS**

**MTA METRO-NORTH RAILROAD**

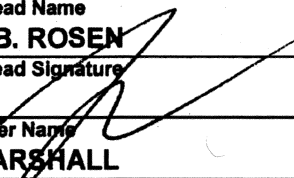
Lease with Kidding Around NYC, Inc., for the retail sale of children's games, toys and puzzles in Retail Space MC-27 at Grand Central Terminal

**MTA LONG ISLAND RAIL ROAD**

License Agreement with Flushing Newsstand, Inc., for the operation of a street-level newsstand concession at the LIRR Flushing-Main Street Station in Flushing, New York

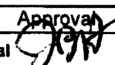
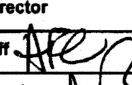
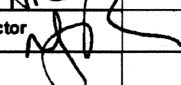
**METROPOLITAN TRANSPORTATION AUTHORITY**

Acquisition of fee interest in property in Ronkonkoma, Suffolk County, NY

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

<b>Date</b> <b>NOVEMBER 15, 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	11/15/10	X		
2	Board	11/15/10	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	1	Legal 
3	Chief of Staff 		
2	Manager Director 		
	Civil Rights		

<b>Narrative</b>																																																								
AGENCY:	MTA Metro-North Railroad ("Metro-North")																																																							
LESSEE:	Kidding Around NYC, Inc. dba Kidding Around ("Kidding Around")																																																							
LOCATION:	Retail Space MC-27																																																							
ACTIVITY:	The retail sale of children's games, toys, puzzles and puppets																																																							
ACTION REQUESTED:	Approval of terms																																																							
TERM:	Ten years																																																							
SPACE:	Approximately 1346 sq. ft. plus 311 sq. ft. of mezzanine storage space																																																							
COMPENSATION:	Annual Base Rent plus 8% 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> <th>Mezzanine Storage Space</th> </tr> </thead> <tbody> <tr><td>1</td><td>\$215,360.00</td><td>\$160.00</td><td>\$2,692,000</td><td>\$23,325</td></tr> <tr><td>2</td><td>\$221,820.80</td><td>\$164.80</td><td>\$2,772,760</td><td>\$24,025</td></tr> <tr><td>3</td><td>\$228,475.42</td><td>\$169.74</td><td>\$2,855,941</td><td>\$24,745</td></tr> <tr><td>4</td><td>\$235,329.69</td><td>\$174.83</td><td>\$2,941,621</td><td>\$25,488</td></tr> <tr><td>5</td><td>\$242,389.58</td><td>\$180.08</td><td>\$3,029,870</td><td>\$26,252</td></tr> <tr><td>6</td><td>\$249,661.26</td><td>\$185.48</td><td>\$3,120,766</td><td>\$27,040</td></tr> <tr><td>7</td><td>\$257,151.10</td><td>\$191.04</td><td>\$3,214,389</td><td>\$27,851</td></tr> <tr><td>8</td><td>\$264,865.64</td><td>\$196.77</td><td>\$3,316,820</td><td>\$28,687</td></tr> <tr><td>9</td><td>\$272,811.60</td><td>\$202.68</td><td>\$3,410,145</td><td>\$29,547</td></tr> <tr><td>10</td><td>\$280,995.95</td><td>\$208.76</td><td>\$3,512,449</td><td>\$30,434</td></tr> </tbody> </table>	Year	Annual Base Rent	PSF	Breakpoint	Mezzanine Storage Space	1	\$215,360.00	\$160.00	\$2,692,000	\$23,325	2	\$221,820.80	\$164.80	\$2,772,760	\$24,025	3	\$228,475.42	\$169.74	\$2,855,941	\$24,745	4	\$235,329.69	\$174.83	\$2,941,621	\$25,488	5	\$242,389.58	\$180.08	\$3,029,870	\$26,252	6	\$249,661.26	\$185.48	\$3,120,766	\$27,040	7	\$257,151.10	\$191.04	\$3,214,389	\$27,851	8	\$264,865.64	\$196.77	\$3,316,820	\$28,687	9	\$272,811.60	\$202.68	\$3,410,145	\$29,547	10	\$280,995.95	\$208.76	\$3,512,449	\$30,434
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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 guaranties of Paul Nippes and Christina Clark (limited to six months rent after vacating of premises)																																																							
INSURANCE:	Standard																																																							
CONSTRUCTION PERIOD:	Sixty (60) days																																																							

# Staff Summary

## FINANCE COMMITTEE MEETING

Kidding Around NYC, Inc. dba Kidding Around (cont.)

### COMMENTS:

In response to a recent MTA Request for Proposals ("RFP") for Retail Space MC-27, Grand Central Terminal, four proposals were received. The proposals were received from Kidding Around, Moskatel Group, Inc. dba Planet Kids, Super Runner's Shop Grand Central, Inc. dba Super Runner's Shop, and Delancy Leather.

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 designed to evaluate the direct economic value of a proposal. Selection Criterion B, which accounts for 30% of the score, is the evaluator's determination of a proposal's potential indirect benefit to the MTA.

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

Kidding Around is a neighborhood toy store run by a husband and wife team that has been operating on West 15<sup>th</sup> Street since 1991. Kidding Around has repeatedly been named one of New York's best toy stores by various local publications including New York Magazine and The Zagat Guide, which has made it a destination for both tourists and local shoppers. The quality and variety of classic and modern toys, games and puzzles it sells appeals to a wide range of ages. Since the departure of Children's General Store, Grand Central has not had a toy store and Kidding Around would fill this void.

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



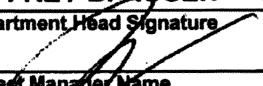
Scoring	A	B	C	D	E	F	G	H	I	J
	<u>Unadjusted Guaranteed Rent Amount</u>	<u>Guaranteed Rent Adjustment Factor*</u>	<u>Adjusted Guaranteed Rent Amount (A x B)</u>	<u>Unadjusted Percentage Rent Amount</u>	<u>Percentage Rent Adjustment Factor**</u>	<u>Adjusted Percentage Rent Amount (D x E)</u>	<u>Adjusted Total Rent Amount (C + F)</u>	<u>Selection Criterion A Score*** (0-70)</u>	<u>Selection Criterion B Score (0-30)</u>	<u>Total Selection Criterion Score (H + I)</u>
Kidding Around NYC, Inc. dba Kidding Around	\$1,985,574	1	\$1,985,574	0	0	0	\$1,985,574	70	25	95.00
New Corp tba dba Planet Kids	\$1,873,602	1	\$1,873,602	0	0	0	\$1,873,602	66.1	10	76.05
Super Runner's Shop Grand Central, Inc. dba Super Runners Shop	\$1,705,437	1	\$1,705,437	0	0	0	\$1,705,437	60.1	15	75.12
Delancey Leather	\$1,324,816	1	\$1,324,816	0	0	0	\$1,324,816	46.7	0	46.7

\*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

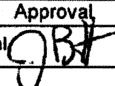
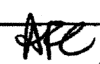
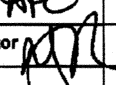
\*\*\*Percentage Rent Adjustment Factor: as high as 0.50 (no uncertainty about D) to as low as zero (great uncertainty about D).

\*\*\*\*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)

<b>Subject</b> <b>LICENSE AGREEMENT</b>
<b>Department</b> <b>REAL ESTATE</b>
<b>Department Head Name</b> <b>JEFFREY B. ROSEN</b>
<b>Department Head Signature</b> 
<b>Project Manager Name</b> <b>DORRIE MASSARIA ROBERTS</b>

<b>Date</b> <b>NOVEMBER 15, 2010</b>
<b>Vendor Name</b>
<b>Contract Number</b>
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2	Board	11/17/10	X		

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Order	Approval	Order	Approval
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3	Chief of Staff 		
2	Managing Director 		
	Civil Rights		

<b>Narrative</b>																																													
<b>AGENCY:</b>	MTA Long Island Rail Road ("LIRR")																																												
<b>LICENSEE:</b>	Flushing Newsstand, Inc.																																												
<b>LOCATION:</b>	Flushing Main Street Station, Queens, New York																																												
<b>ACTIVITY:</b>	Operation of a newsstand under viaduct																																												
<b>ACTION REQUESTED:</b>	Approval of terms																																												
<b>TERM:</b>	Ten years																																												
<b>SPACE:</b>	Approximately 167 square feet of retail space, 60 feet of storage space																																												
<b>SECURITY DEPOSIT:</b>	\$32,819.00																																												
<b>COMPENSATION:</b>	<table border="1"> <thead> <tr> <th>Year</th> <th>Annual Compensation</th> <th>Per Sq. Ft.</th> <th>Annual Escalation</th> </tr> </thead> <tbody> <tr><td>1</td><td>\$108,000.00</td><td>\$646.70</td><td></td></tr> <tr><td>2</td><td>\$113,400.00</td><td>\$679.04</td><td>5%</td></tr> <tr><td>3</td><td>\$119,070.00</td><td>\$712.99</td><td>5%</td></tr> <tr><td>4</td><td>\$125,024.00</td><td>\$748.65</td><td>5%</td></tr> <tr><td>5</td><td>\$131,275.00</td><td>\$786.08</td><td>5%</td></tr> <tr><td>6</td><td>\$137,839.00</td><td>\$825.38</td><td>5%</td></tr> <tr><td>7</td><td>\$144,730.00</td><td>\$866.65</td><td>5%</td></tr> <tr><td>8</td><td>\$151,967.00</td><td>\$909.98</td><td>5%</td></tr> <tr><td>9</td><td>\$159,565.00</td><td>\$955.48</td><td>5%</td></tr> <tr><td>10</td><td>\$167,543.00</td><td>\$1,003.25</td><td>5%</td></tr> </tbody> </table>	Year	Annual Compensation	Per Sq. Ft.	Annual Escalation	1	\$108,000.00	\$646.70		2	\$113,400.00	\$679.04	5%	3	\$119,070.00	\$712.99	5%	4	\$125,024.00	\$748.65	5%	5	\$131,275.00	\$786.08	5%	6	\$137,839.00	\$825.38	5%	7	\$144,730.00	\$866.65	5%	8	\$151,967.00	\$909.98	5%	9	\$159,565.00	\$955.48	5%	10	\$167,543.00	\$1,003.25	5%
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## Staff Summary

### FINANCE COMMITTEE MEETING

#### Flushing Newsstand, Inc. (Cont'd)

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

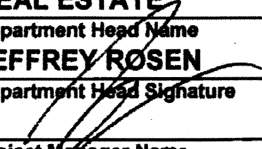
In response to a Request for Proposals (RFP) for the newsstand at the Flushing Main Street Station, eleven proposals were received.

The compensation payments proposed (calculated on a present value basis, using a discount rate of 9%) ranged from \$104,037.03 to \$992,231.27. The highest compensation was proposed by Flushing Newsstand, Inc. The remaining proposals were made by Nur Mohammad Howlander at \$970,710.21; Mahabubar Rahman at \$935,259.43; Cross Land News II, Inc. at \$683,471.01; Jai Ambe Newsstand Corp. at \$616,491.46; Toppa Flushing News at \$586,370.67; GH Newsstand, Inc at \$533,879.11; Mahmood Ahmed at \$483,502.82; Krishto + Pappa, Inc. at \$446,719.51; and Randy Page Corp at \$104,037.03. Abeer Gift Shop submitted an incomplete proposal.

Flushing Newsstand, Inc. is a newly formed corporation. However, the principal, Shahid Haroon has four other retail businesses for which he has agreements with the MTA, and Mr. Haroon will also execute a personal guaranty of the licensee's obligations.

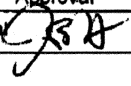
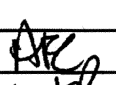
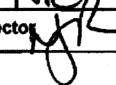
Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement with Flushing Newsstand, Inc. on the above-described terms and conditions.



Subject <b>PROPERTY ACQUISITION</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY ROSEN</b>
Department Head Signature 
Project Manager Name <b>ANDREW GREENBERG</b>

Date <b>NOVEMBER 15, 2010</b>
Vendor Name
Contract Number
Contract Manager Name
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	Civil Rights		

**Narrative**

AGENCY: Metropolitan Transportation Authority ("MTA")

SELLER: Town of Islip

LOCATION: Railroad Avenue, Ronkonkoma, Town of Islip, Suffolk County, NY

ACTIVITY: Acquisition of fee title for 12.53-acre existing Ronkonkoma Electric Train Storage Yard and additional 17.99 acres south of and adjoining train storage yard for material lay-down storage yard.

SPACE: 30.52 acres

ACTION REQUESTED: Approval of terms

COMPENSATION: \$11,005,512.00

**COMMENTS:**

The Ronkonkoma Electric Train Storage Yard ("KO Yard") is located east of LIRR's Ronkonkoma Station, in the Hamlet of Ronkonkoma, Town of Islip, Suffolk County (see attached map). The property is accessible from an existing driveway across an adjacent 18-acre parcel of land between the KO Yard and Railroad Avenue.

As part of the electrification project to Ronkonkoma in 1985, LIRR entered into a long-term lease with the Town of Islip to operate the KO Yard on 12.5 acres. The facility has been constructed over the years with a significant capital investment from MTA and LIRR. The KO Yard includes a 12-track electric train storage yard, an approximately 13,000 square foot employee facility accommodating multiple LIRR engineering divisions and parking for employee and company vehicles, as well as limited exterior storage areas for material, equipment, parts and supplies. LIRR constructed a substantial noise wall north of its tracks and within its right-of-way to attenuate noise impacts to the residential community north of the yard. The Town of Islip ("Town") has indicated a willingness to sell the 12.5-acre KO Yard parcel ("Parcel A"), together with the adjoining 18 acres north of Railroad Avenue ("Parcel B"). The Town is not interested in selling either Parcel A or Parcel B separately.

## Staff Summary

### FINANCE COMMITTEE MEETING

#### Ronkonkoma Yard (Cont'd)

#### COMMENTS: (cont'd)

Upon acquisition, the existing lease would be terminated and LIRR would continue to operate the KO Yard and access the facility from the existing driveway across Parcel B. Within Parcel B, LIRR would develop a new Material Lay-Down Storage Area. The affected area would be cleared, graded, covered with gravel and secured with fencing and a rolling gate. Development of this area for lay-down storage would provide immediate operational benefits because of its proximity to the Main Line tracks and the KO Yard. Some LIRR divisions do not have any lay-down space in Suffolk County and have to transport material from as far away as LIRR's Morris Park facility in Queens. The lack of adequate lay-down space at a centralized location along the Main Line in Suffolk County, convenient to where LIRR employees report to work, is resulting in inefficient operations that lead to lower productivity and higher transportation costs and impeding LIRR's ongoing efforts to manage its inventory more effectively. Examples of the types of materials that would be stored in the new Lay-down Area include metal storage boxes, trailers, cable, gates and gate mechanisms, switch mechanisms, signal parts, utility poles and other items needed to support railroad operations.

In November 2009, the MTA obtained an independent appraisal that valued the unencumbered fee interest in Parcels A and B at \$12.2 million. The negotiated purchase price represents a compromise between such unencumbered value and the value of the fee interest in the property as encumbered by the aforementioned lease.

In accordance with the State Environmental Quality Review Act ("SEQRA"), MTA staff prepared an Environmental Assessment ("EA") and concluded that the purchase and proposed use of Parcels A and B create no significant impact upon the environment and no further environmental review is required. Based upon this finding, a Negative Declaration was issued.

The East Side Access ("ESA") Final Environmental Impact Statement ("FEIS") identified Parcel B as a candidate for a future storage yard necessary for the ESA operating plan. LIRR anticipates beginning the public process for selecting the location of a new Main Line train storage yard at the end of 2011 or the beginning of 2012. LIRR has yet to finalize the site selection criteria, but would expect Parcel B to be among the sites considered. In accordance with the ESA Record of Decision and FEIS, MTA will perform an environmental review, tiered from the ESA FEIS of each of the prospective yard locations that are under consideration, including Parcel B. The site selection process will involve appropriate public outreach.

Based on the above, Real Estate Department recommends approval of the above acquisition pursuant to the terms and conditions noted above.

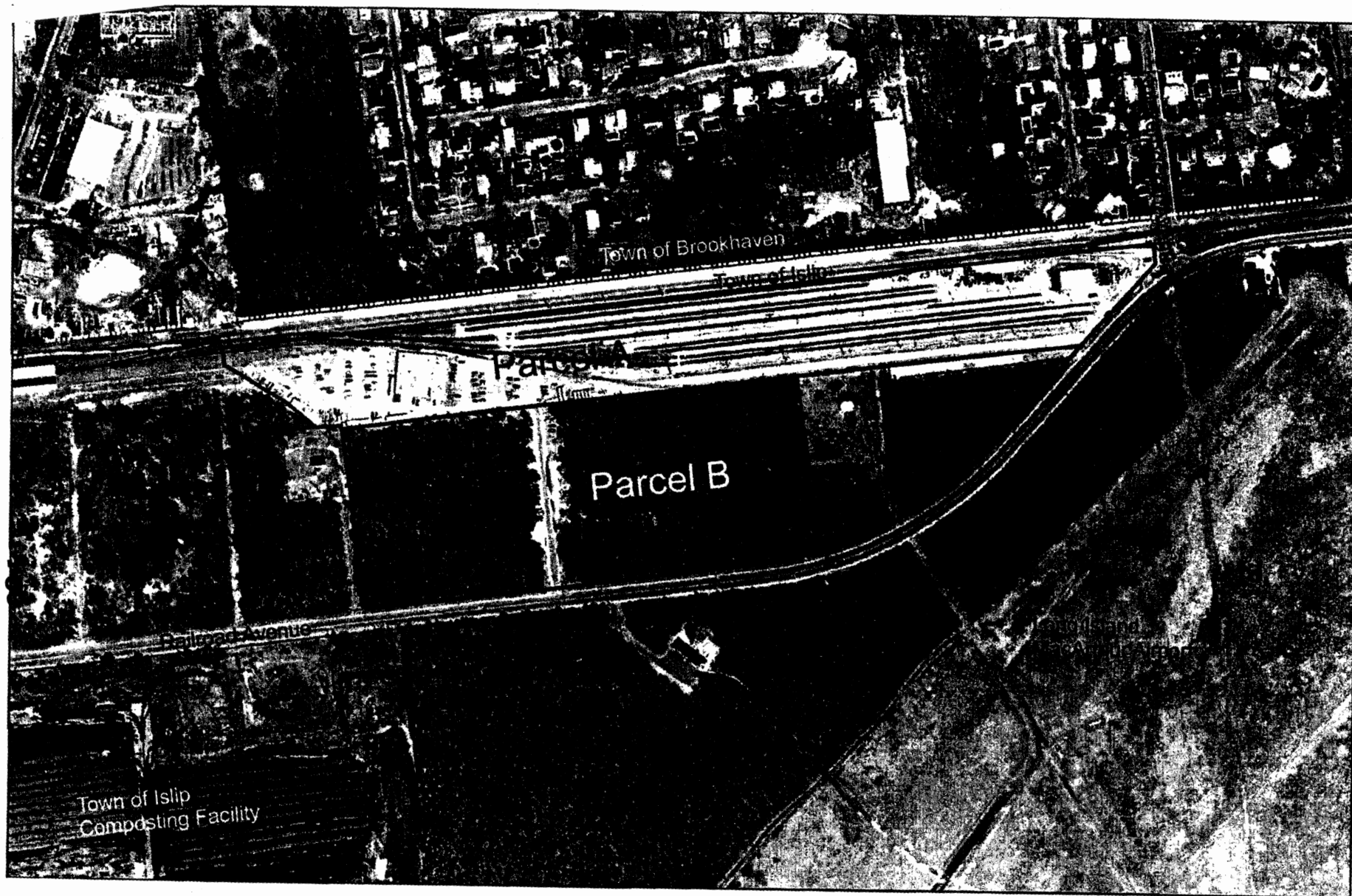
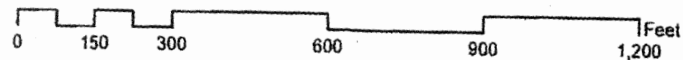
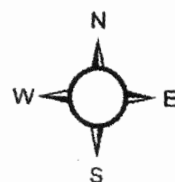


Figure 1. Site Map





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

<u>Procurements Requiring Two-Thirds Vote:</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule B:	Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)	1	\$ TBD M
Schedule C:	Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)	1	\$ 118.1 M
<u>Schedules Requiring Majority Vote</u>			
Schedule G:	Miscellaneous Service Contracts	1	\$ 1.1 M
Schedule L:	Budget Adjustments to Estimated Quantity Contracts	2	\$ 0.9 M
SUBTOTAL		5	\$ 120.1 M

**MTA Capital Construction proposes to award Competitive procurements in the following categories: NONE**

**NYC Transit proposes to award Ratifications in the following categories: NONE**

**TOTAL 7 \$ 136.1 M**

**MTA Capital Construction proposes to award Ratifications in the following categories: NONE**

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

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



## **BOARD RESOLUTION**

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

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

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

NOW, the Board resolves as follows:

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

**NOVEMBER 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. **Bombardier Transportation Holdings USA, Inc.**      **\$10,000,000.00 (Est.)**      **Staff Summary Attached**  
**Sole Source – Three-year omnibus**  
Omnibus approval request for the purchase of traction motor and propulsion controller parts for NYC Transit subway cars.
2. **Westcode Incorporated**      **\$6,000,000.00 (Est.)**      **Staff Summary Attached**  
**Sole Source – Three-year omnibus**  
Omnibus approval request for the purchase of air brake, door operator and HVAC parts for NYC Transit subway cars.

**NOVEMBER 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. <b>Contractor To Be Determined</b><br><b>Contract Term To Be Determined</b><br><b>Contract # R-34179</b> | <b>Cost To Be Determined</b> | <b><u>Staff Summary Attached</u></b> |
|---|------------------------------|--------------------------------------|

RFP Authorizing Resolution for the purchase of 290 "B" Division R179 subway cars with two options to purchase 50 and 80 additional cars. (Options I and II respectively).

**C. Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)**

(Staff Summaries required for items requiring Board approval.)

- |  |                         |                                      |
|--|-------------------------|--------------------------------------|
| 2. <b>Science Applications International Corporation (SAIC)</b><br><b>Three Proposals – Fifty-three month contract</b><br><b>Contract #W-32686</b> | <b>\$118,086,379.00</b> | <b><u>Staff Summary Attached</u></b> |
|--|-------------------------|--------------------------------------|

VHF Radio System Upgrade, Phase I.

**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.)

- |  |                              |
|--|------------------------------|
| 3. <b>Petroleum Tank Cleaners, Ltd.</b><br><b>Four Bids/Low Bidder – Three-year contract</b><br><b>Contract #09E0090</b> | <b>\$1,053,095.00 (Est.)</b> |
|--|------------------------------|

This multi-agency estimated-quantity contract is for the cleaning of above and below ground petroleum and heating oil tanks at various locations at NYC Transit Department of Buses (DOB), NYC Transit Department of Subways Maintenance of Way (MOW), MTA Bus Company (MTABC), Long Island Bus (LIB) and Bridges and Tunnels (B&T).

The contractor is required to provide all labor and materials for tank cleaning, tank tightness testing, disposal of unusable petroleum products and transfer of petroleum between tanks. Tank cleaning is required to prevent tank sediment ("sludge") build-up from exceeding the height of the suction or feeder line located at the bottom of the tank, thereby preventing contamination and potential clogging.

The incumbent, Petroleum Tank Cleaners, Ltd. submitted the lowest bid of \$1,053,095 which is 11% lower than the second low bid and represents an overall price decrease of 2% when compared to prices for the like items provided under the current contract. Based on price competition the prices have been found to be fair and reasonable.

**NOVEMBER 2010**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**L. Budget Adjustments to Estimated Quantity Contracts**

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

4. Aon Consulting, Inc. Contract # CMM-1567A December 9, 2009 – September 30, 2014	Original Amount: (NYC Transit Share)	\$	750,000
	Prior Modifications:	\$	801,516
	Prior Budgetary Increases:	\$	0
	Current Amount:	\$	1,551,516
	This Request:	\$	775,000
	(Plus \$525,000 for two other contracts)		
	% of This Request to Current Amount:		50%
	% of Mods/Budget Adjustments (including		
	This Request) to Original Amount:		210.2%

**Discussion**

In September 2009 the Board approved the award of three competitively negotiated five-year contracts to Aon-Consulting, Inc. (Aon) the Segal Company (Segal), and Mercer Health & Benefits, LLC. (Mercer) to provide employee benefits consulting services on an as-needed basis. The total NYC Transit budget for the five years was \$750,000 and the MTAHQ budget was \$150,000. In order to provide the flexibility in assignments, depending on each firm's expertise, each contract was awarded in the estimated amount of \$750,000 for NYC Transit and \$150,000 for MTAHQ. NYC Transit awarded each contract to the full budget amount since it was not known as to the amount of work each consultant would be performing. The Board was advised that the majority of anticipated expenditures would be utilized in the beginning of the contract term. The consultants provide advice in areas such as the cost impact of proposed changes in benefits; interpretation of regulations; calculation of various benefit funding methods; assistance in the renewal of insurance policies; and evaluation and monitoring of carrier performance. A prior modification to the AON contract approved by the Board in February 2010 added \$801,516 for a Dependent Eligibility Verification Audit, and was funded separately.

Subsequent to the award of these contracts, NYC Transit embarked on an aggressive schedule to compete its health benefits contracts and relied on industry expertise extensively in the preparation and negotiation of these provider agreements. As a result, budget funding originally projected for five years has been exhausted in one year. Nevertheless, projected savings resulting from consultant-related projects far outweigh the associated expenditures, including the recent medical benefit savings which could exceed \$350M over five years. Although only the contract with AON requires a budget adjustment, in this case an increase of \$775,000 as outlined above, the overall expenditures for Human Resources' (HR) will increase as follows:

Original Budget for Benefits Consulting (2010-2014)	\$750,000
Increased Funding Required	<u>\$1,300,000</u>
Revised 2010-2014 Budget	\$2,050,000

The need to add funding will ensure that HR will be able to continue aggressively pursuing benefits-related savings through negotiations, audits, and analysis of benefit providers, drug pricing, claims processing, and other cost-avoidance and cost-savings projects. To continue to support these many projects and accelerate savings, HR is now requesting an additional \$1.3 million (\$775K for AON and \$525K as itemized below) to increase NYC Transit's overall benefits consulting service budget from \$750,000 to \$2,050,000 over five years. Future initiatives and projects include conducting RFPs for dental, vision and pharmaceutical plans, Medicare Part B recovery, and assessment of the impact of healthcare reform. Sufficient contract values exist for Mercer and Segal, for whom anticipated expenditures will be \$170K and \$355K, respectively.

**NOVEMBER 2010**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**L. Budget Adjustments to Estimated Quantity Contracts**

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

5. Cleveland Track Material, Inc. Contract # 08D9861 October 1, 2008 – September 30, 2011	Original Amount:	\$	306,000
	Prior Modifications:	\$	0
	Prior Budgetary Increases:	\$	0
	Current Amount:	\$	306,000
	This Request:	\$	114,000
	% of This Request to Current Amount:		37.3%
	% of Mods/Budget Adjustments (including This Request) to Original Amount:		37.3%

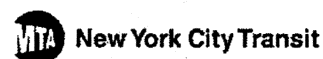
**Discussion**

In September 2008, the MTA Board approved award of a competitively bid three-year contract to Cleveland Track Material, Inc. to mill an estimated quantity of 30,000 existing 100 lb. resilient rail plates to accept 115 lb. rail. The resilient rail plate fastens the rail to the tie and incorporates a vibration and noise dampening material that relieves stress on the rail. NYC Transit is moving toward increased usage of the 115 lb. rail, where applicable, because of its durability. NYC Transit recently issued a contract for the delivery of new 115 lb. plates commencing in January 2011 which would eliminate the need to mill existing 100 lb. plates. However until delivery of the 115 lb. plates that start in January 2011, it is necessary to continue milling 100 lb. plates.

To date, 29,400 plates have been milled at a cost of \$298,516.40 with \$7,483.60 remaining on the contract. There is a need to mill an additional 11,000 plates at a unit price of \$10.80 each, which will carry MOW through the first quarter of 2011.

Cleveland's price was the lowest of 4 responsive bidders. Cleveland could not provide a price concession as they advised that production costs have increased since award of the contract.

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



Item Number: 1

<b>Vendor Name (&amp; Location)</b>
Bombardier Transportation (Holdings) USA, Inc. (Pittsburgh, PA)
<b>Description</b>
Purchase of traction motor and propulsion controller parts
<b>Contract Term (including Options, if any)</b>
Three years
<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 type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive
<b>Solicitation Type</b>
<input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Omnibus Sole Source Approval

<b>Contract Number</b>	<b>Renewal?</b>
NONE	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>Total Amount:</b>	\$10,000,000 (Est.)
<b>Funding Source</b>	
<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>	
Division of Materiel, Stephen M. Plochochi	

## Discussion:

This omnibus approval will cover items identified as obtainable only from Bombardier Transportation (Holdings) USA, Inc. (Bombardier Transportation) 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 2,232 items will be covered by this approval, which include traction motor and propulsion controller parts used on NYC Transit subway cars. These items are identified as obtainable only from Bombardier Transportation 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 Bombardier Transportation. 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 Division of Car Equipment will utilize these sole-source parts on approximately 2,261 subway cars (824 R62A cars, 425 R68 cars, 200 R68A cars, 600 R142A cars and 212 R143 cars) for normal maintenance and Scheduled Maintenance System (SMS) requirements. No other MTA agency purchases material from Bombardier Transportation. Procurement is currently working with Bombardier Transportation to establish a three year pricing agreement for sole source items.

In April 2008, the Board granted the current omnibus approval for \$8,000,000 that is scheduled to expire on May 4, 2011. Due to SMS work scope changes, additional items needed to be purchased and therefore the remaining balance is insufficient to cover requirements through the scheduled expiration date. The estimated amount for the requested omnibus approval is based on forecasts and projections for SMS requirements for 2011-2014, 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 any 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 an overall weighted average annual price decrease of 19.17% over the past two and a half years. The overall decrease is largely due to items for which recent purchases were at significantly higher quantities than older purchases. If these items are excluded and only the items with comparable quantities are examined, the result is a weighted average annual price increase of 2.46%. The price changes compare favorably with the PPI for Industrial Controls and Related Parts, which shows an average increase of 3.0% per year over the last two and a half years.

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



Item Number: 2

<b>Vendor Name (&amp; Location)</b>	
Westcode Incorporated (West Chester, PA)	
<b>Description</b>	
Purchase of air brake, door operator and HVAC parts	
<b>Contract Term (including Options, if any)</b>	
Three years	
<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 type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	
<b>Solicitation Type</b>	
<input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Omnibus Sole Source Approval	

<b>Contract Number</b>	<b>Renewal?</b>
NONE	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>Total Amount:</b> \$6,000,000 (Est.)	
<b>Funding Source</b>	
<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>	
Division of Materiel, Stephen M. Plochochi	

### Discussion:

This omnibus approval will cover items identified as obtainable only from Westcode Incorporated (Westcode) 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 1,728 items will be covered by this approval, which include air brake, door operator and HVAC parts used on NYC Transit subway cars. These items are identified as obtainable only from Westcode 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 Westcode. 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 Division of Car Equipment will utilize these sole-source parts on approximately 3,516 subway cars (air brake parts for 752 R46 cars; door operator parts for 240 R32 cars and 50 R42 cars; and HVAC parts for 600 R142A cars, 212 R143 cars and 1,662 R160 cars) for normal maintenance and Scheduled Maintenance System (SMS) requirements.

In December 2007, the Board granted the current omnibus approval for \$8,000,000 that is scheduled to expire on December 27, 2010. The estimated amount for the requested omnibus approval is based on forecasts and projections for SMS requirements for 2011-2014, as well as usage from the past three years. The primary reason for the decrease in the estimated amount for this omnibus approval is that NYC Transit did not spend as much on replacement parts for the R44 cars as anticipated since the majority of the R44 subway cars are being retired. It is expected that the amount requested under this omnibus approval will be sufficient to cover 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 an overall weighted average annual price decrease of 8.71%. The overall decrease is in part due to items for which recent purchases were at significantly higher quantities than older purchases. If these items are excluded and only the items with comparable quantities are examined, the result is a weighted average annual price decrease of 2.05%. These decreases are favorable when compared to the PPI for Railroad car parts and accessories, which shows an average increase of 1.9% per year over the last three years.

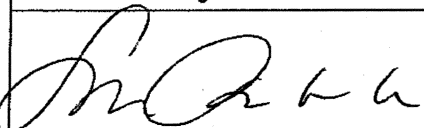


Long Island Rail Road (LIRR) and Metro North Railroad (MNR) purchase very limited amounts of material from Westcode and there is no one single item that is common to all three agencies. For the purchase of one item, a compensating valve assembly, a joint procurement between NYC Transit and LIRR is underway. NYC Transit is currently working with Westcode to establish a three year pricing agreement for sole source items and will coordinate with LIRR and MNR to allow the two railroads to participate in this pricing agreement.

# Staff Summary



New York City Transit

Page 1 of 2

Item Number <b>1</b>					
Division & Division Head Name: <b>Materiel, Stephen M. Plochochi, VP</b>					
Division Head Signature & Date 					
<b>Board Reviews</b>					
Order	To	Date	Approval	Info	Other
<b>Internal Approvals</b>					
Order	Approval	Order	Approval		
1	Materiel	5	Executive VP 		
2 X	Law	6	President 		
3 X	SVP Subways	7			
4 X	Budget	8			

<b>SUMMARY INFORMATION</b>	
Vendor Name	Contract Number
Contractor To Be Determined	R34179
Description Purchase of 290 "B" Division Rapid Transit Cars with Two Options to Purchase 50 and 80 Additional Cars (Option I and Option II Respectively)	
Total Amount Cost To Be Determined	
Contract Term (including Options, if any) Contract Term To Be Determined	
Option(s) included in Total Amount?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Renewal?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

## PURPOSE/RECOMMENDATION:

To request and recommend that the Board determine that competitive bidding is impractical or inappropriate for the procurement of 290 B Division Rapid Transit Cars (R179) with two options to purchase 50 and 80 additional Cars (Option I and Option II respectively), and that it is in the public interest to issue a competitive request for proposals (RFP) pursuant to subdivision 9(g) of Section 1209 of the Public Authorities Law.

## DISCUSSION:

Subdivision 9(g) of Section 1209 of the Public Authorities Law permits NYC Transit to use a competitive RFP in lieu of competitive bidding to award a contract for the purchase or rehabilitation of rapid transit cars or omnibuses. NYC Transit is desirous of utilizing such a procedure with respect to the procurement of 290 B Division Rapid Transit Cars with two options to purchase 50 and 80 additional Cars (Option I and Option II respectively). This purchase of 290 B Division Cars and Option I for 50 Cars is supported by the 2010 – 2014 Capital Program for new train procurements.

This purchase supports NYC Transit's Rapid Transit Car Procurement Plan. The base quantity of 290 cars plus the 50 cars from Option I, all of which are 60-foot cars, will be purchased to replace 272 75-foot R44 cars which are scheduled for retirement. NYC Transit's plan for the 80 Option II cars is to provide sufficient cars to support our Fleet Plan with the specific car assignments to be made subject to the needs of service.



The RFP process will allow NYC Transit to arrive at the overall best value proposal through negotiations and evaluation based on criteria that reflect the critical needs of the agency. More specifically NYC Transit will be able to weigh and negotiate many factors such as: 1) the technical proposal and overall technical qualifications; 2) overall project cost and value; and 3) other relevant matters. Upon completion of the RFP process, NYC Transit intends to obtain Board approval for the actual contract award.




### **ALTERNATIVE:**

Issue a competitive IFB. Not recommended, given the complexity of this procurement and the advantages offered by the RFP process.

### **IMPACT ON FUNDING:**

Funds for the procurement of the 290 R179 B Division Cars and the 50 Cars in Option I have been approved in the 2010 - 2014 capital program. This project is anticipated to be primarily Federal funded. It is anticipated that the 80 cars in Option II will be considered for funding based on final pricing obtained through the RFP process and the extent to which program surpluses can be made available.

# Staff Summary

Item Number <b>2</b>					
Division & Division Head Name: <b>VP Materiel, Stephen M. Plochochi</b>					
Division Head Signature & Date 					
Board Reviews					
Order	To	Date	Approval	Info	Other
Internal Approvals					
Order	Approval	Order	Approval		
1	Materiel 	5 X	CPM		
2 X	Law	6 X	Dept. of Subways		
3 X	Budget	7	EVP		
4 X	Civil Rights	8	President 		

<b>SUMMARY INFORMATION</b>	
Vendor Name Science Applications International Corporation (SAIC)	Contract Number W-32686
Description VHF Radio System Upgrade, Phase I, in the Boroughs of Brooklyn, Manhattan, Queens and The Bronx	
Total Amount \$118,086,379	
Contract Term (including Options, if any) 53 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 <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

## I. PURPOSE/RECOMMENDATION

To obtain Board approval to award contract W-32686 for the VHF Radio System Upgrade, Phase I, in the Boroughs of Brooklyn, Manhattan, Queens and The Bronx to Science Applications International Corporation (SAIC) in the amount of \$118,086,379 and a duration of fifty-three (53) months. The contract also includes two options for maintenance (one for 5 years and one for 3 years) and an option for further migration to 6.25 KHz digital equivalency. Separate Board approval will be sought prior to the execution of any option.

## II. DISCUSSION

The objective of this project is to comply with the Federal Communications Commission (FCC) mandate requiring that all radio systems operating below 512 MHz be migrated from 25 KHz wideband channels to 12.5 KHz narrowband channels by January 1, 2013 in order to help reduce congestion in the frequency bands and increase user access to spectrum.

NYCT's VHF Subway Radio System currently operates in 25 KHz wideband mode. Therefore, to comply with this unfunded mandate, all existing VHF radio base station equipment must be replaced with new radio equipment capable of operating in narrowband mode. The work includes the replacement of approximately 230 base stations at all 115 locations in the IRT, BMT and IND Divisions and transmitter replacement at eight off-property sites; head-end work at the Rail Control Center and Back-up Command Center; and infrastructure work such as construction of new communication rooms and renovation of existing ones. The FCC has been informally notified that, like many, if not most, agencies across the country, NYCT cannot meet the January 1, 2013 date for a full implementation and will seek a waiver of this deadline. The FCC will not accept a waiver request until NYCT can show that a contract award has been made and that a firm milestone project schedule has been established. This project has a phasing plan showing an initial build of a four IRT Division Base Station Initial Build/Pilot to be completed 18 months from award. This will be followed by the full IRT Division rollout along with a staggered BMT/IND build out over the remaining 35 months.

An RFP Authorizing Resolution for the use of a competitive Request for Proposal (RFP) procurement process was approved by the Board in June 2008. Thereafter, the solicitation was delayed due to capital plan funding issues and the complexity of the design. Selection was accomplished by use of a one-step RFP process in which prospective proposers submitted technical and cost proposals that were reviewed in accordance with pre-established selection criteria, including evaluation of general responsibility, financial resources, safety record, various technical matters, as well as other relevant matters and overall cost.

The RFP was issued in November 2009 and the following three vendors submitted their technical and initial cost proposals: SAIC - \$109,433,013 (plus \$10,990,182 for optional maintenance); Five Star/ARINC, JV (FSA) - \$185,797,951 (plus \$13,774,832 for optional maintenance); Alcatel-Lucent/Transit Technologies, JV (ALU/TT) - \$191,455,782 (plus \$28,437,752 for optional maintenance). The internal estimate is \$178,962,000. Due to the complexity of this project, a Technical Committee (TC) composed of members from various NYCT Departments, reflecting expert input from engineering, communications and electronics maintenance, was established in order to conduct an evaluation of the technical proposals and report its findings to the Selection Committee (SC). All three proposers were deemed technically qualified by the TC, resulting in invitations to all for oral presentations. **71** -

After oral presentations, the SC reviewed the cost proposals and unanimously recommended all three teams for negotiations. Each proposed technical solution, although valid, presented its own unique set of advantages and disadvantages. SAIC's technical solution included radio equipment from Selex (formerly Marconi). This radio would not only satisfy the current requirements of the RFP, but would also support future migration to 6.25 KHz. Selex has been manufacturing radio equipment for over 100 years and is well established in Europe. Selex is in the early stages of marketing and deploying this equipment in the United States.

FSA's technical solution included radio equipment from Harris which satisfies current requirements of the RFP but does not support future migration to 6.25 KHz. Further migration from FSA's technical solution would require future replacement or additions to proposed equipment which may not only be very costly to NYCT, but also impractical. ALU/TT's technical solution is based on Motorola radio equipment that, like SAIC, not only satisfies the current requirements of the RFP, but also supports future migration to 6.25 KHz.

Negotiations were conducted with the three firms and included discussion of commercial and contractual terms and conditions, technical requirements, level of effort and cost. Negotiators focused on ensuring that each technical solution covered every aspect of the scope of work.

Following negotiations, the proposers were requested to submit updated technical proposals, which were received on July 29, 2010. The TC review of these updated proposals revealed some new technical questions for each team that needed to be addressed before issuing the request for Best and Final Offers (BAFOs). Each team satisfactorily addressed these issues in supplemental submissions. BAFO requests were issued and included, as to each proposer, a revised agreement and revised terms and conditions resulting from negotiations. BAFO's were received on September 29, 2010. In addition to the existing maintenance options, each proposer was asked to include in its BAFO an additional optional lump sum cost for future migration to 6.25 KHz equivalency. SAIC's BAFO was \$118,086,379 (plus \$12,387,906 for optional maintenance and no additional cost for 6.25 KHz migration); FSA's BAFO was \$149,823,760 (plus \$8,503,680 for optional maintenance and \$5,994,968 for 6.25 KHz migration). ALU/TT's BAFO was \$154,551,163 (plus \$9,150,000 for optional maintenance and \$1,500,000 for 6.25 KHz migration).

The Selection Committee unanimously recommended SAIC for award determining that, based on the selection criteria, including technical considerations and overall cost, its proposal offered the best overall value to NYCT. SAIC's BAFO of \$118,086,379 was \$8,653,366 higher than its initial proposal due to the addition of certain features in its technical solution that were addressed during negotiations. SAIC's BAFO of \$118,086,379 was \$46,913,621 (28%) less than the revised in-house estimate of \$165,000,000. The internal estimate was revised to reflect current market conditions and was reduced in areas such as site survey, design, and software development. Subsequent to the recommendation of SAIC, a proposer that was not selected asked for, but was not granted, permission to submit a revised offer.

SAIC does not have any previous experience with NYCT, but is one of the industry leaders worldwide in communications projects, system integration processes, system design, and engineering. SAIC is an engineering and technology applications company that specializes in systems projects, national security and energy with annual revenue in excess of \$10 billion. Much of its work is for the military and other government clients in the defense, security and intelligence areas. Reference checks on SAIC projects, which include radio communications, were satisfactory. The reference checks, and positive feedback, included discussion with representatives of the City of New York regarding SAIC's performance on the CityTime project. A review of SAIC's pre-award submissions for insurance, bonding and MBE/WBE subcontracting goals is ongoing. This contract will not be awarded until approvals are obtained from the necessary departments. SAIC's experience modification rating is less than 1.2 and therefore acceptable.

A background check performed by Materiel revealed that information disclosed by SAIC regarding an issue that occurred in 1988 which is considered Significant Adverse Information (SAI) within the meaning of the All Agency Responsibility Guidelines. Following a review of the relevant information, NYCT determined that SAIC was a responsible proposer for this contract, notwithstanding the existence of significant adverse information. Approval of this SAI issue is being sought concurrently with this request. Award will not be made unless and until the SAI approval is received.

### **III. M/WBE INFORMATION**

The goals for this project have been established at 5% Minority Business Enterprise (MBE) and 5% Women Owned Business Enterprise (WBE). Award will not be made until the Department of Diversity and Civil Rights' approval is obtained.

### **IV. CAPITAL PROGRAM REPORTING**

This contract has been reviewed for compliance with the requirements of the 1986 legislation applicable to Capital Contract Awards and the necessary inputs have been secured from the responsible functional departments.

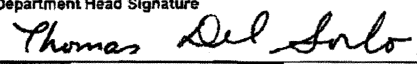
### **V. IMPACT ON FUNDING**

This contract is 100% MTA funded. Funds are available under planning number MW43-5878 Project ID. T60806/08. The contract will not be awarded until funding is in place and a WAR Certificate is received. If a maintenance option is exercised, it will be paid for with operating funds.

### **VI. ALTERNATIVES**

Perform the work using in-house personnel. Not recommended as in-house forces do not have the resources to perform the scope of this project.

## 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> 
<b>Project Manager Name</b> James P. Curry

<b>Date</b> November 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	11/15/10	X		
2	Board	11/17/10	X		

Internal Approvals			
Order	Approval	Order	Approval
3	President		
2	Executive VP		
1	General Counsel		

### 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:**

<u>Procurements Requiring Majority Vote</u>	<u># of Actions</u>	<u>\$ Amount</u>
---	---------------------	------------------

Schedule E: Miscellaneous Procurement Contracts

1	\$2.4M
---	--------

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

None

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

<u>Procurements Requiring Two-Thirds Vote</u>	<u># of Actions</u>	<u>\$ Amount</u>
---	---------------------	------------------

Schedule A: Non-Competitive Purchases and Public Work Contracts

1	\$49.9M
---	---------

	<u># of Actions</u>	<u>\$Amount</u>
Total Non-Competitive Procurements	2	\$52.3M

**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:**

**None**

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

**None**

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

**None**

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

**None**

	<u># of Actions</u>	<u>\$ Amount</u>
Total Procurements	2	\$52.3M

## 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.

**NOVEMBER 2010**

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

*Procurements Requiring Majority Vote:*

**E. Miscellaneous Procurement Contracts**

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

- |   |                    |                                      |
|---|--------------------|--------------------------------------|
| <b>1. Giro, Inc., Montreal, Canada</b>  | <b>\$2,354,865</b> | <b><u>Staff Summary Attached</u></b> |
| Contract #R100774   |                    |                                      |
| Fifty-four month contract for the purchase of Hastus Bus scheduling software licenses, with customization, training, and maintenance. |                    |                                      |

**NOVEMBER 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.

<b>1. Prevost Car (US) Inc.</b>	<b>\$49,951,946.00</b>
<b>Contract # B-40643</b>	

**Staff Summary Attached**

**Purchase of 90 high-floor commuter coaches.**



## Schedule E: Miscellaneous Procurement Contracts

Item Number: **E-1**

<b>Vendor Name (&amp; Location)</b> Giro, Inc., Montreal, Canada
<b>Description</b> Purchase of Hastus Bus scheduling software licenses, with customization, training, and maintenance
<b>Contract Term (including Options, if any)</b> 54 Months
<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 type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: utilize NYC Transit contract

<b>Contract Number</b> R100774	<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>Total Amount:</b> MTABC LIB Option	<b>\$2,354,865</b> <b>\$2,036,571</b> <b>\$318,294</b>
<b>Funding Source</b> <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> Division of Information Technology, Michael Moran	

### Discussion:

To obtain approval from the Board to utilize a non-competitive NYC Transit (NYCT) contract to award a 54 month miscellaneous procurement contract to Giro, Inc. (Giro) for the purchase of Hastus software licenses for MTA Bus Company (MTABC) bus scheduling, including required customization, training and maintenance in the not-to-exceed amount of \$2,036,571 with an option to add licenses and services for Long Island Bus (LIB) in the not-to-exceed amount of \$318,294 for a total not-to-exceed amount of \$2,354,865. Exercise of the option will be subject to the approval of the MTABC Director, Contracts.

MTABC's Division of Information Technology (IT) requested this procurement on behalf of MTABC's Operations Planning Division (OP) which must transition its manual legacy schedule and runcutting process inherited from the private bus companies to automated scheduling software. MTABC's scheduling function governs the route-by-route movement of buses and bus operator assignments. Giro's Hastus software has been used successfully on several platforms to perform this function, since 1986 at NYCT. Hastus consists of a Graphical User Interface (GUI) and automatic vehicle, bus operator, and roster scheduling capabilities that can produce interface files for various software systems including the Unified Timekeeping System and Guide-A-Ride, and can organize schedules by depots and for the four annual seasonal schedule revisions as well as special revisions, with the opportunity to evaluate and retain multiple concurrent iterations online. Initially, MTABC was seeking to add licenses to the existing NYCT Hastus bus/rail Contract No. 97K7070 with Giro, which initial contract and subsequent modifications were approved by the July 1998, May 2006, and January 2008 Boards and includes software licenses and maintenance for Hastus-Vehicle, Hastus-Crew, CrewOpt, Hastus-Roster and Hastop, GEO, and Hastus Rail. MTABC found that functional and logistical considerations would cause significant implementation delays and therefore delays in realizing the substantial cost savings anticipated and reflected in the 2011-14 Financial Plan (over \$4 million annualized for MTABC) with the full implementation of Hastus through more efficient schedules with reduced pay hours and other associated costs. MTABC determined the most advantageous method of procuring the required software licenses and services at this time is to utilize NYCT's existing contract for this award.

Similarly, the LIB scheduling function is based upon an outdated computerized system that lacks full functionality. This system, Trapeze, automates only the payroll, accounting and service documentation functions. It has no capability to optimize schedule efficiency, the prime purpose of a computerized scheduling program. In addition, it is not compatible with Hastus. Implementation of Hastus at LIB will standardize scheduling across the three bus Agencies. If the LIB option is exercised, it is anticipated that proportional cost savings would also be accrued to LIB.

Giro's initial corrected proposal of \$1,806,047, \$1,509,247 for MTABC and \$312,758 for the LIB option for the 2010 License version of Hastus, had already taken into account a \$51,175 discount off the software purchase price, however, prior to and during negotiations, MTABC made specific decisions that slightly increased the proposed amount. MTABC determined that 50 annual maintenance days, used on an as-needed basis, were required for additional assistance of crystal report development in the base installation, and for each year of maintenance to cover work rule changes, report changes, or any other issues that may arise during the term of the contract. Giro's license requires its clients to upgrade its software every two years or pay an incremental percentage for each additional year at the time of the upgrade. During negotiations, MTABC determined it was more cost-effective to purchase the 2011 license version of Hastus for a 4.9% higher cost (\$34,320 - MTABC) as the base version in lieu of the 2010 version, than to incur a minimum 10% additional cost (\$69,420 - MTABC) in 2013 for the upgrade. Maintenance costs, without the additional days, are 11-12% of license costs, which is significantly lower than other software maintenance contracts

ranging from 18-20% of the software cost. Giro submitted a Best and Final (BAFO) offer on October 28, 2010 in the not-to-exceed amount of \$2,085,115 which consists of \$1,766,281 for MTABC and \$318,294 for the LIB option which reflected all negotiated items.

There are 4 scheduled picks annually. Under the initial schedule, full implementation was to commence with the Summer 2012 pick. In an effort to take advantage of the significant savings associated with the full implementation of Hastus, MTABC conducted further discussions and negotiations with Giro to determine how we could shorten the implementation time and go live with Hastus sooner. Giro submitted a BAFO for the accelerated schedule on November 3, 2010, which significantly increased Giro's on-site resources in order to meet the aggressive schedule to go live for the Spring 2012 pick, in the total not to exceed amount of \$2,354,865 which consists of \$2,036,571 for MTABC and \$318,294 for the LIB option. Implementation acceleration for LIB will be addressed if the LIB Option is exercised.

This BAFO is \$410 less than the revised in-house estimate and is considered fair and reasonable by Procurement and IT. Giro also agreed to include the cost of the MTABC/LIB licenses as a credit against the license costs of the future anticipated separation of NYCT Bus/Rail Hastus by mode (a pending NYCT initiative) and the resultant combination of all bus scheduling under a single license.

Based on an expected 2% improvement in scheduling efficiencies, all costs for implementing and operating Hastus are anticipated to be paid for in the first year of operation. In addition to sustainable cost savings, other benefits of implementing Hastus include the ability to provide budget conformance reports, eliminate manual interfacing of information, establish Guide-A-Rides for local service, interface with advanced Customer Information Systems, and with automated payroll systems. None of these benefits are available to MTABC with the current manual process. The LIB option will add licenses and services for LIB to further standardize scheduling systems across the three bus Agencies.

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

Item Number: **A-1**

<b>Vendor Name (&amp; Location)</b> Prevost Car (US) Inc. (Sainte-Clare, Quebec, Canada)		<b>Contract Number</b> B-40643	<b>Renewal?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>Description</b> Purchase of 90 high-floor commuter coaches		<b>Total Amount:</b> \$49,951,946	
<b>Contract Term (including Options, if any)</b> December 17, 2010 – April 1, 2016		<b>Funding Source</b> <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> Department of Buses, Joseph Smith	
<b>Procurement Type</b> <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive			
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Non-competitive			

### Discussion:

It is requested that the Board declare competitive bidding impractical or inappropriate pursuant to Public Authorities Law § 1209, subsection 9(d), and approve the purchase of 90 high-floor 45-foot over the road coaches from Prevost Car (US) Inc. for test and evaluation.

Prevost provided a similar 45-foot coach bus to NYC Transit on a no charge loan agreement basis in June and July of 2008 to evaluate the bus and gauge customer and operator acceptance. This bus was operated in express revenue service out of Castleton Depot in Staten Island and the Yonkers Depot and received favorable results. NYC Transit now wishes to test a greater number of these buses. The purchase of 90 buses will permit the test and evaluation in revenue service of a new bus type, ensure the manufacturer's ability not only to produce the bus but to provide aftermarket support for service, engineered solutions, and ensure that the bus meets the standards of NYC Transit's New Bus Qualification program. The purchase of larger test fleets of this size gives a more accurate indication of performance, miles per gallon, and Mean Distance Between Failures (MDBF) and enables more effective evaluations of major subsystems.

One Pilot Bus will be delivered in June 2011, to be operated in revenue service prior to the issuance of the Notice to Proceed for the remaining buses which are scheduled for delivery between October and December 2011. Prior to building the Pilot Bus, Prevost has committed to subject its bus to structural integrity testing, scheduled to commence February 2011, implement any structural modifications that may be required as a result and agreed to provide a 12-year structural warranty. Prevost has incorporated 10% NYS content into this build. In the event they are awarded another contract from NYC Transit, Prevost has committed to building a portion of any future buses at the manufacturing facility of its subsidiary Nova Bus LFS which is located in Plattsburgh, NY. This facility was built for Nova Bus in early 2009 for the production of both 40-foot and 60-foot low-floor buses. In addition, Prevost has offered a parts credit for \$90,000 for aftermarket support.

The total Contract award of \$49,951,946 will consist of \$49,461,120 for the 90 buses (\$549,568/bus), \$353,880 for structural integrity testing, \$45,000 for tailpipe emission profile testing and \$91,946 for an estimated quantity of training. The prices have been deemed fair and reasonable based on comparisons to the most recently negotiated price from its major competitor. Funds are available for this procurement as part of the 2010-2014 Capital Plan. In accordance with Public Authorities Law, Section 1209, paragraph 9, this contract will not be awarded earlier than 30 days from the date on which the Authority declares competitive bidding to be impractical or inappropriate.

There was significant adverse information concerning affiliated companies, Prevost Parts and Volvo Trucks North America within the meaning of the All-Agency Responsibility Guidelines. However, senior management approval was received on September 19, 2006 to continue to do business with Prevost and its affiliates barring any new significant adverse information.

# Staff Summary



Metro-North Railroad

Page 1 of 1

<b>Subject</b> NYSDOT Grant for Connecting Services	
<b>Department</b> Operations Planning and Analysis	
<b>Department Head Name</b> Daniel O'Connell	
<b>Department Head Signature</b> 	
<b>Project Manager Name</b> Edilma Jarvis	<b>Program Manager Name</b>

<b>Date</b> October 25, 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	M-N Comm. Mtn	11/15	X		
2	MTA Finance Mtn	11/15	X		
3	MTA Board Mtn	11/17	X		

Internal Approvals			
Order	Approval	Order	Approval
4	President		Budget
	VP Operations		Capital Programs
3	VP Financial Admin		Engr/Const
	Controller		Project Reporting

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	VP Planning		Government Relations		Labor Relations	2	General Counsel
	Press				Personnel		Other

## Narrative

### PURPOSE:

To obtain MTA Board approval to enter into a contract to accept \$300,000 in a Congestion Mitigation/Air Quality (CMAQ) grant from the New York State Department of Transportation (NYSDOT) to support connecting services, covering the period from October 1, 2010 through September 30, 2011.

### DISCUSSION:

Metro-North has worked with NYSDOT to implement various projects to improve access to Metro-North stations. These projects, which include connecting buses (e.g. Transport of Rockland, Newburgh-Beacon Shuttle, Dutchess L.OOP, HART, etc.), the Haverstraw-Ossining Ferry, the Newburgh-Beacon Ferry and Guaranteed Ride Home programs, create station access/egress and increase ridership and revenue for the Railroad, as well as reduce the number of single occupancy vehicles on the roads.

Over the past fifteen years, Metro-North has received over \$2.0 million from similar NYSDOT grants. These funds have been used for a variety of operational and marketing activities: providing customer information (e.g. signage, kiosks, pocket timetables, etc.); marketing/advertising to launch and support these services; supporting Metro-North's Guaranteed Ride Home programs; and for miscellaneous operational improvements. Metro-North plans to use the \$300,000 from the new CMAQ grant in a similar fashion, working with our regional partners to maintain service quality and improve station access.

### BUDGET IMPACT:

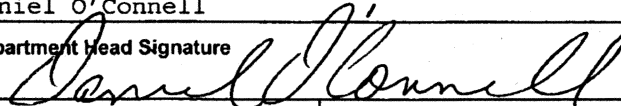
No budget impact. These monies allow for projects that would not otherwise be implemented.

### RECOMMENDATION:

That the MTA Board grant approval to enter into a contract to accept \$300,000 in a Congestion Mitigation/Air Quality (CMAQ) grant from the New York State Department of Transportation (NYSDOT) to support connecting services, covering the period from October 1, 2010 through September 30, 2011.

The legal name of MTA Metro-North Railroad is Metro-North Commuter Railroad Company

# Staff Summary

<b>Subject</b> Westchester County DOT Fare Increase		<b>Date</b> October 25, 2010	
<b>Department</b> Operations Planning and Analysis		<b>Vendor Name</b> N/A	
<b>Department Head Name</b> Daniel O'Connell		<b>Contract Number</b> N/A	
<b>Department Head Signature</b> 		<b>Contract Manager Name</b> N/A	
<b>Project Manager Name</b> Frank Lennon	<b>Program Manager Name</b>	<b>Table of Contents Ref#</b>	

Board Action					
Order	To	Date	Approval	Info	Other
1	M-N Comm Mtn	11/15	X		
2	MTA Finance Mtn	11/15	X		
3	MTA Board Mtn	11/17	X		

Internal Approvals			
Order	Approval	Order	Approval
4	President		Budget
	VP Operations		Capital Programs
3	VP Financial Admin		Engr/Const
	Controller <i>SD for AP</i>		Project Reporting

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	VP Planning <i>Ron</i>		Government Relations		Labor Relations	2	General Counsel <i>g</i>
	Press				Personnel		Other

## NARRATIVE

### I. Purpose:

To obtain MTA Board approval for Metro-North to: (1) Increase the per ticket subsidy for the WCDOT UniTicket and (2) Increase the customer price and per ticket subsidy for the WCDOT Shuttle UniTicket. Both actions are effective with the sale of January 2011 monthly tickets.

### II. Discussion:

WCDOT bus service provides connecting bus service to/from Metro-North train stations throughout Westchester County. This includes both regular bus service and dedicated shuttle service. The proposed increases are consistent with the existing contractual arrangement.

#### WCDOT UniTicket

Currently the WCDOT monthly UniTicket customer pays \$44.50 while Metro-North and WCDOT split the \$44.50 subsidy per ticket (\$22.25 each). WCDOT has requested an increase in the customer price to \$52.00. As part of this, the Metro-North subsidy will increase to \$26.00 an increase of \$3.75 per ticket. WCDOT's subsidy share will also increase by this same amount.

#### WCDOT Shuttle

Currently the WCDOT Shuttle monthly UniTicket customer pays \$29.50 and Metro-North pays a subsidy of \$59.50. Per the contract, Metro-North sets the customer price for the Shuttle UniTicket, which is contractually 33% of the monthly MetroCard price. The new customer price will be \$34.50 - an increase of \$5.00. The Metro-North subsidy will be \$69.50 - a per ticket subsidy increase of \$10.00.

Both the WCDOT Bee-Line and Shuttle UniTicket proposed pricing was addressed a part of the recent public hearing process.

### Alternatives:

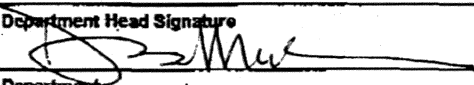
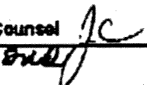
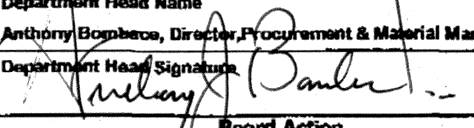

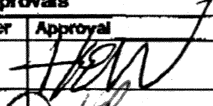
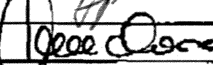

This recommendation is in line with existing agreements and current formulas. No alternative is proposed.

### III. Budget Impact:

The financial impact of the above action regarding higher subsidies for monthly UniTickets will be \$48,000 annually. This financial impact is included in the 2011 Operating Budget.

### IV. Recommendation:

That the MTA Board approve Metro-North's request to: (1) Increase the per ticket subsidy for the WCDOT UniTicket and (2) Increase the customer price and per ticket subsidy for the WCDOT Shuttle UniTicket. Both actions are effective with the sale of January 2011 monthly tickets.

<b>Subject</b> Request for Authorization to Award Various Procurements						<b>Date</b> November 17, 2010			
<b>Department</b> Procurement & Logistics - LIRR						<b>Department</b> Law and Procurement - MTACC			
<b>Department Head Name</b> Dennis L. Mahon, Chief Procurement & Logistics Officer						<b>Department Head Name</b> Jayne Czili, Acting General Counsel			
<b>Department Head Signature</b> 						<b>Department Head Signature</b> 			
<b>Department</b> Procurement & Material Management - MNR									
<b>Department Head Name</b> Anthony Bonabeo, Director, Procurement & Material Management									
<b>Department Head Signature</b> 									
<b>Board Action</b>						<b>Internal Approvals</b>			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	LIRR/MNR Committee	11.15.10				X	President, LIRR		
2	MTA Board	11.17.10				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

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule A: Non-Competitive Purchase and Public Works Contracts	1	\$0.552M
<b>SUBTOTAL:</b>	1	\$0.552M

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

Schedules Requiring Majority Vote

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule F: Personal Service Contracts	1	\$16.800M
<b>SUBTOTAL:</b>	1	\$16.800M

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

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

Schedules Requiring Two-Thirds Vote

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule B: Competitive Requests for Proposals	1	\$TBD

Schedules Requiring Majority Vote

Schedule G: Miscellaneous Service Contracts	1	\$0.050M
<b>SUBTOTAL:</b>	2	\$0.050M

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

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	NONE	

Schedules Requiring Majority Vote

Schedule F: Personal Service Contracts	1	\$32.370M
Schedule G: Miscellaneous Service Contracts	1	\$6.650M
<b>SUBTOTAL:</b>	2	\$39.020M

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

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Majority Vote</u>		

Schedule C: Competitive Request for Proposal	1	\$0.417M
<b>SUBTOTAL:</b>	1	\$0.417M

**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: NONE**

<b>TOTAL:</b>	<b>7</b>	<b>\$56.839M</b>
---------------	----------	------------------

## 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.





**NOVEMBER 2010**

**MTA LONG ISLAND RAIL ROAD**

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

**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. | <b>Portec Rail Products, Inc.</b> | <b>\$552,000</b>     | <u>Staff Summary Attached</u> |
|    | <b>Sole Source</b>                | <b>Not-to-Exceed</b> |                               |
|    | <b>Contract No. IT05815</b>       |                      |                               |

LIRR, on behalf of itself, Metro-North Railroad (MNR) and New York City Transit (NYCT) requests approval to award separate Sole Source Blanket Purchase Orders (BPOs) on behalf of LIRR and MNR, and a Sole Source Omnibus Approval with respect to NYCT, to Portec Rail Products, Inc. ("Portec"), each for a three-year period in the following amounts: LIRR - not-to-exceed \$375,000, MNR - not-to-exceed \$72,000 and NYCT - estimated \$105,000. LIRR, MNR, and NYCT (collectively the Agencies) will issue their own individual orders to Portec on an as-needed basis to supply replacement parts required to allow each Railroad to repair and maintain its respective rail lubrication and friction management systems.

**Schedule A: Non-Competitive Purchases and Public Works****Long Island Rail Road****Staff Summary**

Item Number: 1

<b>Vendor Name</b> Portec Rail Products, Inc. Pittsburgh, PA
<b>Description</b> Spare Parts Required to Perform Maintenance and Repairs of Portec Rail Lubricators and Traction Gel Applicators
<b>Contract Term (Including Options, if any)</b> 3 Years
<b>Option(s) Included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>Procurement Type</b> <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-Competitive
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source

<b>Contact Number</b> IT05815	<b>Renewal?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>Total Amount:</b>	LIRR \$375,000 MNR \$ 72,000 NYCT \$105,000 Not-to-Exceed \$552,000
<b>Funding Source</b> <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> Maintenance of Way – Robert Puciloski, Chief Engineer	
<b>Contract Manager:</b> Richard Barone	

**Discussion:**

LIRR, on behalf of itself, Metro-North Railroad (MNR) and New York City Transit (NYCT) requests approval to award separate Sole Source Blanket Purchase Orders (BPOs) on behalf of LIRR and MNR, and a Sole Source Omnibus Approval with respect to NYCT, to Portec Rail Products, Inc. ("Portec"), each for a three-year period in the following amounts: LIRR - not-to-exceed \$375,000, MNR - not-to-exceed \$72,000 and NYCT - estimated \$105,000. LIRR, MNR, and NYCT (collectively the Agencies) will issue their own individual orders to Portec on an as-needed basis to supply replacement parts required to allow each Railroad to repair and maintain its respective rail lubrication and friction management systems.

Portec is the Original Equipment Manufacturer (OEM) and single responsible source for these parts. LIRR advertised its intent to award a Joint Sole Source Procurement in the NYS Contract Reporter and the New York Post and no other vendor expressed interest in competing for this procurement. LIRR's estimate is significantly greater than the other Agencies due to the fact that LIRR operates a greater number of rail lubricators and applicators. Further, due to the congestion of train activity on LIRR's system, the applicators and lubricators operate more frequently, therefore requiring more maintenance and repairs in order to keep them in a state of good repair, which can prevent train derailments which significantly impact LIRR's ability to provide train service.

The prices submitted by Portec were reviewed and compared to the Producer Price Index (PPI) and Portec's overall prices have increased no more than 3.0% annually, as compared to the PPI index which provides for an annual increase of 4.5%. The Portec price list will be fixed for the first year of the contract and will then be adjusted on the contract anniversary date utilizing a previously agreed upon PPI. Portec 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 have been determined to be fair and reasonable.

**NOVEMBER 2010**

**METRO-NORTH RAILROAD**

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

**Schedules Requiring Majority Vote:**

**F. Personal Service Contracts**

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

**1. New York State Industries for the Disabled \$16,800,000 (not-to-exceed) Staff Summary Attached  
Multi-Agency Temporary Personnel Services**

New York State Preferred Source, five (5)-year term, Metro-North-led multi-agency, personal service contract to the New York State Industries for the Disabled (NYSID) for as-needed and short-term temporary personnel services. Participating Agencies / Departments include Metro-North Railroad, the MTA Business Service Center, New York City Transit, Long Island Rail Road, Long Island Bus, MTA Bus Company, and MTA Audit. This master agreement will consolidate separate agreements currently held by individual agencies, as those agreements approach their completion. This contract is being awarded to NYSID in accordance with Section 162 of the New York State Finance Law.

The scope of services includes as-needed support personnel for various temporary services throughout the agencies, including: office and administrative support, passenger counting, customer surveys, and field surveyors to record and document railcar temperature measurements. In response to the solicitation, NYSID submitted a staffing plan proposal with related cost, quoting an all-inclusive markup fee (fringe and overhead) of 43% on hourly base labor rates. After a multi-agency analysis which included the review of prior costs, reductions in project scopes and staffing, implementation of recommendations by MTA Audit, and subsequent negotiations, the markup fee was reduced by 6% for year 1, 5% for year 2, 4% for year 3, and 3% for years 4 and 5. The overall decrease in the five-year all-agency cost estimate totaled 10.8% or \$2M when compared to NYSID's initial proposal cost.

MTA Audit and all participating Agencies concurred to all pricing and terms which are deemed fair and reasonable. Individual task(s) and funding are approved prior to any service request. The total estimated five-year cost for all participating agencies is not-to-exceed \$16,800,000. The alternative of hiring permanent employees to perform this work would greatly exceed the cost of this contract. This procurement is to be funded by each Agency's Operating Budget.

# Staff Summary



Page 1 of 3

<b>Item Number</b> F <b>Dept &amp; Dept Head Name:</b> Procurement & Material Management, Anthony J. Bonaville, Jr.						<b>SUMMARY INFORMATION</b> <b>Vendor Name</b> New York State Industries for the Disabled		<b>Contract Number</b> 0000062940
<b>Division &amp; Division Head Name:</b> Sen. VP - Administration, Raymond Burney						<b>Description</b> Multi-Agency Temporary Personnel Services		
<b>Board Reviews</b>						<b>Total Amount</b> \$ 16,800,000 (not-to-exceed)		
<b>Order</b>	<b>To</b>	<b>Date</b>	<b>Approval</b>	<b>Info</b>	<b>Other</b>	<b>Contract Term (including Options, if any)</b> Five Years		
1	M-N Comm.Mtg.	11-15-10	X			<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
2	MTA Board Mtg.	11-17-10	X			<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>Internal Approvals</b>						<b>Procurement Type</b> <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive		
<b>Order</b>	<b>Approval</b>	<b>Order</b>	<b>Approval</b>			<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Preferred Source		
X	President		Sr. V.P. Operations			<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		
X	Sr. V.P. Admin.	X	V.P. Planning					
X	V.P. Finance & IT	X	General Counsel					
	Capital Programs							

## Narrative

### I. PURPOSE/RECOMMENDATION:

To award a multi-agency, five (5)-year personal service contract to a New York State "Preferred Source", New York State Industries for the Disabled ("NYSID"), for as-needed and short-term personnel services. The five year not-to-exceed amount is \$16,800,000. for the following participating agencies/departments: Metro-North Railroad, MTA Business Service Center, New York City Transit, Long Island Rail Road, Long Island Bus, MTA Bus Company, and MTA Audit. This master agreement will consolidate separate agreements currently held by individual agencies as their contracts approach completion.

### II. DISCUSSION:

This contract is being awarded to NYSID in accordance with Section 162 of the New York State Finance Law. which states that preferred sources shall be granted the right to provide services to New York State Agencies in order to advance social and economic goals. Under the State Finance Law, a contract award to a preferred source provider such as NYSID is expressly exempt from New York State Statutory competitive procurement requirements provided, (i) it is capable of providing the service in the form, function and utility required and (ii) the price offered is as close to the prevailing market prices as is practicable. NYSID meets these requirements.

The MTA Multi-Agency scope of services includes personnel to support office and administrative functions, passenger counting, customer surveys, and railcar temperature measurement programs:

- Office and administrative support is needed to supplement staff during periods of high production. Titles include Administrative Assistant, Compensation Analyst, Revenue Control Specialist, Legal Secretary, Paralegal, and Accountant.
- Field workers are needed to conduct manual passenger counting and customer surveys on-board trains, at terminals, and at outlying stations. The survey results are integral to scheduling and operations planning, as well as in the analysis, and reporting of ridership trends and revenue forecasts.

## Staff Summary

- Field surveyors are also needed to monitor, record, and document internal rail car temperatures. As a measure of HVAC system effectiveness, temperature readings are recorded on designated revenue train cars throughout the summer season. Survey results are used to ensure the rolling stock HVAC systems are maintained in a state of good repair, to identify and fix problems, and improve and maintain customer service objectives.

Included with the NYSID proposal are key value added services:

- Tracking and reporting of personnel placement activity in "real time";
- WEB- based timekeeping;
- Use of experienced individuals that have serviced MTA Agencies under prior contracts;
- NYSID will perform all prospective employee Background Checks which include Five-Borough & Westchester Criminal History Search, Employment Verification, Education and Skills Qualification and Verifications, Personal References, and other in-depth checks upon request, at no additional cost.

### III. COST / PRICE ANALYSIS:

In response to the solicitation, NYSID submitted a staffing plan proposal with related cost, quoting an all-inclusive markup fee (fringe and overhead) of 43% on hourly base labor rates. After a multi-agency analysis which included the review of prior costs, reductions in project scopes and staffing, implementation of recommendations by MTA Audit, and subsequent negotiations, the markup fee was reduced by 6% for year 1, 5% for year 2, 4% for year 3, and 3% for years 4 and 5. The overall decrease in the five-year all-agency cost estimate totaled 10.8% or \$2M when compared to NYSID's initial proposal cost.

MTA Audit and the participating Agencies concurred to all negotiated pricing and terms, which are deemed fair and reasonable.

### IV. IMPACT ON FUNDING:

Services are rendered on as-needed, as-requested task basis and are not guaranteed. Individual task(s) and funding are approved within each agency prior to any service request. Metro-North and all participating Agencies do not guarantee any level of work to be performed under this contract. The multi-agency estimate for this contract is not-to-exceed \$16,800,000, which is broken down by agency in the chart below. This procurement is to be funded by each Agency's Operating Budget.

Agency	Five-Year Total
Metro-North Railroad	\$6,575,000.00
New York City Transit	\$5,300,000.00
Business Service Center	\$1,900,000.00
Long Island Rail Road	\$1,475,000.00
MTA Bus Company	\$900,000.00
MTA Audit	\$450,000.00
Long Island Bus	\$200,000.00
Total	\$16,800,000.00

This procurement is to be funded by each Agency's Operating Budget.

### V ALTERNATIVES:

The alternative of hiring permanent MTA employees to perform as-needed and short-term work would greatly exceed the

## Staff Summary



Page 3 of 3

cost of this contract. The NYS OGS publishes a List of Preferred Source Offerings (the "List") and the MTA is required to define its service requirements in terms of the minimum essential requirements so as to purchase from the List where possible. The law requires MTA to make every effort to purchase from the preferred source so long as the service meets minimum essential needs.

**NOVEMBER 2010**

**MTA LONG ISLAND RAIL ROAD**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

*Procurements Requiring Two-Thirds Vote*

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

- |    |  |              |                                      |
|----|--|--------------|--------------------------------------|
| 1. | <b>TBD</b><br><b>Competitive RFP</b><br><b>Contract No. 6067</b> | <b>\$TBD</b> | <i><u>Staff Summary Attached</u></i> |
|----|--|--------------|--------------------------------------|

LIRR requests approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate, and that it is therefore in the public interest to use the Request for Proposal (RFP) process pursuant to Section 1265-a of the Public Authorities Law to award a Contract to a third party contractor, to provide construction services to rehabilitate Three Montauk Bridges - North Highway Bridge, Montauk Highway Bridge and Shinnecock Canal Bridge, all located on the Montauk Branch, in the Village of Hampton Bays, Town of Southampton, Suffolk County, New York.

*Procurements Requiring Majority Vote*

**Schedule G: Miscellaneous Service Contracts**

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

- |    |   |  |
|----|---|--|
| 2. | <b>UBNY, LLC (dba SuperCash)</b><br><b>Three Year Contract</b><br><b>Contract No. TBD</b> | <b>\$49,920</b><br><b>Firm Fixed Price</b> |
|----|---|--|

LIRR requests MTA Board approval to award a three-year, Miscellaneous Service renewal contract to "UBNY, LLC (dba SuperCash)", in the fixed price amount of \$49,920, for Payroll Check-Cashing Services. Under this contract SuperCash will provide mobile check cashing services for employees at two outlying LIRR locations, including the Morris Park Shop in Queens, and the Car Cleaners Shop at West Side Yard in Manhattan. LIRR is the only MTA Agency to provide these services to employees and are required under collective bargaining agreements. This procurement was advertised in the New York Post and the New York State Contract Reporter. In addition, the solicitation package was sent to Cebco Check Cashier Corp. (the incumbent), and seven other known mobile, check cashing service providers. The solicitation required bidders to provide fixed, weekly prices to cash an estimated 40 checks per week, at each of the two locations. Only two bids were received. The Contract Administrator contacted some of the other six firms who received bid documents to inquire why they did not submit bids. The primary reason cited was the small scope of services. The incumbent bid a total price of \$57,720, or \$185/week, per location for three years, while SuperCash bid a total of \$49,920, or \$160/week, per location for three years. SuperCash's bid is 13.5% less than the incumbent's bid. Weekly service rates will remain fixed for the full three-year term, therefore the price is considered to be fair and reasonable. The LIRR's Operating Budget will fund this contract.

**Schedule B: Competitive Requests for Proposals  
(Solicitation of Purchase and Public Work  
Contracts)**



Page 1 of 2

**Staff Summary**

Item Number 3					
Dept & Dept Head Name: Procurement & Logistics, Dennis Mahon					
Department Head Signature & Date: <i>[Signature]</i> 11/1/10					
Division & Division Head Name: Program Mgt., Kevin Tomlinson					
Division Head Signature & Date: <i>[Signature]</i> 11/8/10					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee				
2	MTA Board				
Internal Approvals					
Order	Approval	Order	Approval		
1	President <i>[Signature]</i>	4	SVP of Administration <i>[Signature]</i>		
2	Executive Vice President <i>[Signature]</i>	5	VP, Chief Financial Officer <i>[Signature]</i>		
3	SVP, Operations <i>[Signature]</i>	6	VP, Gen'l Counsel & Sec'y <i>[Signature]</i>		

<b>SUMMARY INFORMATION</b>	
Vendor Name	Contract Number
TBD	6067
Description	
PN-BE Rehabilitation of Three Montauk Bridges Project	
Total Amount	
\$TBD	
Contract Term (including Options, if any)	
780 Calendar Days	
Option(s) Included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type	
<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type	
<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

**Narrative**

**I. PURPOSE/RECOMMENDATION**

LIRR requests approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate, and that it is therefore in the public interest to use the Request for Proposal (RFP) process pursuant to Section 1265-a of the Public Authorities Law to award a Contract to a third party contractor, to provide construction services to rehabilitate Three Montauk Bridges - North Highway Bridge, Montauk Highway Bridge and Shinnecock Canal Bridge, all located on the Montauk Branch, in the Village of Hampton Bays, Town of Southampton, Suffolk County, New York.

**II. DISCUSSION**

This bridge rehabilitation project is part of the Railroad's 2010 to 2014 Capital Program to bring line structures to a state of good repair. These three bridges have fallen into varying degrees of disrepair and have the potential to impact both safety and on-time performance if extensive repairs are not initiated via this project. The bridges exhibit a variety of deficiencies due to weathering of concrete and corrosion of steel bridge elements, which support the bridges. In addition, two of the bridges have taken hits from roadway traffic, and the North Highway Bridge requires temporary shoring due to failing concrete support structure. Shinnecock Canal bridge is an elevated 315-foot long truss bridge over a navigable waterway. A portion of the rehabilitative work will need to be performed during extensive weekday track outages, and will require a third party contractor to work on all three bridges simultaneously to minimize disruption to railroad operations. Construction staging, phasing and coordination with Railroad Force Account work will be carefully planned, and will require the use of specialized bridge jacking and shoring construction equipment. Construction work is planned to span a 25 month period, with track outage work not being performed from mid- May thru mid-October, and from the week before Thanksgiving to the second week in January, so as to limit the impact to the heavily traveled summer and holiday seasons. The scheduling of weekday track outages from Tuesday thru Thursday will be incorporated within the Railroad's timetable.

The utilization of the RFP process will allow the LIRR to better assess which contractors have demonstrated proven experience in performing extensive bridge reconstruction work over heavily traveled track beds, roadways and a waterway with the constraints of limited track outages. It will also allow LIRR to evaluate which contractors have demonstrated experience in coordinating bridge repair work with the Railroad forces, assess their capability to bring sufficient resources and equipment to the three bridges, as well as to work out a fair allocation of the project risks. Additionally, the RFP process gives the Railroad the ability to negotiate and evaluate terms other than price alone, such as past performance, work experience in a railroad environment, qualifications of key personnel and their safety record.



**Schedule B: Competitive Requests for Proposals  
(Solicitation of Purchase and Public Work  
Contracts)**



**Long Island Rail Road**

Page 2 of 2

**III. D/M/WBE INFORMATION**

Goals for this contract are to be determined by the MTA Office of Civil Rights.

**IV. IMPACT ON FUNDING**

This contract will be funded by LIRR's 2010 to 2014 Capital Program Budget.

**V. ALTERNATIVES**

The Three Montauk Bridges will continue to deteriorate over time, hence the alternative not to rehabilitate these bridges which are in a state of disrepair would result in a re-rating of the bridges to a lower level, and would likely require reduced speed posting or even closure.

The LIRR does not have the capability to perform the work designated for a third party contractor.

**NOVEMBER 2010**

**METRO-NORTH RAILROAD**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**Schedules Requiring Majority Vote:**

**F. Personal Service Contracts**

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

**1. Various Contractors      \$32,370,000 (not-to-exceed)      Staff Summary Sheet Attached**

**All-Agency, As-Needed Information Technology Consulting Services**

RFP Process; sixty-six (66) proposals received; thirty-eight (38) firms prequalified; Metro-North-led, All-Agency competitively negotiated five (5)-year personal service agreements for as-needed, consulting services utilizing an approved vendor list to support Information Technology consulting requirements.

The MTA agencies require consulting services on an as-needed pre-qualified basis to support various information technology (IT) projects. An All-Agency RFP provides the opportunity to obtain best-in-class pricing for consulting personnel possessing IT skills needed to augment Agency staff but whose services are not regularly required to fulfill normal on-going Agency operational requirements. The negotiated rates from an RFP make it more cost effective for the Agencies to temporarily employ these skills from outside consulting firms than to develop or bring them in-house. The Consultants shall be working in a resourcing assistance capacity and will work under the direction of the requesting Agency's management personnel.

Some of the consulting services include but are not limited to: development or maintenance of various microcomputer-based application programs, test planning and execution using automated test tools, installation, maintenance and troubleshooting of microcomputers and telecommunication services. The consultant services also provide support to applications used by the Agencies on proprietary software that was provided by the original software developer /designer, as well as other key MTA initiatives to provide timely and effective communications to customers, efficiencies in operations and improving overall customer satisfaction levels.

An All-Agency RFP was initiated by Metro-North Railroad, to utilize the vendor prequalification approach for securing information technology consulting services. The prequalification approach has been previously, efficiently and satisfactorily employed by the Agencies over the past five years to streamline the request for proposal procurement process of consultant selection and retention, to reduce procurement lead time and overall project time, and reduce administrative costs while ensuring appropriate, on-going competition and best value. This approach leverages the volume of MTA business and results in all MTA agencies receiving most favorable rates & discounts.

The comprehensive RFP was developed, advertised and issued in April 2010. Sixty-six (66) proposals were received in June 2010. The RFP established minimum vendor requirements and requested supporting information that provided evidence of the vendors' capability to meet the requirements of each agency on an ongoing basis. After considerable review, elimination, internal discussions and vendor negotiations, the Selection Committee unanimously agreed to include 38 firms on the pre-qualified vendor list. The firms are qualified in their respective categories of work and will be eligible to

propose on work assignments on an as-needed, as-required task basis. These vendors were selected based on their demonstrated understanding of the work scope, proposed approach to organize, administer, manage and support the needs of all MTA Agencies, fairness and reasonableness of the all-inclusive hourly rates with guaranteed fixed ceiling rates during the five-year contract period and demonstrated experience and effectiveness of the consulting firm. Negotiations resulted in an average discount of 10% from the original proposed rates. The all-inclusive hourly rates are within the competitive range for IT consulting services, and are deemed fair and reasonable by the Agencies. This contract will be used on an as-needed basis and does not guarantee any commitment or level of expenditure. To ensure transparency, alignment with IT Rationalization and cost efficiency, CIOs must undergo IT Governance and Enterprise Architecture review to use these consulting services. Each individual task assignment and funding is approved prior to any training request. The estimated cost for each participating Agencies is as follows: NYCT \$10M, B&T \$4.9M, MNR \$6.52M, MTAHQ \$4.0M, LIRR \$6.3M, BSC \$400K, Long Island Bus \$250K. The master contract will begin in January 2011, and funding is included in each Agency's Operating and Capital Budgets.

**G. Miscellaneous Service Contracts**

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

**2. Various Contractors                      \$6,650,000 (not-to-exceed)                      Staff Summary Sheet Attached**

**All-Agency, As-Needed Information Technology Training Services**

RFP Process; nine (9) proposals received; seven prequalified firms selected; Metro-North-led, All-Agency competitively negotiated five-year miscellaneous service agreement for as-needed information technology training services utilizing an approved vendor list to support Information Technology training categories.

The MTA agencies require information technology training services on an as-needed pre-qualified basis to support various information technology (IT) projects. An All-Agency RFP provides the opportunity to obtain best-in-class pricing for training personnel on a variety of current and emerging technologies and business processes. The negotiated rates from the RFP make it more cost effective to purchase these services externally rather than develop or hire additional in-house training personnel. Services under this contract include, but are not limited to operating systems, applications software, telecommunication and network hardware and software, security protocols, and project management. Instruction can be provided either on-site at MTA facilities, off-site at vendor training facilities, or on the employee's desktop computer as determined by the program and employee availability.

The prequalification approach has been previously, efficiently and satisfactorily employed by the agencies over the past five years to streamline the request for proposal procurement process of consultant selection and retention, to reduce procurement lead time and overall project time, and reduce administrative costs while ensuring appropriate, on-going competition, best value and the most favorable training rates. This approach leverages the volume of MTA business and results in all MTA agencies receiving most favorable rates & discounts.

The comprehensive RFP was developed, advertised and issued in June 2010. Nine proposals were received in September 2010. The RFP established minimum vendor requirements and requested supporting information that provided evidence of the vendors' capability to meet the requirements of each agency on an ongoing basis. After considerable review, internal discussions and vendor negotiations, the Selection Committee unanimously agreed to include seven firms on the pre-qualified vendor list. These vendors were selected based on their demonstrated understanding of the work scope, proposed

training firm. Training services are provided at a discounted rate schedule that will remain fixed for the five-year term. Agencies receive from 5% to 71% discounts from commercial rates. These vendors are to provide training services on technology products such as: Microsoft, Oracle/PeopleSoft and IBM as well as nineteen (19) other products.

This contract will be used on an as-needed basis and does not guarantee any commitment or level of expenditure. Each individual task assignment and funding is approved prior to any training request. As training services are needed in any of the listed categories, the requesting Agency solicits course availability, curriculum information and pricing from each of the prequalified firms. Each prequalified firm will then submit course information and pricing reflecting the established discount structure established in the Master contract. The estimated not-to-exceed five-year total for each participating agency is as follows: MNR \$1.5M, MTAHQ \$1.5M, NYCT \$1.5M, LIRR \$1.2M, BSC \$400K, B&T \$375K, MTABC \$100K, MTA LIB \$75K. The master contract will start in February 2011, and funding is included in each Agency's Operating Budget.

# Staff Summary



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Item Number F					
Dept & Dept Head Name: Procurement & Material Management, Anthony J. Bazzano, Jr.					
Division & Division Head Name: Sen. VP – Administration, Raymond Burney					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm.Mtg.	11-15-10			
2	MTA Board Mtg.	11-17-10			
Internal Approvals					
Order	Approval	Order	Approval		
	President		Sr. V.P. Operations		
	Sr. V.P. Admin.		V.P. Planning		
X	V.P. Finance & IT	X	General Counsel		
	Capital Programs				

SUMMARY INFORMATION	
Vendor Name Various	Contract Number 70816
Description All-Agency Information Technology Consulting Services	
Total Amount \$32,370,000 (not-to-exceed)	
Contract Term (including Options, if any) Five Years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

## Narrative

### I. PURPOSE/RECOMMENDATION:

To award an All-Agency five (5)-year, Metro-North-led, personal services contract to retain pre-qualified vendor to furnish IT Consulting Services on an as-needed basis at a total not-to-exceed cost of \$32,370,000. Some of the consulting services include but are not limited to: development or maintenance of various microcomputer-based application programs, test planning and execution using automated test tools, installation, maintenance and troubleshooting of microcomputers and telecommunication services. The consultant services also provide support to applications used by the Agencies on proprietary software that was provided by the original software developer /designer, as well as other key MTA initiatives to provide timely and effective communications to customers, efficiencies in operations and improving overall customer satisfaction levels.

### II. DISCUSSION:

An All-Agency RFP was led by Metro-North Railroad utilizing the vendor prequalification approach to streamline the consultant selection process, procurement lead times and administrative costs, while ensuring competition and most favorable consulting rates to be used by all MTA agencies. Participating Agencies include New York City Transit, Bridges & Tunnels, Metro-North Railroad, MTA Headquarters, MTA Business Service Center, Long Island Rail Road, and Long Island Bus. The MTA agencies require consulting services on an as-needed pre-qualified basis to support various information technology (IT) projects. An All-Agency RFP provides the opportunity to obtain best-in-class pricing for consulting personnel possessing IT skills needed to augment Agency staff but whose services are not regularly required to fulfill normal on-going Agency operational requirements. The negotiated rates from an RFP make it more cost effective for the Agencies to temporarily employ these skills from outside consulting firms than to develop or bring them in-house. The Consultants shall be working in a resourcing assistance capacity and will work under the direction of the requesting Agency's management personnel.

A comprehensive RFP was developed and issued on April 5, 2010, containing the consulting requirements anticipated over the next five (5) years. The RFP was advertised in the New York State Contract Reporter, the New York Post, the Daily Challenge, and the Metro-North website, and was issued to approximately 150 firms. Pre-proposal conferences were held on April 19<sup>th</sup> and 20<sup>th</sup>, 2010 with a total of 71 firms attending. Sixty-six (66) proposals were received on June 11, 2010. The RFP established minimum vendor requirements and requested supporting information that provided evidence of their capability to meet the requirements of each agency on an ongoing basis. Concurrently, a Selection Committee was formed consisting of representatives from each participating agency's IT Department.

## Staff Summary

The Selection Committee evaluated the proposals received using the established selection criteria set forth in the RFP as follows:

1. Demonstrated understanding of the work scope for categories within the 65 consulting categories called out in the RFP; evaluations of provided consultant resumes based on the required technical skills;
2. Proposed approach to organize, administer, manage and support the needs of all MTA Agencies throughout the five-year contract term (Project Management Plan);
3. Fairness and reasonableness of the all-inclusive hourly rates with guaranteed fixed ceiling rates over the next five years;
4. Demonstrated experience and effectiveness of the consulting firm; its resources in providing services of a similar nature, with emphasis on providing IT-related consulting services.

After three rounds of review, elimination, considerable internal discussions and vendor negotiations, the Selection Committee unanimously agreed to include the following 38 firms on the pre-qualified vendor list:

1 22nd Century Technologies	14 DTG Consulting	27 Sharp Decisions
2 A-1 Technology	15 EKI Consulting	28 SoftSol
3 Aegistech, Inc.	16 Enterprise Engineering	29 Staffing Solutions USA
4 Artech Information Systems	17 ExpInfo, Inc.	30 Tailwind Associates
5 ASR International	18 Infopeople Corporation	31 Technisource
6 Avaya	19 InfoSys International	32 Technodyne
7 Bowne Management Group	20 InTrans Group	33 TekSystems
8 CMA Consulting	21 Lancaster Systems	34 Unique Computer, Inc.
9 CMC Americas	22 PruTech Solutions	35 Universal Technologies
10 CompuForce	23 PSI International	36 US Tech Solutions
11 Computer Aid, Inc.	24 QED National	37 Verizon Business
12 COMSYS	25 RCG Information Technology	38 V Group, Inc.
13 Derive Technologies	26 Rotator Staffing Services	

The firms in the above list have been selected to cover the 65 categories of IT-related work and possess the optimal combination of consulting qualifications required in the RFP, the best overall technical level of expertise, experience and cost, and have demonstrated that they have available, relevant resources to satisfy MTA's IT consulting requirements. These firms are qualified in their respective categories of work and will be eligible to propose on work assignments on an as-needed, as required task basis.

The all-inclusive hourly rates submitted with each proposal were "ceiling" rates and were deemed well within the competitive range for IT consulting services. Further negotiations resulted in an additional average discount to the agencies of 10% from the original proposed rates. In addition, a cost analysis conducted on sample listing of categories revealed that the negotiated contract rates are up to 15% below the prior contract rates negotiated in 2007. The individual all-inclusive hourly consultant rates are fixed and guaranteed for the five-year term of the agreement. All pricing and terms were deemed fair and reasonable by the agencies.

This contract will be used on an as-needed basis and does not guarantee any commitment or level of expenditures. To ensure transparency, alignment with IT Rationalization and cost efficiency, CIOs must undergo IT Governance and Enterprise Architecture review to use these consulting services. Each individual task assignment and funding is approved prior to any consultant request. As a need arises for consulting services in any of the listed categories, the requesting Agency solicits referrals and pricing from each of the firms on the relevant list of prequalified firms, the firm then submits resume and pricing which can be no higher than the rate schedule established in the Master contract. A purchase order or task order is issued to the firm submitting the consultant selected through resume evaluations and interviews conducted by the Agency Project Manager.

### III. D/M/WBE INFORMATION:

The MTA Office of Civil Rights established 10% MBE and 10% WBE vendor participation goals for this contract, and all selected firms have agreed to use best efforts to meet this requirement. The goal requirement will be evaluated on an individual task-by-task basis.

## Staff Summary

### IV. IMPACT ON FUNDING:

The not-to-exceed budget allocations for the five-year term are as follows:

Agency	5 Year Amount
New York City Transit	\$10,000,000.00
Bridges & Tunnels	\$4,900,000.00
Metro-North Railroad	\$6,520,000.00
MTA Headquarters	\$4,000,000.00
Long Island Rail Road	\$6,300,000.00
MTA BSC	\$400,000.00
Long Island Bus	\$250,000.00
Total	\$32,370,000.00

The budgets are based on each Agency's current consulting requirements. Funding will be provided thorough each Agency's Operating Budget.

### V. ALTERNATIVES:

Each MTA Agency continues to independently contract with individual IT consulting firms. This approach does not leverage the volume of MTA business and would not result in all MTA agencies receiving most favorable rates. This MTA Joint Procurement will prove to be cost effective over the next five years, while efficiently meeting increasing consulting needs of each Agency.

# Staff Summary



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Item Number <b>G</b>					
Dept & Dept Head Name: Procurement & Material Management, Anthony J. Lombace, Jr.					
Division & Division Head Name: Sen. VP – Administration, Raymond Burney					
<b>Board Reviews</b>					
Order	To	Date	Approval	Info	Other
1	M-N Comm.Mtg.	11-15-10	X		
2	MTA Board Mtg.	11-17-10	X		
<b>Internal Approvals</b>					
Order	Approval	Order	Approval		
X	President		Sr. V.P. Operations		
X	Sr V.P. Admin.		V.P. Planning		
X	V.P. Finance & IT	X	General Counsel		
	Capital Programs				

<b>SUMMARY INFORMATION</b>	
Vendor Name Various	Contract Number 0000073767
Description All-Agency IT Training Services	
Total Amount \$ 6,650,000 (not-to-exceed)	
Contract Term (including Options, if any) Five Years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

## I. PURPOSE/RECOMMENDATION:

To award a five-year, Metro-North-led, All-Agency miscellaneous service contract to retain pre-qualified vendors to furnish Information Technology (IT) Training Services on an as needed basis at a total not-to-exceed amount of \$6,650,000. Various IT training curricula are required by MTA Agencies to support all areas of information technology such as application support, microcomputer hardware and software, as well as telecommunications hardware and software. These services are also used by MTA staff to be trained in hardware and software applications resident in each Agency's operating departments. Instruction can be provided either on-site at MTA facilities, off-site at vendor training facilities, or on the employee's desktop computer as determined by the program and employee availability.

## II. DISCUSSION:

An All-agency procurement was initiated by Metro-North Railroad utilizing the vendor prequalification approach to streamline the consultant selection process, procurement lead times and administrative costs, while ensuring competition and most favorable training rates to be used by MTA agencies. Participating Agencies include MTA Headquarters, MTA Business Service Center, Metro-North Railroad, New York City Transit, Long Island Rail Road, Bridges & Tunnels, MTA Bus Company, and Long Island Bus. This contract allows all MTA agencies to utilize the prequalified list of vendors and receive IT training and instruction at the negotiated rates in any of the following categories:

### Vendor-Site Classes:

- |                              |                        |                                    |
|------------------------------|------------------------|------------------------------------|
| 1 Microsoft Products         | 9 Citrix Products      | 16 IT Project Management Training  |
| 2 Novell Products            | 10 Web Design Training | 17 Networking Products             |
| 3 Autodesk Products          | 11 Cisco Products      | 18 Software Engineering Training   |
| 4 EMC Products               | 12 Nortel Products     | 19 Kronos Products                 |
| 5 Oracle/PeopleSoft Products | 13 Sniffer Products    | 20 Java & Web Application Training |
| 6 HP Unix Products           | 14 IBM Products        | 21 GEAC/SmartStream Training       |
| 7 Apple Products             | 15 Checkpoint Products | 22 Trapeze Products                |
| 8 Red Hat Linux Products     |                        |                                    |

### Client-Site (onsite) Classes:

- |                              |   |                                    |
|------------------------------|---|------------------------------------|
| 1. Microsoft Office Products | 2. Other Desktop Applications - such as MS Project, MS PowerPoint and Visio | 3. MTA Proprietary System Training |
|------------------------------|---|------------------------------------|



## Staff Summary

Through a competitive RFP process, firms with requisite qualifications to support ongoing training for all MTA requirements were identified. A master contract with an established approved vendor list will be used by all agencies as the basis for retaining IT Training providers. Upon approval, Metro-North will establish a master contract and vendor listing to be used by all agencies as the basis for retaining specific IT consultants.

Metro-North, as the lead agency, issued a comprehensive RFP on June 29, 2010, for IT related training and instruction requirements anticipated over a five-year period. The RFP was advertised in the New York State Contract Reporter, the New York Post, the Daily Challenge, and the Metro-North website, and was issued to approximately 42 authorized training providers. A Pre-proposal Conference was held on July 15, 2010, and nine (9) proposals were received on September 3, 2010. The RFP established minimum vendor requirements and requested supporting information that provided evidence of vendors' capability to meet the requirements of each agency on an ongoing basis. Concurrently, a Selection Committee was formed consisting of representatives from each participating agency's IT Department.

The Selection Committee evaluated the proposals received using the established selection criteria set forth in the RFP as follows:

1. Demonstrated understanding of the work scope within the twenty-five training categories; evaluations of provided instructor resumes based on the required technical skills; availability and combination of client and vendor training sites and experience.
2. Proposed approach to organize, administer, manage and support the training needs of the participating agencies throughout the five-year contract term (Project Management Plan);
3. Detailed breakdown of cost per training including training materials, instructor fees, travel expenses and discounts from commercial or non-government rates.
4. Demonstrated experience and effectiveness of the training firm; its resources in providing services of a similar nature, with emphasis on providing IT-related training services.

After considerable internal discussions and vendor negotiations, the Selection Committee unanimously agreed to include the following firms on the preferred vendor list:

- |                                  |                   |
|----------------------------------|-------------------|
| 1. Global Knowledge              | 5. CMA Consulting |
| 2. Learning Tree                 | 6. MDP Systems    |
| 3. NetCom Information Technology | 7. New Horizons   |
| 4. Netlan Technology Center      |                   |

The seven firms on the above list have been selected to cover 25 categories of IT-related training and possess the optimum combination of client and vendor-site training qualifications, experience, cost, and availability of relevant resources necessary to satisfy MTA agencies' IT Training support requirements. These firms are qualified to provide training in any category that they are authorized in, and will be deemed eligible to propose on future task assignments.

Rates from providers varied and a competitive range for each training category that may include one or several of the following discounts:

- (1) Current pricing under the Federal General Services Administration (GSA), which is the most favorable pricing offered to government agencies across the nation and offers 3% to 35% discounts from commercial rates on various products;
- (2) Negotiations resulted in discounts up to 71% from commercial rates on select courses;
- (3) an additional 5% discount from the current New York State OGS Training Service rates on various IT hardware and software products.

Value Added Services were also negotiated, where available, to include 'Online Anytime' Libraries, Mentored Learning, free-repeat courses, student course tracking for transcript information, and designated customer service representatives assigned to handle MTA needs. The course discounts are identified in an approved authorized discount and rate schedule by vendor, which will be utilized throughout the contract by each agency. The discount and rate schedule is fixed and guaranteed for the five-year term. All pricing and terms are deemed fair and reasonable.

This contract will be used on an as-needed basis and does not guarantee any commitment or level of expenditure. Each individual task assignment and funding is approved prior to any training request. As training services are needed in any of the listed categories, the requesting Agency solicits course availability, curriculum information and pricing from each of the prequalified firms. Each prequalified firm will then submit course information and pricing reflecting the established discount structure established in the Master contract. A purchase order or task order is issued to the firm that meets the requesting Agency's curriculum requirement and schedule.

## Staff Summary



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### III. D/M/WBE INFORMATION:

The MTA Office of Civil Rights established 10% MBE and 5% WBE vendor participation goals for this contract, and all selected firms have agreed to use best efforts to meet this requirement.

### IV. IMPACT ON FUNDING:

The estimated budget allocations for the five-year term are as follows:

Agency	5 Year Amount
Metro-North Railroad	\$ 1,500,000.00
MTA Headquarters	\$ 1,500,000.00
New York City Transit	\$ 1,500,000.00
Long Island Rail Road	\$ 1,200,000.00
Business Service Center	\$ 400,000.00
Bridges & Tunnels	\$ 375,000.00
MTA Bus Company	\$ 100,000.00
Long Island Bus	\$ 75,000.00
Total	\$ 6,650,000.00

The budgets are based on each agency's current and anticipated training requirements. Funding is available in each Agency's Operating & Operating Capital Budgets.

### V. ALTERNATIVES:

Each MTA Agency continues to independently contract with individual IT training providers. This approach does not leverage the volume of MTA business and would not result in all MTA agencies receiving most favorable discounts. This MTA Multi-Agency Procurement will prove to be cost effective over the next five years, while efficiently meeting increasing training needs of each Agency.

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

**MTA CAPITAL CONSTRUCTION**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**Procurements Requiring Two-Thirds Vote**

**Schedule C: Competitive Request for Proposal (Award of Purchase and Public Work Contracts)**  
**(Staff Summary required for items requiring Board Approval)**

- |    |  |           |                               |
|----|--|-----------|-------------------------------|
| 1. | ARINC, Inc.<br>Competitive<br>Contract No. 09-0427 | \$417,000 | <u>Staff Summary Attached</u> |
|----|--|-----------|-------------------------------|

This Agreement is a ride of New York City Transit Contract W-32662 in order to enable ARINC to integrate the existing cameras at Penn Station into the IESS/C3 system.. The work will include but is not limited to, the installation of conduit, cable, patch panels, spare parts and rack equipment.

**Schedule C: Competitive Request for Proposal (Award of Purchase and Public Work Contracts)**

<b>Item Number</b> Dept & Dept Head Name: Security Program R. Miras <i>for</i>						<b>SUMMARY INFORMATION</b>	
Division and Division Head Name:						Vendor Name ARINC Inc.	
<b>Board Reviews</b>						Contract Number C-10493	
Order	To	Date	Approval	Info	Other	Description IESS/C3 LIRR #4 Integration of Penn Station Legacy Cameras	
	MNR/LIRR Committee		X			Total Amount \$417,000	
	Finance					Contract Term 3 Months plus One (1) Year Warranty	
	Board		X			Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Internal Approvals</b>						Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Order	Approval	Order	Approval	Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive			
3	Acting General Counsel	5	President	Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Ride			
2	Chief Financial Officer		Executive Vice President	Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:			
1	Director, Procurement						

**I. PURPOSE/RECOMMENDATION:**

To obtain Board approval to ride New York City Contract W-32662, Public Address/Customer Information Signs ("PA/CIS") Phase 1 Upgrade at 24 Passenger Stations, Canarsie Line, BMT with ARINC Inc., for the integration of Penn Station Legacy Cameras into the IESS/C3 System for the total amount of \$417,000.

**II. DISCUSSION:**

As part of the effort to complete the IESS/C3 system after the default of IESS contractor, MTACC has the need of a firm to furnish and install equipment and material to integrate the Penn Station Legacy Cameras into the IESS network. The work will include but is not limited to, the installation of conduit, cable, patch panels, spare parts and rack equipment. MTACC's estimate for this work is \$403,363. Given the urgent nature of this effort, 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 for Security Work. Utilizing the latitude provided under the prior Emergency Declaration, an Informal Request for Proposals was issued to ARINC Inc. ("ARINC") and Henry Brothers Electronic Inc. ("HBE"). ARINC submitted a proposal \$420,206, while HBE proposed \$475,515. MTACC decided to enter into negotiations with ARINC and the parties agreed to a cost of \$417,000 for this work which is considered to be fair and reasonable as it falls within 10% of the estimate.

ARINC was utilized as the technology services subconsultant under IESS/C3 primarily tasked with establishing network engineering and network connectivity between security locations, MTA agency-specific control centers, and MTA's centralized control center. ARINC has conducted independent reviews of the status of the MTAPD and LIRR IESS/C3 systems and their subordinate subsystems, assessing and documenting the current state of completeness and recommending system modifications necessary to bring the systems into an operational state. ARINC is therefore considered to be technically qualified to perform the work. Responsibility reviews were conducted and no Significant Adverse Information as defined in the MTA All-Agency Guidelines was found. ARINC is therefore considered to be responsible.

MTACC proposes to ride New York City Transit Contract W32662 in order to engage the Contractor to perform this work.

**III. IMPACT ON FUNDING:**

Funding for this Contract is available: through the Security Program Budget.

**V. ALTERNATIVES:**

There are no viable alternatives as to formally competitively bid this work would cause further delays in its completion and there is no guarantee we would receive more favorable pricing since ARINC has performed work on IESS at the majority of these facilities and is familiar with the work.

# Staff Summary

Subject	Toll Violation Fee
Department	Law
Department Head Name	M. Margaret Terry <i>mnt</i>
Department Head Signature	
Project Manager Name	

Date	October 27, 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	11/15/10			
2	Board	11/17/10			

Internal Approvals			
Order	Approval	Order	Approval
3	President <i>mnt</i>		VP Procurement
	General Counsel		VP Operations
2	Executive VP <i>[Signature]</i>		VP Labor Relations
	VP Operations Support		VP & Chief Engineer

Internal Approval (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	Chief Financial Officer <i>[Signature]</i>		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 which will (i) adopt a new regulation imposing an administrative fee, known as the toll violation fee, in the amount of \$50 for each toll collection violation on the Triborough Bridge and Tunnel Authority's bridges and tunnels; and (ii) authorize the President of the Authority or his designee to take all such steps that may be necessary and desirable to establish, implement and permanently adopt, pursuant to law, the new regulation.

**DISCUSSION:** On September 29, 2010, the Board authorized the President or his designee to take the requisite 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. (A copy of Part 1021.3 is included as Attachment 1.)

The new regulation 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 new 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. If adopted, the toll violation fee would be implemented as soon as practicable.

In accordance with the Executive Law, notice of the proposed toll violation fee was given to the Speaker of the New York State Assembly and the President Pro Tem of the New York State Senate. Any written comments that have been received by the Authority have been distributed to the Board.

It is recommended that the Board adopt the regulation imposing the \$50 toll violation fee upon the owner of any vehicle crossing a bridge or tunnel without paying the prescribed crossing charge at the time and place and in the manner prescribed by the Authority.

Finally, the Board is asked to delegate to the President of the Authority or his designee authority to take all necessary and desirable steps to adopt the new Part 1021.3 of Title 21 of the New York Codes, Rules and Regulations.

**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 (i) adopting a new regulation imposing 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; and (ii) authorizing the President of the Authority or his designee to take all necessary and desirable steps to permanently adopt, pursuant to law, the new Part 1021.3 of Title 21 of the New York Codes, Rules and Regulations.

## **RESOLUTION**

**WHEREAS**, the Triborough Bridge and Tunnel Authority has been given the statutory right and duty to (i) charge tolls and fees for the use of its bridges and tunnels; and (ii) apply these tolls and fees to pay the Authority's operating, administration and other necessary expenses, 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, support the mass transit and commuter transportation system of the Metropolitan Transportation Authority; and

**WHEREAS**, on September 29, 2010, the Board authorized the President or his designee to take the preliminary steps necessary to adopt a new regulation imposing 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; and

**WHEREAS**, the Authority provided notice to the Speaker of the Assembly of the State of New York and the President Pro Tem of the Senate of the State of New York that it proposed to impose a \$50 toll violation fee in the new Part 1021.3 of Title 21 of the New York Codes, Rules and Regulations; and

**WHEREAS**, any written comments that have been received by the Authority have been distributed to the Board for their consideration;

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

**RESOLVED**, that the new Part 1021.3 of Title 21 of the New York Codes, Rules and Regulations, imposing 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, as set forth in the attachment to this resolution, shall be and hereby is adopted, to be implemented as soon as practicable; and be it further,

**RESOLVED**, that the President of the Authority or his designee is hereby fully authorized and directed to take such steps as may be necessary or desirable for the permanent adoption of the new Part 1021.3 of Title 21 of the New York Codes, Rules and Regulations, as attached hereto, pursuant to law.

November 17, 2010  
New York, New York

## **ATTACHMENT 1**

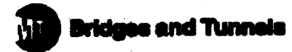
### **Part 1021.3 Toll Violation Fee**

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. Kosstler
<b>Department Head Signature:</b> <i>[Signature]</i>
<b>Project Manager Name:</b> Various

<b>Date:</b> October 27, 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	10/27/10			
2	MTA B&T Committee	11/15/10			
3	MTA Board	11/17/10			

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		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	\$2.480M
Schedule H	Modifications to Personal/Miscellaneous Service Contracts	1	\$ .090M
SUBTOTAL		2	\$2.570M

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

TOTAL	2	\$2.570M
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## BUDGET IMPACT:

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

## RECOMMENDATION:

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

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

**MTA BRIDGES & TUNNELS**  
**TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY**

**WHEREAS**, in accordance with §559 and §2879 of the Public Authorities Law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

**WHEREAS**, in accordance with §2879 of the Public Authorities Law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous procurement contracts, and certain changes orders to procurement, public work, and miscellaneous procurement contracts; and

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

**NOW**, the Board resolves as follows:

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

## MTA BRIDGES & TUNNELS

# Staff Summary

Page 1 of 2

Item Number <u>1</u> (Final)					
Dept & Dept Head Name: <u>Joe Keane</u> Engineering and Construction, Joe Keane, P.E.					
Division & Division Head Name: Engineering and Construction, Vincent Montanti, P.E.					
<b>Board Reviews</b>					
Order	To	Date	Approval	Info	Other
1	President	10/27/10			
2	MTA B&T Committee	11/15/10			
3	MTA Board	11/17/10			
<b>Internal Approvals</b>					
Order	Approval	Order	Approval		
1	Chief Financial Officer <u>OS</u>	4	Chief of Staff <u>JS</u>		
2	General Counsel <u>MM</u>	5	Executive Vice President <u>Tom</u>		
3	Chief Procurement Officer	6	President <u>JK</u>		

<b>SUMMARY INFORMATION</b>	
Vendor Name Ammann & Whitney Consulting Engineers, P.C.	Contract Number PSC-10-2874
Description: Construction Management and Inspection Services for Project TN-85C, Suspended Span Repairs at the Throgs Neck Bridge	
Total Amount \$2,479,564.76	
Contract Term (including Options, if any) Two (2) years, six (6) 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 <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

## Narrative

### I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All Agency Guidelines for Procurement of Services to award a personal service contract for Construction Management and Inspection Services for Project TN-85C, Suspended Span Repairs at the Throgs Neck Bridge (TNB) to Ammann & Whitney Consulting Engineers, P.C. (A&W) for a period of two years, six months at a cost of \$2,479,564.76.

### II. DISCUSSION

B&T requires the services of a consultant to provide construction management and inspection services for structural steel repairs in the suspended span at the TNB. The construction activities under this project include but are not limited to the following: structural steel repairs; bridge coating system applications; abatement and disposal of lead containing materials; protection of electrical raceway and luminaires; electrical device relocations and relocations; and maintenance and protection of traffic (MPT).

(rev. 4/07/10)

## Staff Summary

Page 2 of 2

The service requirements were publicly advertised; fourteen firms submitted qualification information. Three firms, Ammann & Whitney Consulting Engineers, PC (A&W), AECOM, USA Inc. and Jacobs Engineering New York, Inc. were chosen to receive the RFP based on a review of those qualifications and all three firms submitted proposals. The proposals were evaluated against established criteria set forth in the RFP, including an understanding of the technical requirements, technical expertise, proposed personnel, oral presentations and cost. The selection committee unanimously selected A&W on the basis that it: (i) demonstrated the best understanding of the critical aspects of the project relating to the large volume of jacking and temporary supports required to perform the Work; (ii) demonstrated the highest level of experience relating to facility operations and coordination such as procedures for personnel drop-offs, which minimizes the need for MPT; and (iii) submitted the lowest proposed cost. The other two proposers did not place sufficient emphasis on the critical aspects relating to jacking and temporary supports and proposed levels of effort in terms of hours and cost, which were considered overstated by the selection committee.

A&W submitted a cost proposal in the amount of \$2,488,333.69. The Engineer's estimate is \$3,499,404. Negotiations were conducted and the parties agreed to an amount totaling \$2,479,564.76. The negotiated cost is 29.1% lower than the Engineer's estimate and is considered fair and reasonable. A&W is deemed to be a responsible consultant.

### **III. D/M/WBE INFORMATION**

The MTA Office of Civil Rights ("MTA OCR") has established goals of 10% MBE and 5% WBE for the referenced contract. This contract will not be awarded without approval of MTA OCR.

### **IV. IMPACT ON FUNDING**

Funding is available under Project TN-85 in the amount of \$1,948,937.90 and \$530,626.86 in the 2005 – 2009 and 2010 – 2014 Capital Budgets respectively.

### **V. ALTERNATIVES**

There are no recommended alternatives. The Authority does not possess the resources required to perform these services.

**Schedule H: Modifications to Personal Service Contracts and Miscellaneous Service Contracts**
**Item Number: 2 (Final)**

<b>Vendor Name (&amp; Location)</b> Dr. Robert J. Nadig, M.D. d/b/a, Occupational Health Decisions (New York, NY)	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;"><b>Contract Number</b></td> <td style="width: 40%;"><b>AWO/Modification #</b></td> </tr> <tr> <td>PSC-04-2730</td> <td></td> </tr> </table>	<b>Contract Number</b>	<b>AWO/Modification #</b>	PSC-04-2730	
<b>Contract Number</b>	<b>AWO/Modification #</b>				
PSC-04-2730					
<b>Description</b> Medical Review Officer					
<b>Contract Term (including Options, if any)</b> July 1, 2006 — November 30, 2010					
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input 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> <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> Staff Services, Catherine Sweeney					

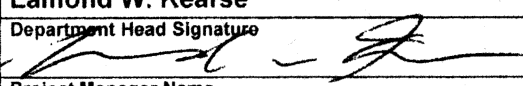
<b>Original Amount:</b>	\$42,820.00
<b>Prior Modifications:</b>	\$189,185.00
<b>Prior Budgetary Increases:</b>	\$0.00
<b>Current Amount:</b>	\$232,005.00
	,005,005.00
<b>This Request:</b>	\$90,000.00
<b>% of This Request to Current Amount:</b>	38.8%
<b>% of Modifications (including This Request) to Original Amount:</b>	652%

**Discussion:**

B&T is seeking Board approval under the All-Agency Guidelines for Procurement of Services to modify this contract with Robert J. Nadig, M.D. d/b/a Occupational Health Decisions, to increase funding in the amount of \$90,000 for medical review officer services and to provide emergency health care for our use of external defibrillators. This will ensure this necessary service while B&T participates in LIRR's All-Agency Medical Services contract that is anticipated to be awarded in July 2011.

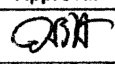

The prospective amendment is for continuation of services that Dr. Nadig provides including but not limited to: (i) reviewing and interpreting negative and positive drug and controlled substance and alcohol test results generated by its testing program; (ii) conducting medical examinations of employees subject to return-to-duty testing as needed; (iii) preparing statistical reports on the number and outcomes of tests performed, including retests, on a quarterly and annual basis; and (iv) serving as B&T's emergency health care provider for its use of external defibrillators at all facilities. B&T will extend the period of performance under its contract through July 30, 2011. Given that the Consultant shall be compensated under the current rates of the contract, the value of the amendment is considered fair and reasonable. This amendment combined with the prior amendments constitutes a substantial change. Funds are available in the Operating Budget chargeable to G.L. 57610.

# Staff Summary

Subject <b>Revisions to Governance Guidelines</b>
Department <b>Corporate Compliance</b>
Department Head Name <b>Lamond W. Kearse</b>
Department Head Signature 
Project Manager Name <b>N/A</b>

Date <b>NOVEMBER 15, 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>N/A</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Corporate Governance	11/15/10	X		
2	Board	11/17/10	X		

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

## Narrative

**Purpose:** To seek Board approval of proposed revisions to the MTA Governance Guidelines.

**Discussion:** The Governance Committee annually reviews the MTA Governance Guidelines to determine whether Guideline revisions should be made. Two changes are proposed in the revised copy of the Governance Guidelines annexed to this staff summary. First, the Guidelines incorporate the MTA mission statement that was developed in accordance with Public Authorities Law amendments enacted in 2009 (PAL Sections 1269-f and 2824(7)). Second, in the section listing Board Committees, the revised Guidelines are updated to reflect the creation of the Committee on Bus Operations and the dissolution of the Capital Construction/Real Estate Committee in March, 2010.

**Recommendation:** That the Board adopt the proposed revisions to the Governance Guidelines.

## **METROPOLITAN TRANSPORTATION AUTHORITY**

### **GOVERNANCE GUIDELINES**

*The following mission statement and governance guidelines, as amended, have been recommended by the Governance Committee and approved by the Chairman and a majority of the members of the MTA Board and, along with the laws of the State of New York, the MTA By-laws, the by-laws of certain MTA subsidiaries and component units, and the charters and key practices of certain Committee of the Board, provide the framework for the governance of the MTA and its subsidiaries and component units. The Chairman and the Governance Committee will review these guidelines and other aspects of MTA governance annually or more often if deemed necessary.*

*Adopted by the Board on ~~December 16, 2009~~ \_\_\_\_\_, 2010*

**Prepared  
MTA Corporate Compliance**



**Metropolitan Transportation Authority**

New York City Transit  
Long Island Rail Road  
Long Island Bus  
Metro-North Railroad  
Bridges and Tunnels  
Capital Construction  
Bus Company



### **The Mission Statement of the Metropolitan Transportation Authority**

The Metropolitan Transportation Authority ("MTA") preserves and enhances the quality of life and economic health of the region we serve through cost-efficient provision of safe, on-time, reliable and clean transportation services.

The MTA is the public benefit corporation of the State of New York responsible for an integrated mass transportation system for the City of New York and Dutchess, Nassau, Orange, Putnam, Rockland, Suffolk and Westchester counties. The statutory purposes set forth in the MTA enabling act are:

"the continuance, further development and improvement of commuter transportation and other services related thereto within the metropolitan commuter transportation district, including but not limited to such transportation by railroad, omnibus, marine and air, in accordance with the provisions of this title. It shall be the further purpose of the authority, consistent with its status as the ex officio board of both the New York city transit authority and the triborough bridge and tunnel authority, to develop and implement a unified mass transportation policy for such district." (Public Authorities Law §1264(1))

### **Governance Guidelines**

These Governance Guidelines apply to MTA and the other public benefit corporations under common control of MTA (collectively with MTA, the "MTA Agencies"). The MTA Agencies consist of:

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

### **Governance Guidelines**

#### **1. Functions of the MTA Chairman/Chief Executive Officer.**

(a) The Chairman of the MTA shall be primarily responsible for providing leadership to the MTA Board in performing oversight of the senior management in the effective and ethical management of the MTA Agencies' integrated mass transportation system. The Chairman, inter alia, convenes and presides over Board meetings, establishes Board committees and appoints committee members and chairs, and shall serve as the principal liaison between MTA management and the Board.

(b) The Chairman, pursuant to statute, is the chief executive officer of the Authority and shall have responsibility to discharge the executive and administrative functions and powers of the Authority. In discharging the executive and administrative functions and powers of the Authority, the Chairman shall, inter alia, be responsible for (i) managing the day-to-day operations of the MTA's integrated mass transportation system, (ii) coordinating the development and approval by the Board of long term strategy for the maintenance and expansion of that system, (iii) overseeing and providing appropriate direction to the President of each of the MTA's constituent Agencies and (iv) appointing, disciplining, and removing officers or employees.

2. **Functions of the MTA Board.** The Board shall meet no less than 11 times a year at which the Board shall review and discuss reports by management on the performance of the MTA, its plans and prospects, as well as immediate issues facing the MTA. Board members are expected to attend all scheduled meetings of the Board and meetings of Committees on which they serve. The entire Board shall be responsible for the general oversight of the Authority's senior management in furtherance of the effective and ethical management of the entire MTA, as required by law. In addition to this general responsibility, the entire Board (with the assistance of Committees of the Board as appropriate) shall also perform a number of specific functions, including

- (a) providing counsel and oversight on the evaluation, development and compensation of senior management. When determining compensation for the Chairman/Chief Executive Officer, the Board, as required by law, shall act without the participation of the Chairman/Chief Executive Officer;
- (b) reviewing, approving and monitoring fundamental financial and business strategies and major actions, including fundamental financial and management controls;
- (c) assessing major risks facing the MTA and reviewing options for the mitigation of these risks; and
- (d) ensuring processes are in place for maintaining the integrity of the MTA, including the integrity of the financial statements of the MTA (and the financial statements of the MTA subsidiaries or component units that are required by law to issue separate financial statements), the integrity of the MTA's compliance with law and ethics (including by adopting and updating codes of ethics applicable to MTA directors, officers and employees that at a minimum incorporate the standards established in section seventy-four of the Public Officers Law), the integrity of the MTA's relationships with customers and suppliers, and the integrity of the MTA's relationship with the public at large.
- (e) establishing written policies and procedures on personnel including policies protecting employees from retaliation for disclosing information concerning acts of wrongdoing, misconduct, malfeasance, or other inappropriate behavior by an employee or board member of the authority; investments; travel; the

acquisition of real property; the disposition of real and personal property; and the procurement of goods and services; and

- (f) adopting a defense and indemnification policy and disclose such plan to any and all prospective board members.

3. **Functions of Senior Management:** The Chairman/Chief Executive Officer serves ex officio as the chair and chief executive officer of each of affiliated and subsidiary MTA Agencies and is responsible for appointing such other officials and employees (including, in his or her discretion, an Executive Director) as he or she determines is necessary and appropriate. These other officials and employees serve under the direction and at the pleasure of the Chairman/Chief Executive Officer. The Presidents of the MTA's constituent Agencies, pursuant to the direction of the Chairman/Chief Executive Officer, are primarily responsible for the general management and operations of such constituent Agencies.
4. **Committees of the Board.** The Chairman has established the following Committees to assist him and the Board in discharging their responsibilities: (1) the Audit Committee; (2) the Committee on Finance; (3) the Committee on Operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority and the Staten Island Rapid Transit Operating Authority; (4) the Committee on Operation of the Metro-North Commuter Railroad; (5) the Committee on Operation of the Long Island Rail Road and the Metropolitan Suburban Bus Authority; (6) the Committee on Operations of the Triborough Bridge and Tunnel Authority; (7) the Committee on Capital Program Oversight; (8) the ~~Capital Construction, Planning, and Real Estate Committee~~; Committee on Operations of The Bus Division of New York City Transit Authority, MTA Bus Company, Metropolitan Suburban Bus Authority and Manhattan and Bronx Surface Transit Operating Authority. (9) the Safety and Security Committee; (10) the Diversity Committee, and (11) the Corporate Governance Committee. The current charters and key practices of these Committees shall be maintained on the MTA website. The Committees may hold meetings in conjunction with the entire Board, as appropriate.
5. **Self-Assessment.** The Board, as a whole, and each of the Committees, individually, will perform an annual self-assessment. The Board will be requested to provide their assessments of the effectiveness of the Board, as a whole, and of the Committees on which they serve. The individual assessments will be organized and summarized for discussion with the Board and the Committees.
6. **Setting Agendas for Meetings of the Board.** The Chairman shall be responsible for the agenda of the Board meetings. Upon the request of the Chairman, an Agency President shall report to the Board regarding that Agency's operations, finances, and performance (with specific reference to the benchmarks established for that Agency) since the last time such Agency President reported to a meeting of the Board. The Chairman, or Committee chair as appropriate in consultation with the Chairman, shall determine the nature and extent of information that shall be provided regularly to Board members before each scheduled Board or Committee meeting. Committee chairs shall report to the entire Board for approval the matters discussed or recommended at

Committee meetings as appropriate. Board members are urged to make suggestions for agenda items, or additional pre-meeting materials, to the Chairman, or the appropriate Committee chair at any time.

7. **Ethics and Conflicts of Interest.** The Chairman, Board members and the other officers and employees of the MTA are expected to act ethically at all times, to acknowledge their adherence to the policies comprising the MTA All-Agency and MTA Board Members Codes of Ethics and to comply in all respects with the Codes of Ethics. If an actual or potential conflict of interest arises for an MTA Board Member, the MTA Member shall promptly inform the Chairman. All Board members will recuse themselves from any discussion or decision affecting their personal or commercial interests. Other than in such instances where jurisdiction over a conflict matter lies with the New York State Commission on Public Integrity, the Board shall resolve any unresolved conflict of interest question involving the Chairman, a Vice Chairman, an MTA Member, the Auditor General, or an Agency President, and the Chairman shall resolve any unresolved conflict of interest issue involving any other officer of the MTA. If a significant conflict exists and cannot be resolved, the MTA Board Member should resign.
8. **Oversight of Significant MTA Policies.** The Board shall ensure that the MTA has policies addressing significant issues, and shall regularly review and, as appropriate, suggest changes or additions to, all such statements of significant MTA policy. Each statement of a significant MTA policy should be published in an accessible manner.
9. **Access of Senior Management to the Board.** Senior management are encouraged to, from time to time, bring managers into meetings of the Board who (a) can provide additional insight into the items being discussed because of personal involvement in these areas, an/or (b) are managers with future potential that the senior management believes should be given exposure to the Board.
10. **Access to Independent Advisors.** The Board or any Committee thereof shall have the right at any time to retain independent outside financial, legal or other advisors.
11. **MTA Member Orientation.** Each new MTA Board member shall, within three months of appointment as an MTA Board member, spend a day at MTA headquarters for personal briefing by the Chairman and other senior management on the MTA's strategic plans, its financial statements, and its key policies and practices. In addition, within one year of appointment, each new MTA Board member must participate in State-approved training regarding their legal, fiduciary, financial and ethical responsibilities. The Chief Executive Officer, the MTA General Counsel and Chief Compliance Officer shall be responsible for providing additional orientation materials and programs for new Board members, as appropriate. MTA Board members shall participate in such continuing training as may be required to remain informed of best practices, regulatory and statutory changes relating to the effective oversight of the management and financial activities of the MTA and to adhere to the highest standards.

## **METROPOLITAN TRANSPORTATION AUTHORITY**

### **GOVERNANCE GUIDELINES**

*The following mission statement and governance guidelines, as amended, have been recommended by the Governance Committee and approved by the Chairman and a majority of the members of the MTA Board and, along with the laws of the State of New York, the MTA By-laws, the by-laws of certain MTA subsidiaries and component units, and the charters and key practices of certain Committee of the Board, provide the framework for the governance of the MTA and its subsidiaries and component units. The Chairman and the Governance Committee will review these guidelines and other aspects of MTA governance annually or more often if deemed necessary.*

*Adopted by the Board on \_\_\_\_\_, 2010*



**Metropolitan Transportation Authority**

New York City Transit  
Long Island Rail Road  
Long Island Bus  
Metro-North Railroad  
Bridges and Tunnels  
Capital Construction  
Bus Company

### **Mission Statement of the Metropolitan Transportation Authority**

The Metropolitan Transportation Authority ("MTA") preserves and enhances the quality of life and economic health of the region we serve through cost-efficient provision of safe, on-time, reliable and clean transportation services.

The MTA is the public benefit corporation of the State of New York responsible for an integrated mass transportation system for the City of New York and Dutchess, Nassau, Orange, Putnam, Rockland, Suffolk and Westchester counties. The statutory purposes set forth in the MTA enabling act are:

"the continuance, further development and improvement of commuter transportation and other services related thereto within the metropolitan commuter transportation district, including but not limited to such transportation by railroad, omnibus, marine and air, in accordance with the provisions of this title. It shall be the further purpose of the authority, consistent with its status as the ex officio board of both the New York city transit authority and the triborough bridge and tunnel authority, to develop and implement a unified mass transportation policy for such district." (Public Authorities Law §1264(1))

### **Governance Guidelines**

These Governance Guidelines apply to MTA and the other public benefit corporations under common control of MTA (collectively with MTA, the "MTA Agencies"). The MTA Agencies consist of:

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

#### **1. Functions of the MTA Chairman/Chief Executive Officer.**

(a) The Chairman of the MTA shall be primarily responsible for providing leadership to the MTA Board in performing oversight of the senior management in the effective and ethical management of the MTA Agencies' integrated mass transportation system. The Chairman, inter alia, convenes and presides over Board meetings, establishes Board committees and appoints committee members and chairs, and shall serve as the principal liaison between MTA management and the Board.

(b) The Chairman, pursuant to statute, is the chief executive officer of the Authority and shall have responsibility to discharge the executive and administrative functions and powers of the Authority. In discharging the executive and administrative functions and

powers of the Authority, the Chairman shall, inter alia, be responsible for (i) managing the day-to-day operations of the MTA's integrated mass transportation system, (ii) coordinating the development and approval by the Board of long term strategy for the maintenance and expansion of that system, (iii) overseeing and providing appropriate direction to the President of each of the MTA's constituent Agencies and (iv) appointing, disciplining, and removing officers or employees.

2. **Functions of the MTA Board.** The Board shall meet no less than 11 times a year at which the Board shall review and discuss reports by management on the performance of the MTA, its plans and prospects, as well as immediate issues facing the MTA. Board members are expected to attend all scheduled meetings of the Board and meetings of Committees on which they serve. The entire Board shall be responsible for the general oversight of the Authority's senior management in furtherance of the effective and ethical management of the entire MTA, as required by law. In addition to this general responsibility, the entire Board (with the assistance of Committees of the Board as appropriate) shall also perform a number of specific functions, including

- (a) providing counsel and oversight on the evaluation, development and compensation of senior management. When determining compensation for the Chairman/Chief Executive Officer, the Board, as required by law, shall act without the participation of the Chairman/Chief Executive Officer;
- (b) reviewing, approving and monitoring fundamental financial and business strategies and major actions, including fundamental financial and management controls;
- (c) assessing major risks facing the MTA and reviewing options for the mitigation of these risks; and
- (d) ensuring processes are in place for maintaining the integrity of the MTA, including the integrity of the financial statements of the MTA (and the financial statements of the MTA subsidiaries or component units that are required by law to issue separate financial statements), the integrity of the MTA's compliance with law and ethics (including by adopting and updating codes of ethics applicable to MTA directors, officers and employees that at a minimum incorporate the standards established in section seventy-four of the Public Officers Law), the integrity of the MTA's relationships with customers and suppliers, and the integrity of the MTA's relationship with the public at large.
- (e) establishing written policies and procedures on personnel including policies protecting employees from retaliation for disclosing information concerning acts of wrongdoing, misconduct, malfeasance, or other inappropriate behavior by an employee or board member of the authority; investments; travel; the acquisition of real property; the disposition of real and personal property; and the procurement of goods and services; and

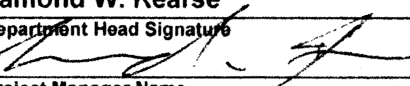
- (f) adopting a defense and indemnification policy and disclose such plan to any and all prospective board members.

3. **Functions of Senior Management:** The Chairman/Chief Executive Officer serves ex officio as the chair and chief executive officer of each of affiliated and subsidiary MTA Agencies and is responsible for appointing such other officials and employees (including, in his or her discretion, an Executive Director) as he or she determines is necessary and appropriate. These other officials and employees serve under the direction and at the pleasure of the Chairman/Chief Executive Officer. The Presidents of the MTA's constituent Agencies, pursuant to the direction of the Chairman/Chief Executive Officer, are primarily responsible for the general management and operations of such constituent Agencies.
4. **Committees of the Board.** The Chairman has established the following Committees to assist him and the Board in discharging their responsibilities: (1) the Audit Committee; (2) the Committee on Finance; (3) the Committee on Operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority and the Staten Island Rapid Transit Operating Authority; (4) the Committee on Operation of the Metro-North Commuter Railroad; (5) the Committee on Operation of the Long Island Rail Road and the Metropolitan Suburban Bus Authority; (6) the Committee on Operations of the Triborough Bridge and Tunnel Authority; (7) the Committee on Capital Program Oversight; (8) the Committee on Operations of The Bus Division of New York City Transit Authority, MTA Bus Company, Metropolitan Suburban Bus Authority and Manhattan and Bronx Surface Transit Operating Authority, (9) the Safety and Security Committee; (10) the Diversity Committee, and (11) the Corporate Governance Committee. The current charters and key practices of these Committees shall be maintained on the MTA website. The Committees may hold meetings in conjunction with the entire Board, as appropriate.
5. **Self-Assessment.** The Board, as a whole, and each of the Committees, individually, will perform an annual self-assessment. The Board will be requested to provide their assessments of the effectiveness of the Board, as a whole, and of the Committees on which they serve. The individual assessments will be organized and summarized for discussion with the Board and the Committees.
6. **Setting Agendas for Meetings of the Board.** The Chairman shall be responsible for the agenda of the Board meetings. Upon the request of the Chairman, an Agency President shall report to the Board regarding that Agency's operations, finances, and performance (with specific reference to the benchmarks established for that Agency) since the last time such Agency President reported to a meeting of the Board. The Chairman, or Committee chair as appropriate in consultation with the Chairman, shall determine the nature and extent of information that shall be provided regularly to Board members before each scheduled Board or Committee meeting. Committee chairs shall report to the entire Board for approval the matters discussed or recommended at Committee meetings as appropriate. Board members are urged to make suggestions for agenda items, or additional pre-meeting materials, to the Chairman, or the appropriate Committee chair at any time.



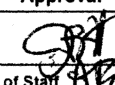
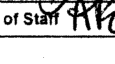
7. **Ethics and Conflicts of Interest.** The Chairman, Board members and the other officers and employees of the MTA are expected to act ethically at all times, to acknowledge their adherence to the policies comprising the MTA All-Agency and MTA Board Members Codes of Ethics and to comply in all respects with the Codes of Ethics. If an actual or potential conflict of interest arises for an MTA Board Member, the MTA Member shall promptly inform the Chairman. All Board members will recuse themselves from any discussion or decision affecting their personal or commercial interests. Other than in such instances where jurisdiction over a conflict matter lies with the New York State Commission on Public Integrity, the Board shall resolve any unresolved conflict of interest question involving the Chairman, a Vice Chairman, an MTA Member, the Auditor General, or an Agency President, and the Chairman shall resolve any unresolved conflict of interest issue involving any other officer of the MTA. If a significant conflict exists and cannot be resolved, the MTA Board Member should resign.
8. **Oversight of Significant MTA Policies.** The Board shall ensure that the MTA has policies addressing significant issues, and shall regularly review and, as appropriate, suggest changes or additions to, all such statements of significant MTA policy. Each statement of a significant MTA policy should be published in an accessible manner.
9. **Access of Senior Management to the Board.** Senior management are encouraged to, from time to time, bring managers into meetings of the Board who (a) can provide additional insight into the items being discussed because of personal involvement in these areas, an/or (b) are managers with future potential that the senior management believes should be given exposure to the Board.
10. **Access to Independent Advisors.** The Board or any Committee thereof shall have the right at any time to retain independent outside financial, legal or other advisors.
11. **MTA Member Orientation.** Each new MTA Board member shall, within three months of appointment as an MTA Board member, spend a day at MTA headquarters for personal briefing by the Chairman and other senior management on the MTA's strategic plans, its financial statements, and its key policies and practices. In addition, within one year of appointment, each new MTA Board member must participate in State-approved training regarding their legal, fiduciary, financial and ethical responsibilities. The Chief Executive Officer, the MTA General Counsel and Chief Compliance Officer shall be responsible for providing additional orientation materials and programs for new Board members, as appropriate. MTA Board members shall participate in such continuing training as may be required to remain informed of best practices, regulatory and statutory changes relating to the effective oversight of the management and financial activities of the MTA and to adhere to the highest standards.

# Staff Summary

<b>Subject</b> Amendment of Committee Charters
<b>Department</b> Corporate Compliance
<b>Department Head Name</b> Lamond W. Kears
<b>Department Head Signature</b> 
<b>Project Manager Name</b> N/A

<b>Date</b> NOVEMBER 15, 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> N/A

Board Action					
Order	To	Date	Approval	Info	Other
1	Corporate Governance	11/15/10	X		
2	Board	11/17/10	X		

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

## Narrative

**Purpose:** To seek Board approval of proposed amendments to Committee Charters.

**Discussion:** Each year, the Board Committees review their charters to determine whether revisions are appropriate. Proposed revisions are also reviewed by the Governance Committee. This year, revisions are proposed to the charters of (i) the Capital Program Oversight Committee ("CPOC"), and (ii) the Committee on Operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority and the Staten Island Rapid Transit Operating Authority ("Transit Committee").

The CPOC Charter would be amended to add a reference to the Chair of the Committee on Bus Operations created in March 2010 as a CPOC member and to delete the reference to the former MTA Capital Construction and Real Estate Committee. The CPOC Charter revisions would also specify review and monitoring responsibilities as detailed in paragraphs 8, 9 and 10 of proposed revised Charter, to make explicit the Committee's role in (a) monitoring proposed benefits for approved projects to ensure that benefits materialize, (b) reviewing capital elements and program management to improve efficiency and effectiveness of the program, and (c) monitoring awarded contracts to determine if work is being implemented in the most efficient and effective manner possible.

The Transit Committee charter would be amended to delete reference to oversight of the MTA Bus Company, reflecting the changes in the Board Committee structure adopted last March 2010, with the creation of the Committee on Bus Operations.

Copies of the proposed revised Charters along with redlined versions are annexed to the staff summary.

**Recommendation:** That the Board adopt the proposed amendments to the noted Committee Charters.

**The Metropolitan Transportation Authority**

**COMMITTEE ON OPERATIONS OF  
THE NEW YORK CITY TRANSIT AUTHORITY,  
THE MANHATTAN AND BRONX SURFACE TRANSIT  
OPERATING AUTHORITY AND THE STATEN ISLAND  
RAPID TRANSIT OPERATING AUTHORITY**

The Charter for the Committee on Operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority and the Staten Island Rapid Transit Operating Authority was adopted by the Board Chair and a majority of the members of Board of the Metropolitan Transportation Authority, a public benefit corporation established under the laws of the State of New York (together with any other entity or corporation for which the members of the Metropolitan Transportation Authority serve as a board of directors, the "MTA"), on the 29th day of July, 2004. This charter was amended on the following dates: December 17, 2008, December 16, 2009 and, March 24, 2010 and 2010.

**I. PURPOSE**

The Committee on Operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority and the Staten Island Rapid Transit Operating Authority (the "Committee") shall assist the Board Chair and the Board in fulfilling their responsibility to monitor and oversee the operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority and the Staten Island Rapid Transit Operating Authority (collectively, the "NYCT"). In addition to the Committee's oversight responsibilities over NYCT operations, the members of the Committee shall also separately assist the Board Chair and the Board in fulfilling their responsibility to monitor and oversee the operations of the MTA Bus Company.

**II. COMMITTEE AUTHORITY**

In discharging its role, the Committee is empowered to investigate any matter brought to its attention. To facilitate any such investigation, the chairperson of the Committee shall have access to all books, records, facilities and staff of the MTA, the NYCT and/or the MTA Bus Company. The foregoing is not intended to alter or curtail existing rights of individual Board members to access books, records or staff in connection with the performance of their fiduciary duties as Board members.

**III. COMMITTEE MEMBERSHIP**

The Committee shall consist of 3 or more members of the Board, appointed by the Board Chair. If not otherwise a member of the Committee, each Vice-Chair of the Board shall be an *ex officio* member of the Committee. The Board Chair shall appoint the chairperson and the vice-chairperson of the Committee. The vice-chairperson of the Committee shall be a person recommended to the Board by the Mayor of the City of New York. In the absence of the chairperson at a meeting of the Committee, the vice-chairperson shall chair such meeting. In the absence of the chairperson and the vice-

chairperson, the Board Chair shall appoint a temporary chairperson to chair such meeting. A member of the Committee may be removed, for cause or without cause, by the Board Chair.

#### **IV. COMMITTEE MEETINGS**

The Committee shall meet on a regularly-scheduled basis at least 11 times per year, and more frequently as circumstances dictate. The Committee shall cause to be kept adequate minutes of all its proceedings, which shall include records of any action taken.

Committee members will be furnished with copies of the minutes of each meeting.

Meetings of the Committee shall be open to the public, and the Committee shall be governed by the rules regarding public meetings set forth in the applicable provisions of the Public Authorities Law and Article 7 of the Public Officers Law that relate to public notice, public speaking and the conduct of executive session. The Committee may form and assign responsibilities to subcommittees when appropriate.

The Committee may request that any member of the Board, the Auditor General, any officer or staff of the MTA, the NYCT, the MTA Bus Company or any other person whose advice and counsel are sought by the Committee, attend any meeting of the Committee to provide such pertinent information as the Committee requests. The President of NYCT, the President of MTA Bus Company, and the President of the MTA Capital Construction Company shall each (1) furnish the Committee with all material information pertinent to matters appearing on the Committee agenda relating to his or her respective organization, (2) provide the chairperson of the Committee with all information regarding the affairs of his or her respective organization that is material to the Committee's monitoring and oversight of the operations of such organization, and (3) inform the chairperson of the Committee of any matters not already on the Committee agenda that should be added to the agenda in order for the Committee to be adequately monitoring and overseeing the operations of his or her organization.

#### **V. COMMITTEE REPORTS.**

The chairperson of the Committee shall report on the Committee's proceedings, and any recommendations made.

#### **VI. KEY RESPONSIBILITIES**

The following responsibilities are set forth as a guide with the understanding that the Committee may diverge as appropriate given the circumstances. The Committee is authorized to carry out these and such other responsibilities assigned by the Board Chair or the Board from time to time, and take any actions reasonably related to the mandate of this Charter.

To fulfill its purpose, the Committee shall, with respect to NYCT:

1. monitor and update the Board Chair and the Board on the operating performance of NYCT, including information on subway and bus service, crime, safety and paratransit;

2. monitor and update the Board Chair and the Board on the finances of NYCT, including financial reports, ridership reports, and the use of funds by the NYCT;
3. review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of NYCT that require Board approval;
4. review and make recommendations to the Board Chair and the Board on proposed capital projects of NYCT and monitor the status of such projects;
5. review and make recommendations to the Board Chair and the Board regarding NYCT service and policy changes that require Board approval; and
6. review periodically with the Counsel of the MTA, the Chief Compliance Officer, and the Counsel of NYCT: (i) legal and regulatory matters that may have a material impact on NYCT; and (ii) the scope and effectiveness of compliance policies and programs; and

~~With respect to the MTA Bus Company, the Committee shall:~~

- ~~1. monitor and update the Board Chair and the Board on the operating performance of the MTA Bus Company;~~
- ~~2. monitor and update the Board Chair and the Board on the finances of the MTA Bus Company, including financial reports, ridership reports, and the use of funds by the MTA Bus Company;~~
- ~~3. review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of the MTA Bus Company that require Board approval;~~
- ~~4. review and make recommendations to the Board Chair and the Board on proposed capital projects of the MTA Bus Company and monitor the status of such projects;~~
- ~~5. review and make recommendations to the Board Chair and the Board regarding MTA Bus Company service and policy changes that require Board approval;~~
- ~~6. review periodically with the Counsel of the MTA, the Chief Compliance Officer, and the Counsel of the MTA Bus Company: (i) legal and regulatory matters that may have a material impact on the MTA Bus Company; and (ii) the scope and effectiveness of compliance policies and programs.~~

With respect to capital projects undertaken by the MTA Capital Construction Company (MTACC) on behalf of NYCT ~~or the MTA Bus Company~~:

1. ~~Review~~review and make recommendations to the Board Chair and Board with respect to the proposed procurements made by the MTACC that require Board approval;
2. ~~Review~~review and make recommendations to the Board Chair and the Board with respect to contract procurement solicitations that require Board approval;
3. ~~Monitor~~monitor the progress of the capital projects undertaken by the MTACC;
4. ~~Monitor~~monitor the budget and the schedule of capital projects undertaken by the MTACC;
5. ~~Monitor~~monitor the progress of contract commitments and completions with respect to capital projects; and
6. ~~Track~~track funding needs of capital projects as well as the availability of funds to meet such needs from all sources of funding.

In addition, the Committee shall have the following responsibilities:

1. conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter;
2. review and assess the adequacy of this Charter annually; and
3. report regularly to the Board Chair and the Board on Committee findings and recommendations and any other matters the Committee deems appropriate or the Board Chair or the Board requests, and maintain minutes or other records of Committee meetings and activities.

**The Metropolitan Transportation Authority**

**COMMITTEE ON OPERATIONS OF  
THE NEW YORK CITY TRANSIT AUTHORITY,  
THE MANHATTAN AND BRONX SURFACE TRANSIT  
OPERATING AUTHORITY AND THE STATEN ISLAND  
RAPID TRANSIT OPERATING AUTHORITY**

The Charter for the Committee on Operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority and the Staten Island Rapid Transit Operating Authority was adopted by the Board Chair and a majority of the members of Board of the Metropolitan Transportation Authority, a public benefit corporation established under the laws of the State of New York (together with any other entity or corporation for which the members of the Metropolitan Transportation Authority serve as a board of directors, the "MTA"), on the 29th day of July, 2004. This charter was amended on the following dates: December 17, 2008, December 16, 2009, March 24, 2010 and \_\_\_\_\_, 2010.

**I. PURPOSE**

The Committee on Operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority and the Staten Island Rapid Transit Operating Authority (the "Committee") shall assist the Board Chair and the Board in fulfilling their responsibility to monitor and oversee the operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority and the Staten Island Rapid Transit Operating Authority (collectively, the "NYCT"). In addition to the Committee's oversight responsibilities over NYCT operations, the members of the Committee shall also separately assist the Board Chair and the Board in fulfilling their responsibility to monitor and oversee the operations of the MTA Bus Company.

**II. COMMITTEE AUTHORITY**

In discharging its role, the Committee is empowered to investigate any matter brought to its attention. To facilitate any such investigation, the chairperson of the Committee shall have access to all books, records, facilities and staff of the MTA, the NYCT and/or the MTA Bus Company. The foregoing is not intended to alter or curtail existing rights of individual Board members to access books, records or staff in connection with the performance of their fiduciary duties as Board members.

**III. COMMITTEE MEMBERSHIP**

The Committee shall consist of 3 or more members of the Board, appointed by the Board Chair. If not otherwise a member of the Committee, each Vice-Chair of the Board shall be an *ex officio* member of the Committee. The Board Chair shall appoint the chairperson and the vice-chairperson of the Committee. The vice-chairperson of the Committee shall be a person recommended to the Board by the Mayor of the City of New York. In the absence of the chairperson at a meeting of the Committee, the vice-chairperson shall chair such meeting. In the absence of the chairperson and the vice-

chairperson, the Board Chair shall appoint a temporary chairperson to chair such meeting. A member of the Committee may be removed, for cause or without cause, by the Board Chair.

#### **IV. COMMITTEE MEETINGS**

The Committee shall meet on a regularly-scheduled basis at least 11 times per year, and more frequently as circumstances dictate. The Committee shall cause to be kept adequate minutes of all its proceedings, which shall include records of any action taken.

Committee members will be furnished with copies of the minutes of each meeting.

Meetings of the Committee shall be open to the public, and the Committee shall be governed by the rules regarding public meetings set forth in the applicable provisions of the Public Authorities Law and Article 7 of the Public Officers Law that relate to public notice, public speaking and the conduct of executive session. The Committee may form and assign responsibilities to subcommittees when appropriate.

The Committee may request that any member of the Board, the Auditor General, any officer or staff of the MTA, the NYCT, the MTA Bus Company or any other person whose advice and counsel are sought by the Committee, attend any meeting of the Committee to provide such pertinent information as the Committee requests. The President of NYCT, the President of MTA Bus Company, and the President of the MTA Capital Construction Company shall each (1) furnish the Committee with all material information pertinent to matters appearing on the Committee agenda relating to his or her respective organization, (2) provide the chairperson of the Committee with all information regarding the affairs of his or her respective organization that is material to the Committee's monitoring and oversight of the operations of such organization, and (3) inform the chairperson of the Committee of any matters not already on the Committee agenda that should be added to the agenda in order for the Committee to be adequately monitoring and overseeing the operations of his or her organization.

#### **V. COMMITTEE REPORTS.**

The chairperson of the Committee shall report on the Committee's proceedings, and any recommendations made.

#### **VI. KEY RESPONSIBILITIES**

The following responsibilities are set forth as a guide with the understanding that the Committee may diverge as appropriate given the circumstances. The Committee is authorized to carry out these and such other responsibilities assigned by the Board Chair or the Board from time to time, and take any actions reasonably related to the mandate of this Charter.

To fulfill its purpose, the Committee shall, with respect to NYCT:

1. monitor and update the Board Chair and the Board on the operating performance of NYCT, including information on subway and bus service, crime, safety and paratransit;



2. monitor and update the Board Chair and the Board on the finances of NYCT, including financial reports, ridership reports, and the use of funds by the NYCT;
3. review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of NYCT that require Board approval;
4. review and make recommendations to the Board Chair and the Board on proposed capital projects of NYCT and monitor the status of such projects;
5. review and make recommendations to the Board Chair and the Board regarding NYCT service and policy changes that require Board approval; and
6. review periodically with the Counsel of the MTA, the Chief Compliance Officer, and the Counsel of NYCT: (i) legal and regulatory matters that may have a material impact on NYCT; and (ii) the scope and effectiveness of compliance policies and programs.

With respect to capital projects undertaken by the MTA Capital Construction Company (MTACC) on behalf of NYCT:

1. review and make recommendations to the Board Chair and Board with respect to the proposed procurements made by the MTACC that require Board approval;
2. review and make recommendations to the Board Chair and the Board with respect to contract procurement solicitations that require Board approval;
3. monitor the progress of the capital projects undertaken by the MTACC;
4. monitor the budget and the schedule of capital projects undertaken by the MTACC;
5. monitor the progress of contract commitments and completions with respect to capital projects; and
6. track funding needs of capital projects as well as the availability of funds to meet such needs from all sources of funding.

In addition, the Committee shall have the following responsibilities:

1. conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter;

2. review and assess the adequacy of this Charter annually; and
3. report regularly to the Board Chair and the Board on Committee findings and recommendations and any other matters the Committee deems appropriate or the Board Chair or the Board requests, and maintain minutes or other records of Committee meetings and activities.

## **The Metropolitan Transportation Authority**

### **CAPITAL PROGRAM OVERSIGHT COMMITTEE**

This Charter for the Capital Program Oversight Committee was adopted by the Board Chair and a majority of the members of Board of the Metropolitan Transportation Authority, a public benefit corporation established under the laws of the State of New York (together with any other entity or corporation for which the members of the Metropolitan Transportation Authority serve as a board of directors, the "MTA"), on the 29th day of July, 2004. This charter was amended on the 17<sup>th</sup> day of December, 2008, 16<sup>th</sup> day of December, 2009 and further amended on December 16, 2009.

#### **I. PURPOSE**

The Capital Program Oversight Committee (the "Committee") shall assist the Board Chair and the Board in fulfilling their responsibility to monitor the effective and efficient implementation of the MTA's five-year capital program.

#### **II. COMMITTEE AUTHORITY**

In discharging its role, the Committee is empowered to investigate any matter brought to its attention. To facilitate any such investigation, the chairperson and/or vice-chairperson of the Committee shall have access to all books, records, facilities and staff of the MTA (including any of its subsidiary corporations or affiliates). The foregoing is not intended to alter or curtail existing rights of individual Board members to access books, records or staff in connection with the performance of their fiduciary duties as Board members.

#### **III. COMMITTEE MEMBERSHIP**

The Committee shall consist of 6 or more members of the Board, and shall include the Board Chair; the Chair of the Committee on Operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority and the Staten Island Rapid Transit Operating Authority; the Chair of the Committee on Operations of the Triborough Bridge and Tunnel Authority; the Chair of the Committee on Operations of the MetroNorth Commuter Railroad; the Chair of the Committee on Operations of the Long Island Rail Road and Metropolitan Suburban Bus Authority; and the Chair of the MTA Capital Construction Committee on Operations of the Bus Division of New York City Transit Authority, MTA Bus Company, Metropolitan Suburban Bus Authority and Manhattan and Bronx Surface Transit Operating Authority. All other members of the Committee shall be appointed by the Board Chair. If not otherwise a member of the Committee, each Vice-Chair of the Board shall be an *ex officio* member of the Committee. The Board Chair shall serve as the chairperson of the Committee and shall appoint the vice-chairperson of the Committee. In the absence of the chairperson or vice-chairperson at a meeting of the Committee, the Board Chair shall appoint a temporary chairperson to chair such meeting. A member of the Committee may be removed, for cause or without cause, by the Board Chair.

#### **IV. COMMITTEE MEETINGS**

The Committee shall meet on a regularly-scheduled basis at least 11 times per year, and more frequently as circumstances dictate. The Committee shall cause to be kept adequate minutes of all its proceedings and records of any action taken. Committee members will be furnished with copies of the minutes of each meeting. Meetings of the Committee shall be open to the public, and the Committee shall be governed by the rules regarding public meetings set forth in the applicable provisions of the Public Authorities Law and Article 7 of the Public Officers Law that relate to public notice, public speaking and the conduct of executive session. The Committee may form and assign responsibilities to subcommittees when appropriate.

The Committee may request that any member of the Board, the Auditor General, any officer or staff of the MTA, or any other person whose advice and counsel are sought by the Committee, attend any meeting of the Committee to provide such pertinent information ~~as~~ the Committee requests. The Director of the Office of Construction Oversight and the Deputy Executive Director of Administration, and/or his or her designee, shall (1) furnish the Committee with all material information pertinent to matters appearing on the Committee agenda, (2) provide the chairperson of the Committee with all information regarding the MTA's five year capital program that is material to the Committee's monitoring and oversight of the MTA's five year capital program, and (3) inform the chairperson of the Committee of any matters not already on the Committee agenda that should be added to the agenda in order for the Committee to be adequately monitoring and overseeing the MTA's five year capital program.

#### **V. COMMITTEE REPORTS**

The chairperson of the Committee shall report on the Committee's proceedings, and any recommendations made.

#### **VI. KEY RESPONSIBILITIES**

The following responsibilities are set forth as a guide with the understanding that the Committee may diverge as appropriate given the circumstances. The Committee is authorized to carry out these and such other responsibilities assigned by the Board Chair or the Board from time to time, and take any actions reasonably related to the mandate of this Charter.

To fulfill its purpose, the Committee shall, with respect to any approved or proposed capital program plans:

1. Monitor the current and future availability of funds to be utilized for such capital improvement programs and plans;
2. Monitor the contracts awards of the MTA to insure that such awards are consistent with:
  - a. provisions of law authorizing United States content and New York State content;

- b. any collective bargaining agreements;
  - c. provisions of law providing for participation by minority and women-owned businesses;
  - d. New York State labor laws;
  - e. competitive bidding requirements including those regarding sole source contracts; and
  - f. any other relevant requirements established by law.
- 3. Monitor the award of contracts to determine if such awards are consistent with the manner in which the work was traditionally performed in the past;
- 4. Review the relationship between capital expenditures pursuant to each such capital program plan and current and future operating budget requirements;
- 5. Monitor the progress of capital elements described in each approved capital program plan;
- 6. Monitor the expenditures incurred and to be incurred for each such element;
- 7. Identify capital elements not progressing on schedule, ascertain responsibility therefor and recommend those actions required or appropriate to accelerate their implementation;
- 8. Monitor the proposed benefits for approved projects in the capital program at appropriate points during the life of the capital project to ensure that the benefits materialize;
- 9. Review capital elements and program management to improve the efficiency and effectiveness of the program, securing analytic resources as needed;
- 10. Monitor awarded contracts to determine if the work is being implemented in the most efficient and effective manner possible;
- 11. ~~8.~~ Consult as necessary with other New York State departments, agencies and divisions with respect to the foregoing;
- 12. ~~9.~~ Provide guidance to the Board Chair and the Board with respect to the appointment (and if appropriate dismissal), evaluation, and compensation of an independent engineering firm to provide an independent review of reports by the MTA agencies with respect to the foregoing;
- 13. ~~10.~~ In consultation with the Office of Construction Oversight, oversee the work of such independent engineering firm;

- 14.           ~~11.~~ Together with the Office of Construction Oversight, review the periodic and/or special reports provided by such independent engineering firm; ~~and~~
- 15.           ~~12.~~ Conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter;
- 16.           ~~13.~~ Review and assess the adequacy of this Charter annually; and
- 17.           ~~14.~~ Report regularly to the Board Chair and the Board on Committee findings and recommendations and any other matters the Committee deems appropriate or the Board Chair or the Board requests.

## **The Metropolitan Transportation Authority**

### **CAPITAL PROGRAM OVERSIGHT COMMITTEE**

This Charter for the Capital Program Oversight Committee was adopted by the Board Chair and a majority of the members of Board of the Metropolitan Transportation Authority, a public benefit corporation established under the laws of the State of New York (together with any other entity or corporation for which the members of the Metropolitan Transportation Authority serve as a board of directors, the "MTA"), on the 29th day of July, 2004. This charter was amended on the 17<sup>th</sup> day of December, 2008, 16<sup>th</sup> day of December, 2009 and further amended on \_\_\_\_\_.

#### **I. PURPOSE**

The Capital Program Oversight Committee (the "Committee") shall assist the Board Chair and the Board in fulfilling their responsibility to monitor the effective and efficient implementation of the MTA's five-year capital program.

#### **II. COMMITTEE AUTHORITY**

In discharging its role, the Committee is empowered to investigate any matter brought to its attention. To facilitate any such investigation, the chairperson and/or vice-chairperson of the Committee shall have access to all books, records, facilities and staff of the MTA (including any of its subsidiary corporations or affiliates). The foregoing is not intended to alter or curtail existing rights of individual Board members to access books, records or staff in connection with the performance of their fiduciary duties as Board members.

#### **III. COMMITTEE MEMBERSHIP**

The Committee shall consist of 6 or more members of the Board, and shall include the Board Chair; the Chair of the Committee on Operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority and the Staten Island Rapid Transit Operating Authority; the Chair of the Committee on Operations of the Triborough Bridge and Tunnel Authority; the Chair of the Committee on Operations of the MetroNorth Commuter Railroad; the Chair of the Committee on Operations of the Long Island Rail Road and Metropolitan Suburban Bus Authority; and the Chair of the Committee on Operations of the Bus Division of New York City Transit Authority, MTA Bus Company, Metropolitan Suburban Bus Authority and Manhattan and Bronx Surface Transit Operating Authority. All other members of the Committee shall be appointed by the Board Chair. If not otherwise a member of the Committee, each Vice-Chair of the Board shall be an *ex officio* member of the Committee. The Board Chair shall serve as the chairperson of the Committee and shall appoint the vice-chairperson of the Committee. In the absence of the chairperson or vice-chairperson at a meeting of the Committee, the Board Chair shall appoint a temporary chairperson to chair such meeting. A member of the Committee may be removed, for cause or without cause, by the Board Chair.

#### **IV. COMMITTEE MEETINGS**

The Committee shall meet on a regularly-scheduled basis at least 11 times per year, and more frequently as circumstances dictate. The Committee shall cause to be kept adequate minutes of all its proceedings and records of any action taken. Committee members will be furnished with copies of the minutes of each meeting. Meetings of the Committee shall be open to the public, and the Committee shall be governed by the rules regarding public meetings set forth in the applicable provisions of the Public Authorities Law and Article 7 of the Public Officers Law that relate to public notice, public speaking and the conduct of executive session. The Committee may form and assign responsibilities to subcommittees when appropriate.

The Committee may request that any member of the Board, the Auditor General, any officer or staff of the MTA, or any other person whose advice and counsel are sought by the Committee, attend any meeting of the Committee to provide such pertinent information as the Committee requests. The Director of the Office of Construction Oversight and the Deputy Executive Director of Administration, and/or his or her designee, shall (1) furnish the Committee with all material information pertinent to matters appearing on the Committee agenda, (2) provide the chairperson of the Committee with all information regarding the MTA's five year capital program that is material to the Committee's monitoring and oversight of the MTA's five year capital program, and (3) inform the chairperson of the Committee of any matters not already on the Committee agenda that should be added to the agenda in order for the Committee to be adequately monitoring and overseeing the MTA's five year capital program.

#### **V. COMMITTEE REPORTS**

The chairperson of the Committee shall report on the Committee's proceedings, and any recommendations made.

#### **VI. KEY RESPONSIBILITIES**

The following responsibilities are set forth as a guide with the understanding that the Committee may diverge as appropriate given the circumstances. The Committee is authorized to carry out these and such other responsibilities assigned by the Board Chair or the Board from time to time, and take any actions reasonably related to the mandate of this Charter.

To fulfill its purpose, the Committee shall, with respect to any approved or proposed capital program plans:

1. Monitor the current and future availability of funds to be utilized for such capital improvement programs and plans;
2. Monitor the contracts awards of the MTA to insure that such awards are consistent with:
  - a. provisions of law authorizing United States content and New York State content;

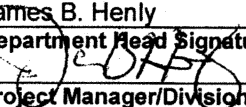


- b. any collective bargaining agreements;
  - c. provisions of law providing for participation by minority and women-owned businesses;
  - d. New York State labor laws;
  - e. competitive bidding requirements including those regarding sole source contracts; and
  - f. any other relevant requirements established by law.
- 3. Monitor the award of contracts to determine if such awards are consistent with the manner in which the work was traditionally performed in the past;
- 4. Review the relationship between capital expenditures pursuant to each such capital program plan and current and future operating budget requirements;
- 5. Monitor the progress of capital elements described in each approved capital program plan;
- 6. Monitor the expenditures incurred and to be incurred for each such element;
- 7. Identify capital elements not progressing on schedule, ascertain responsibility therefor and recommend those actions required or appropriate to accelerate their implementation;
- 8. Monitor the proposed benefits for approved projects in the capital program at appropriate points during the life of the capital project to ensure that the benefits materialize;
- 9. Review capital elements and program management to improve the efficiency and effectiveness of the program, securing analytic resources as needed;
- 10. Monitor awarded contracts to determine if the work is being implemented in the most efficient and effective manner possible;
- 11. Consult as necessary with other New York State departments, agencies and divisions with respect to the foregoing;
- 12. Provide guidance to the Board Chair and the Board with respect to the appointment (and if appropriate dismissal), evaluation, and compensation of an independent engineering firm to provide an independent review of reports by the MTA agencies with respect to the foregoing;
- 13. In consultation with the Office of Construction Oversight, oversee the work of such independent engineering firm;
- 14. Together with the Office of Construction Oversight, review the periodic and/or special reports provided by such independent engineering firm;

15. Conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter;
16. Review and assess the adequacy of this Charter annually; and
17. Report regularly to the Board Chair and the Board on Committee findings and recommendations and any other matters the Committee deems appropriate or the Board Chair or the Board requests.


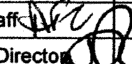

## Staff Summary

Page 1 of 2

<b>Subject</b> All-Agency Responsibility Guidelines
<b>Department</b> Legal
<b>Department Head Name</b> James B. Henly
<b>Department Head Signature</b> 
<b>Project Manager/Division Head</b> Roberta Bender

<b>Date</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	Governance	11/15			
2	Board	11/17			

Internal Approvals			
Order	Approval	Order	Approval
1	Legal 		
2	Chief of Staff 	1	
3	Managing Director 		

### Purpose:

To obtain Board approval of revised All-Agency Responsibility Guidelines.

### Discussion:

The All-Agency Contractor Responsibility Guidelines ("Guidelines"), originally adopted in 1988, were last revised in 1997. The MTA Legal Department, in consultation with agency counsel and agency procurement staff, has reviewed the existing Guidelines and recommends adoption of revised Guidelines, which are annexed as Attachment 1.

Notable proposed changes from the current Guidelines include the following:

1. Definition of Significant Adverse Information. The proposed Guidelines broaden the definition of significant adverse information to expressly include convictions of or civil judgments against a contractor in several specific areas that relate to business integrity (public contract fraud; bid collusion; violation of antitrust statutes or False Claims Acts; or embezzlement, theft, forgery, bribery, destruction of records, making false statements or receiving stolen property).
2. Marginal Performance Ratings. The proposed Guidelines require contractors to report as adverse information instances within the last three years in which a contractor has received an MTA contract performance evaluation of either (a) overall Marginal on two or more final performance ratings or (b) overall Marginal on three or more consecutive interim performance ratings on a single contract. The revised Guidelines provide that agency President-level approval must be obtained, before proceeding with an award to a contractor with marginal performance ratings.
3. Workers Compensation Experience Rating. The revised Guidelines require a contractor's worker's compensation experience rating to be reported and make this a factor which can be considered in responsibility determinations.
4. Affidavit of No Change. To reduce paperwork, in instances in which a contractor is submitting a new bid or proposal, but has previously submitted a Responsibility Form within the prior year, and has no material changes to make in the information required to be reported on the Responsibility Form, the contractor can

file an affidavit certifying that there have been no such changes in responsibility information, rather than completing an entire new Form.

5. Approval Process. As before, for contracts with a value of \$250,000 or more, agency president approval would remain a requirement to proceed with an award in circumstances where an agency obtains significant adverse information regarding a contractor. Under the proposed Guidelines, the approval of the MTA Chairman/CEO, in consultation with the MTA's General Counsel, would only be required at a higher contractual threshold of \$1 million or greater.

The Responsibility Form that is completed by contractors also has been reviewed and revised. The revised Responsibility Form, which is annexed hereto as Attachment 2 for your information, incorporates proposed Guideline changes, makes the form more user-friendly (with instructions and definitions at the beginning of the document), and contains additional information requests. Staff reviewed questionnaire forms from other public agencies in formulating the recommended changes. Among the additional queries are those relating to whether: (a) a contractor had been required to hire an Integrity Monitor or had a Letter of Credit drawn on with respect to the award or completion of a contract; (b) a contractor had entered into a consent decree or a deferred or non-prosecution agreement within the past ten years; and (c) a contractor's safety practices/procedures had been evaluated and ruled less than satisfactory by any public entity within the last five years. The annexed Guidelines and Responsibility Form have been redlined to show major substantive changes from the existing documents.

As in the past, the Responsibility Form will be completed by prime contractors for contracts of \$250,000 or more. The Responsibility Form will also be required to be completed under additional circumstances. For subcontractors, the Responsibility Form will be completed (a) where a subcontract has an estimated value in excess of \$1 million; or (b) in respect to prime contracts in excess of \$1 million, where significant subcontractors are known at the time of contract award and subcontractor responsibility review is required by statute or applicable regulation. In addition, in areas of contracting specially-designated by the MTA (presently: painting; scrap; hazardous materials; concrete; lead; asbestos; inspection and testing; security-related projects; carting; and textiles and garments), the Responsibility Form will be required to be completed by contractors and subcontractors where contract or subcontract amounts exceed \$100,000.

The revised Guidelines and Responsibility Form, once approved, will be implemented by the agencies working in conjunction with the Business Service Center, which will be performing uniform background checks as part of the responsibility process.

### **Recommendation:**

It is recommended that the Board approve the annexed resolution and adopt the proposed All-Agency Responsibility Guidelines annexed hereto.

## **ALL-AGENCY RESPONSIBILITY GUIDELINES**

WHEREAS, the Board enacted the current All-Agency Responsibility Guidelines for the procurement of public works, goods, miscellaneous procurements, and services in 1997; and

WHEREAS, pursuant to those Guidelines, the Metropolitan Transportation Authority and each of its subsidiaries and affiliates (individually and collectively "agency") has the duty to determine the responsibility of firms under consideration for the award of the contracts for such procurements; and

WHEREAS, the objective of the determination of a firm's responsibility is to award a contract to a firm which has the experience, integrity, and financial and other capacity to properly perform the contract in a timely and cost-effective manner; and

WHEREAS, the determination of a firm's responsibility involves consideration of factors in general and in the context of the specific contract, including the firm's experience, integrity, financial resources, history of performance, and safety in general and with the agencies specifically; the availability of competition; the integrity of the relevant industry; the nature of the specific project, including its size and complexity; and the risks associated with the project in general and if the contract is awarded to a specific firm,

NOW, THEREFORE, THE BOARD acting as the Board of each of the agencies, adopts the annexed Guidelines, which shall supersede the All-Agency Responsibility Guidelines heretofore adopted by the Board in 1997.

This resolution is effective immediately provided that the agencies are granted discretion to continue to apply existing responsibility guidelines for contracts which are solicited within sixty days after its effective date.

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Dated: November 17, 2010

### **ALL-AGENCY RESPONSIBILITY GUIDELINES**

**(Note: The term "Contractor" refers to both a bidder/proposer and to the firm awarded the contract)**

1. These guidelines shall apply to the award of any contract where the contracting officer is required to determine the responsibility of a firm and the estimated value of the contract at the time of award is equal to or greater than \$250,000. For contract awards below that amount, each agency may use these procedures or establish simplified procedures appropriate to such awards. Nothing in these guidelines is intended to preclude an agency in particular cases from requiring bidders to provide more information or data than set forth herein. No contract should be awarded unless all questions on the applicable Contractor Responsibility Form(s) have been answered and reviewed, or duly waived in writing.
2. An agency shall require each bidder/proposer ("bidder") to complete and submit as part of its bid the information specified on the annexed Contractor Responsibility Form or provide an Affidavit of No Change, as described in Paragraph 3 below. An agency may require, as part of the contract documents or in connection with a qualification review or hearing, answers to additional questions or additional representations by a bidder as the agency deems appropriate in each instance.
3. If the Contractor has previously submitted a Contractor Responsibility Form within one year prior to the present date and there have been no material changes in the information specified on that form, two original signed, notarized Affidavits of No Change may be submitted in lieu of a new Contractor Responsibility Form, subject to the same execution requirements applicable to the Contractor Responsibility Form.
4. A bidder has the obligation to demonstrate its responsibility. After receipt of a completed Contractor Responsibility Form, an agency may require a bidder to provide additional information, or to clarify or supplement information already furnished including but not limited to information relating to its past performance, its plan for performing the contract, investigations, indictments, convictions, safety practices and record, and financial condition. An agency may conduct site visits to a bidder's plant, current work sites, and other locations, and may also perform additional inquiries with other public and private agencies such as the MTA Inspector General, the New York City Department of Investigation, public prosecutor offices, and State and local agencies and authorities, as appropriate. If any such investigation uncovers allegations of improprieties or other matters that give rise to concerns about criminal wrongdoing, appropriate agencies may be contacted.
5. Information obtained with regard to a bidder shall be incorporated into the responsibility determination record of the agency. If the agency personnel authorized to determine a bidder's responsibility ("contracting officer") determines that significant

adverse information regarding a bidder has been obtained, the determination that the bidder is responsible or not responsible shall include the rationale for the decision in light of the adverse information and, if the determination is that the bidder is responsible, shall be approved by the agency's President or the President's designee and in the case of contracts with an estimated value at the time of contract award of \$1 million or greater, the MTA Chairman/CEO in consultation with the MTA's General Counsel. Significant adverse information regarding a bidder includes but is not limited to an unsatisfactory final performance evaluation on a contract with any MTA agency within the immediate prior three (3) years, an uncured interim unsatisfactory rating on a contract with any MTA agency, or an answer of "Yes" to any question in Part IV of the annexed Contractor Responsibility Form. If the award is subject to Board approval, the existence of significant adverse information shall be included in the staff summary.

6. A Contractor's evaluation within the last three (3) years, as either: (a) overall Marginal on two (2) or more final performance ratings; or (b) overall Marginal on three (3) or more consecutive interim performance ratings on the same contract, constitutes adverse information. In order for an agency to find such a Contractor to be responsible notwithstanding such adverse information, the agency's President's authorization is required.

7. In order to permit a finding of responsibility or non-responsibility, the evaluation of a bidder's responsibility by the contracting officer will include, but not be limited to consideration of factors such as:

- A. The bidder's general business experience and stability, with consideration of the organizational structure of the bidder, its management expertise and depth, length of time in business, bondability, and prior history of defaults, debarments and non-responsibility determinations;
- B. The bidder's cash flow and balance sheet and the financial demands that will be imposed on the bidder by its performance of the contract;
- C. The size, capacity and capability of the bidder in relation to the work to be performed and in relation to other work being performed by the bidder. This includes an evaluation of the availability to the bidder of the management, professional or technical expertise to perform the work, the availability of physical plant or equipment required for the work, previous experience relevant to the work, and the effect on the bidder of other work being performed or about to be performed by it;
- D. The record of performance of the bidder on other contracts of the agency, affiliated agencies, other governmental agencies, and non-governmental entities, including Workers Compensation Experience Rating, compliance with safety standards, compliance with DBE/WBE/MBE requirements on prior contracts, and claims loss history;

- E. The bidder's record with respect to integrity and business ethics including, with regard to criminal activity or other misconduct: i) the nature of any alleged criminal activity or other misconduct; ii) the status and disposition of any investigation into such activity; iii) the nature of any criminal or administrative penalty imposed; iv) the time-frame encompassed by the alleged activity; v) the general condition of the relevant industry in terms of such factors as integrity and competitiveness; and vi) any remedial steps taken by the firm to address concerns about its responsibility;
- F. Whether, pursuant to applicable law or regulation, the bidder is barred by any federal, state, local or other public or governmental entity from the award of a contract or submission of bids/proposals;
- G. The risks associated with the project in general and if the contract is awarded to the bidder in terms of : i) the extent to which the work of the project impacts the safety of the general public, customers, and employees; ii) the agency's operations; iii) the agency's finances; iv) the best interests of the agency; and v) whether, if requested by an agency, the firm will agree to address concerns about its responsibility through such techniques as the appointment of a monitor or the termination of the relationship between the firm and specific person(s) or other firm(s); and
- H. Any other factors considered relevant by the agency.

Where a bidder is a newly-formed firm, such information may be obtained with respect to predecessor firms or the prior experience of the principals of the new firm.

8. Before an agency makes a final determination that a bidder is not responsible, the agency must give notice to the bidder of the reasons which lead to such finding and the bidder must be offered a reasonable opportunity to respond to such reasons. The bidder's response, at the agency's option, may be in writing or made in person.

9. An agency may, if it deems it necessary, convene a hearing to determine or make a recommendation with respect to: i) a bidder's pre-contract award qualification/responsibility; and/or ii) post-contract award information about a Contractor. A recording or transcript of the hearing may be made if the agency deems it appropriate to do so.

10. The agency shall document its files with its findings and the reasons therefore and, if a finding of non-responsibility is made, may award the contract to the next low bidder or best proposer whose proposal best meets the agency's requirements, which is responsive and responsible or take any other action in accordance with applicable law and established procedures.

11. An agency's contract documents shall include provisions which grant the agency discretion to terminate the contract for convenience without payment for profit and



overhead for work not performed or to take such other action as the agency may deem appropriate if, during the contract term: i) the contractor, a contractor director, officer, principal, or managerial employee, or owner of a 10% or more interest in the contractor, is convicted of a crime involving a public contract; ii) significant concerns about the contractor's integrity are raised based upon an evaluation of the events underlying any other determination, or an indictment or other allegation, that the contractor or a contractor director, officer principal, managerial employee, or owner of a 10% or more interest in the contractor, is involved in a criminal or other unlawful activity; or (iii) an agency determines that a bidder submitted materially false or incomplete information in its Contractor Responsibility Form or otherwise in obtaining the award.

12. After a contract is awarded, the Contractor has a continuing obligation to update and correct the information provided in response to the Contractor Responsibility Form. Any information so obtained shall be included in the agency's contract records, and shall be taken into account in the management and administration of the contract.

13. The agency shall update the relevant MTA and agency databases with required and other information about the Contractor's performance.

14. These guidelines are intended for the guidance of officers and employees of the MTA and MTA subsidiaries and affiliates. Nothing contained herein is intended or shall be construed to confer upon any person, firm or corporation any right, remedy, claim or benefit under, or by reason of, any requirement or provision hereof.

15. Except to the extent an agency is granted discretion under these guidelines, nothing contained in these guidelines shall be deemed to alter, affect the validity of, modify the terms of or impair any contract or agreement made or entered into in violation of, or without compliance with, the provisions of these guidelines.

16. With respect to contracts in excess of \$1 million, these guidelines shall be applied to significant subcontractors known at the time of contract award, to the extent required by statute or applicable regulation. Where applicable federal, state or local laws, ordinances, codes, rules or regulations contain requirements which are in conflict with or impose greater obligations upon the agency than these guidelines, such requirements shall take precedence.

**METROPOLITAN TRANSPORTATION AUTHORITY  
CONTRACTOR RESPONSIBILITY FORM  
INSTRUCTIONS<sup>1</sup>**

1. Who should complete and sign the Contractor Responsibility Form? This form must be completed for all contracts of \$250,000 or greater. In addition, contractors and known subcontractors in contracts involving "Special Circumstances" must complete this form. "Special Circumstances" are defined herein as contracts or subcontracts in excess of \$100,000 in the following areas: painting; scrap; hazardous materials; concrete; lead; asbestos; inspection and testing; security-related projects; carting; and textiles and garments; or such area the Authority may designate from time to time. In addition, all known subcontractors having subcontracts in excess of \$1 million must complete this form. The person who completes the Contractor Responsibility Form on behalf of the submitting contractor or subcontractor must provide his/her title, telephone/fax number and e-mail address in Part II of the questionnaire. The person who signs the questionnaire on behalf of the submitting contractor or subcontractor should be either Chief Executive, Executive Director, Chief Administrator, President, Vice President, Treasurer, Secretary, Chair of the Board of Directors, or the principal owner or officer responsible for administering the submitting contractor's contract.
2. Who should complete and sign an Affidavit of No Change? If the Contractor has previously submitted a Contractor Responsibility Form within one year prior to the present date and there have been no material changes in the information specified on that form, two original signed, notarized Affidavits of No Change must be executed for the submitting Contractor. It is required that one of the principal owners/officers whose title is listed in Paragraph 1 above execute the Affidavit of No Change on behalf of the submitting contractor.
3. For purposes of this questionnaire, the terms "Contractor," "bidder," and "bidder/proposer" refer to both a bidder/proposer and to the firm to be awarded the contract, as well as Contractors seeking subcontracts for \$1 million and more, or Contractors seeking contracts or subcontracts in special circumstances of \$100,000 or more. All of the questions refer to the firm awarded the contract, with the exception of the questions in Parts III.C. and IV, which include separate instructions.

<sup>1</sup> **PERSONAL PRIVACY PROTECTION LAW NOTIFICATION**

The information the Contractor is providing on this application, including information about Key People, is requested pursuant to the New York State Public Authorities Law for the purposes of determining the Applicant Firm's responsibility for a contract award. Failure to provide the specified information and authorization requested may, in the sole discretion of the MTA, prevent your firm's award of a contract by the MTA and/or its agencies. The information will be kept in a file maintained by MTA and its agencies or other files maintained under the authority of MTA and its agencies. Information which, because of any name, number, symbol, mark or other identifier, can be used to identify a person, shall be received, maintained and used by the MTA and its agencies solely for the above-stated purposes and will be protected from public disclosure to the fullest extent permitted by law.

4. For all questions, matters on appeal must be disclosed.
5. Unless otherwise noted, all questions relate to the previous ten (10) years.
6. All questions on this questionnaire must be answered; do not leave blanks. Where appropriate, state "None" or "Not Applicable" (N/A).
7. If additional space is required to fully respond to any question, please add sheets to this questionnaire and reference the question/answer appropriately.
8. This form includes:
  - a. Contractor representations and obligations (Part III) which (a) apply to Contractor's bid/proposal; and (b) are deemed incorporated into the contract between the Contractor and Authority if the contract is awarded to Contractor. If any representation is not accurate and complete at the time Contractor signs this form, Contractor must, as part of its bid, identify the provision and explain the reason in detail on a separate sheet, as provided in Part III; and
  - b. Questions which Contractor must answer as part of its bid/proposal (Parts III.C., IV, and V).
9. If during the performance of this Contract, either of the following occurs, Contractor shall promptly give notice in writing of the situation to the Authority's Chief Procurement Officer, and thereafter cooperate with the Authority's review and investigation of such information.
  - a. Contractor has reason to believe that any representation or answer to any question contained in this Contractor Responsibility Form was not accurate or complete at the time Contractor Responsibility Form was signed; or
  - b. Events occur or circumstances change so that an answer to any question on this Form is no longer accurate or complete.
10. In the Authority's sole discretion, the following shall constitute grounds for the Authority to take remedial action up to and including immediate termination of the Contract for convenience without payment for profit and overhead for work not performed if:
  - a. Contractor fails to notify the Chief Procurement Officer as required by "9" above;
  - b. Contractor fails to cooperate with the Authority's request for additional information as required by "9" above;

- c. Contractor, a Contractor director, officer, principal, managerial employee, or owner of a 10% or more interest in Contractor, is convicted of a crime involving a public contract; or
  - d. Significant concerns about the Contractor's integrity are raised based upon an evaluation of the events underlying any other determination, indictment, conviction, or other allegation that Contractor or a Contractor director, officer, principal, managerial employee, or owner of a 10% or more interest in Contractor, or has been involved in any felony or a misdemeanor related to truthfulness and/or business conduct in the past ten (10) years.
11. The Authority reserves the right to inquire further with respect to Contractor's responses; and Contractor consents to such further inquiry and agrees to furnish all relevant documents and information as requested by the Authority. Any response to this document prior or subsequent to Contractor's bid or proposal which is or may be construed as unfavorable to Contractor will not necessarily automatically result in a negative finding on the question of Contractor's responsibility or a decision to terminate the Contract if it is awarded to Contractor.
12. Definitions:
- a. Affiliate: An entity in which the parent of the submitting contractor owns more than fifty (50) % of the voting stock and/or an entity in which a group of principal owners or officers that owns more than fifty (50) % of the submitting contractor also owns more than fifty (50) % of the voting stock.
  - b. Authority: refers to the MTA and/or MTA subsidiary or affiliate to which the Contractor is submitting its bid or proposal and/or which is awarding the contract sought.
  - c. Control: The submitting contractor is controlled by another entity when: (1) the other entity holds ten (10) % or more of the voting stock of the submitting contractor; or (2) the other entity directs or has the right to direct daily operations. The submitting contractor controls another entity when: (1) it holds ten (10) % or more of the voting stock of the other entity; or (2) it directs or has the right to direct daily operations.
  - d. Government agency(ies): include city, state, federal public agencies, quasi-public agencies, authorities and corporations, public development corporations, public benefit corporations and local development corporations.
  - e. Integrity Monitor: includes an Independent Private Sector Inspector General ("IPSIG"), or any independent private sector firm with legal, audit, investigative and loss prevention skills, employed by an organization or government entity, either voluntarily or by compulsory process, to monitor an entity's business activities to ensure compliance with relevant laws and

regulations, as well as to uncover and report unethical or illegal conduct within and against the entity.

- f. Joint Venture: a business undertaking by two or more persons, corporations or other legal entities engaged in a single defined project. The necessary elements are: (1) an express or implied agreement; (2) a common purpose the group intends to carry out; and (3) shared profits and losses.
- g. Managerial employees or managerial capacity: Employees in a supervisory capacity who, either by virtue of their title or their duties, operate with discretion over solicitation, letting, or management of contracts with public agencies.
- h. Metropolitan Transportation Authority ("MTA") subsidiary or affiliate includes: New York City Transit Authority ("NYCT"), Manhattan and Bronx Surface Transit Operating Authority ("MaBSTOA"), Staten Island Rapid Transit Operating Authority ("SIRTOA"), Triborough Bridge and Tunnel Authority ("TBTA"), Metro-North Commuter Railroad Company ("MNCR"), Long Island Rail Road ("LIRR"), Metropolitan Suburban Bus Authority ("MSBA"), MTA Bus Company ("MTA BC"), MTA Capital Construction ("MTACC") and First Mutual Transportation Assurance Company ("FMTAC").
- i. Officer: Any individual who serves as or performs the functions of chief executive officer, chief financial officer, or chief operating officer of the submitting contractor, without regard to such individual's title, president, vice president, secretary, treasurer, board chairperson, trustee (individual or entity who administers a trust) or their equivalents.
- j. Parent: Any entity including, but not limited to any individual, partnership, joint venture or corporation which owns (50) % or more of the voting stock of another entity.
- k. Principal Owner: An individual, partnership, joint venture or corporation that holds a ten (10) % or greater ownership interest in a submitting contractor or subcontractor.
- l. Share: To have space, staff, equipment, expenses, or use such items, in common with one or more other entities.
- m. Significant Adverse Information: includes but is not limited to an unsatisfactory final performance evaluation on a contract with any MTA agency within the immediate prior three (3) years, an uncured interim unsatisfactory rating on a contract with any MTA agency, or an answer of "yes" to any question in Part IV herein.
- n. Subcontract: An agreement between an individual or entity that is a party to a contract and another individual or entity which is for the provision of goods, services or construction pursuant to that contract, and has a value that when

aggregated with the values of all other such agreements with the same individual or entity and subcontractor during the immediately preceding twelve (12) month period is valued at one million dollars (\$1,000,000) or more, and in special circumstances involving agreements of \$100,000 or more.

- o. Submitting Contractor: The entity submitting the Contractor Responsibility Form.
- p. Subsidiary: An entity in which the majority of the voting stock is owned by a parent.

**PART I. IDENTITY OF CONTRACTOR:**

- A. Contractor's full legal name: \_\_\_\_\_
- B. Tax ID Number ("TIN"), Employer Identification Number ("EIN") and Social Security Number ("SSN"), as applicable: \_\_\_\_\_
- C. Contractor's form of legal entity (corporation, joint venture, sole proprietorship, etc.): \_\_\_\_\_

If the Contractor is a Joint Venture, or Partnership, please list all partner firms and/or parties to the Joint Venture below. All partners and/or parties listed are also required to individually complete a separate Contractor Responsibility Form.

- (1) Partner/Party name: \_\_\_\_\_  
TIN, EIN, or SSN: \_\_\_\_\_;  
Percentage of Ownership: \_\_\_\_\_
- (2) Partner/Party Name: \_\_\_\_\_  
TIN, EIN or SSN: \_\_\_\_\_  
Percentage of ownership: \_\_\_\_\_

- D. State or country under whose laws Contractor is organized and year organized: \_\_\_\_\_
- E. Does the Contractor now use or, in the past ten (10) years has it used, TIN, EIN, doing business as or "DBA", name, trade name or abbreviation other than the Contractor's name or TIN, or EIN number listed in Part I.B. above?  
\_\_\_\_\_
- F. Contractor's mailing address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
- G. Contractor's street address (complete only if different than "F"): \_\_\_\_\_

H. Has contractor changed its address in the past five (5) years and, if so, what was the firm's prior address(es)? \_\_\_\_\_

I. Contractor's telephone number: \_\_\_\_\_ Fax number: \_\_\_\_\_

Email address: \_\_\_\_\_

**PART II. IDENTITY OF PERSON COMPLETING THIS QUESTIONNAIRE:**

A. Name: \_\_\_\_\_

B. Employer/Title: \_\_\_\_\_

C. Telephone number: \_\_\_\_\_ Fax number: \_\_\_\_\_

D. Email address: \_\_\_\_\_ Mobile number: \_\_\_\_\_

**PART III. CONTRACTOR REPRESENTATIONS:** If for any reason a representation on this questionnaire is not accurate and complete as of the time Contractor signs this form, Contractor must identify the provision and explain the reason in detail on a separate sheet. Absent such an explanation, Contractor represents that the following statements are complete and accurate:

Please check this box if a separate sheet is attached: ☐

**A. Statement of non-collusion as required by Section 2878 of the Public Authorities Law:**

(1) By submission of this bid, each bidder and each person signing on behalf of any bidder certifies, and in the case of a joint bid each party thereto certifies as to its own organization, under penalty of perjury, that to the best of his knowledge and belief:

- a. The prices in this bid have been arrived at independently without collusion, consultation, communication, or agreement, for the purpose of restricting competition, as to any matter relating to such prices with any other bidder or with any competitor;
- b. Unless otherwise required by law, the prices which have been quoted in this bid have not been knowingly disclosed by the bidder and will not knowingly be disclosed by the bidder prior to opening, directly or indirectly, to any other bidder or to any competitor; and

- c. No attempt has been made or will be made by the bidder to induce any other person, partnership or corporation to submit or not to submit a bid for the purpose of restricting competition.
- (2) A bid shall not be considered for award nor shall any award be made where (1) (a), (b), and (c) above have not been complied with; provided however, that if in any case the bidder cannot make the foregoing certification, the bidder shall so state and shall furnish with the bid a signed statement which sets forth in detail the reasons therefor. Where (1) (a), (b), and (c) above have not been complied with, the bid shall not be considered for award nor shall any award be made unless the Chief Procurement Officer of the Authority, or designee, determines that such disclosure was not made for the purpose of restricting competition.

The fact that a bidder (a) has published price lists, rates, or tariffs covering items being procured, (b) has informed prospective customers of proposed or pending publication of new or revised price lists for such items, or (c) has sold the same items to other customers at the same prices being bid, does not constitute, without more, a disclosure within the meaning of paragraph 1(a) herein.

B. Statement of no-conflict of interest:

- (1) No appointed or elected official, member or other officer or employee of the City or State of New York, or of the Metropolitan Transportation Authority ("MTA"), or MTA's affiliates and subsidiaries: i) is interested, directly or indirectly, in any manner whatsoever in or in the performance of the Contract or in the supplies, work, or business to which it relates or in any portion of the profits thereof; or ii) has been or will be offered or given any tangible or intangible consideration in connection with this bid/proposal/Contract.
- (2) Contractor covenants that neither Contractor nor, to the best of Contractor's knowledge after diligent inquiry, any director, officer, owner or employee of Contractor or any person or entity with a 10% or more interest in Contractor has any interest nor shall they acquire any interest, directly or indirectly, which would conflict in any manner or degree with the faithful performance of the Contract hereunder.
- (3) In the event Contractor has no prior knowledge of a conflict of interest as set forth in "1" and "2" above and hereafter acquires information which indicates that there may be an actual or apparent violation of any of the above, Contractor shall promptly bring such information to the attention of the Authority's Chief Procurement Officer. Contractor shall thereafter cooperate with the Authority's review and investigation of such information, and comply with any instructions it receives from the Chief Procurement Officer in regard to remedying the situation.



- C. The following questions apply to any bid, proposal, or contract between Contractor and the City or State of New York, any other state, any public authority or other public entity, the United States government, the MTA, and MTA affiliates and subsidiaries. (If the answer to any question is "YES," Contractor must provide all relevant information on a separate sheet annexed hereto). Please check this box if a separate sheet is attached: ☐

The following questions apply to: i) Contractor, Contractor's parent, subsidiaries and affiliates of Contractor (if any); ii) any joint venture (including its individual members) and any other form of partnership (including its individual members) which includes Contractor or Contractor's parent, subsidiaries, or affiliates of Contractor, iii) Contractor's directors, officers, principals, managerial employees, and any person or entity with a 10% or more interest in Contractor; iv) any legal entity controlled, or 10% or more of which is owned, by Contractor, or by any director, officer, principal, managerial employee of Contractor, or by any person or entity with a 10% or more interest in Contractor.

(1) Within the past five (5) years, has Contractor been declared not responsible?	NO <input type="checkbox"/> YES <input type="checkbox"/>
(2) Has Contractor been debarred, suspended, or otherwise disqualified from bidding, proposing, or contracting?	NO <input type="checkbox"/> YES <input type="checkbox"/>
(3) Is there a proceeding pending relating to Contractor's responsibility, debarment, suspension, or qualification to receive a public contract?	NO <input type="checkbox"/> YES <input type="checkbox"/>
(4) Within the past five (5) years, has Contractor defaulted on a contract or been terminated for cause?	NO <input type="checkbox"/> YES <input type="checkbox"/>
(5) Has a government agency or other public entity requested or required enforcement of any of its rights under a surety agreement on the basis of the Contractor's default or in lieu of declaring Contractor in default?	NO <input type="checkbox"/> YES <input type="checkbox"/>
(6) <u>Within the past five (5) years, has the Contractor been required to engage the services of an Integrity Monitor in connection with the award of or in order to complete, any public or private contract?</u>	NO <input type="checkbox"/> YES <input type="checkbox"/>

<p>(7) <u>Within the past five (5) years, have Contractor's safety practices/procedures been evaluated and ruled as less than satisfactory by the City or State of New York, any other state, any public authority or any public entity, the United States government, the MTA, MTA affiliates or subsidiaries?</u></p>	<p>NO <input type="checkbox"/> YES <input type="checkbox"/></p>
<p>(8) <u>Has Contractor's Workers Compensation Experience Rating been 1.2 or greater at any time in the last five (5) years? If "yes", please explain.</u></p>	<p>NO <input type="checkbox"/> YES <input type="checkbox"/></p>

D. Consent to the jurisdiction of New York courts and to service of process:

- (1) If Contractor is not organized under the laws of the State of New York, Contractor consents to the jurisdiction of the Courts of the State of New York and to the jurisdiction of any federal court located within the City of New York, with respect to any matter pertaining to Contractor's bid/proposal and, if the Contract is awarded to Contractor, to the Contract.
- (2) Contractor agrees that service of process in any judicial or administrative action may be made upon it by certified mail, return receipt requested, sent to the mailing address for Contractor specified above.
- (3) Contractor agrees that any judicial or administrative action or proceeding commenced by Contractor against the Authority shall only be commenced in a state or federal court or agency located within the City of New York.

**PART IV. QUESTIONS WHICH MUST BE ANSWERED BY "YES" or "NO":** (In the event of a "YES," Contractor must provide all relevant information on a separate sheet annexed hereto, and the Authority reserves the right to inquire further with respect thereto.)

To the best of your knowledge after diligent inquiry, in connection with the business of Contractor or any other firm which is related to Contractor by any degree of common ownership, control, or otherwise, do any of the following statements apply to: i) Contractor, Contractor's parent, subsidiaries and affiliates of Contractor (if any); ii) any joint venture (including its individual members) and any other form of partnership (including its individual members) which includes Contractor or Contractor's parent, subsidiaries, or affiliates of Contractor; iii) Contractor's directors, officers, principals, managerial employees, and any person or entity with a 10% or more interest in Contractor; iv) any legal entity controlled, or 10% or more of which is owned, by Contractor, or by any director, officer, principal, managerial employee of Contractor, or by any person or entity with a 10% or more interest in Contractor.

<p>A. Within the past ten (10) years, has been convicted of or pleaded nolo contendere to (1) any felony or (2) a misdemeanor related to truthfulness in connection with business conduct.</p>	<p>NO <input type="checkbox"/> YES <input type="checkbox"/></p>
<p>B. Has pending before any state or federal grand jury or court an indictment or information of the commission of a crime which has not been favorably terminated.</p>	<p>NO <input type="checkbox"/> YES <input type="checkbox"/></p>
<p>C. Is the subject of a pending investigation by any grand jury, commission, committee or other entity or agency or authority of any local, state, or the federal government in connection with the commission or alleged commission of a crime.</p>	<p>NO <input type="checkbox"/> YES <input type="checkbox"/></p>
<p>D. Is currently disqualified from selling or submitting bids/proposals to or receiving awards from or entering into any contract with any federal, state or local government agency, any public authority or any other public entity.</p>	<p>NO <input type="checkbox"/> YES <input type="checkbox"/></p>
<p>E. Within the past five (5) years, has refused to testify or to answer any question concerning a bid or contract with any federal, state, or local government agency, any public authority or any other public entity when called before a grand jury or other committee, agency or forum which is empowered to compel the attendance of witnesses and examine them under oath, upon being advised that neither the person's statement nor any information or evidence derived from such statement will be used against that person in any subsequent criminal proceeding.</p>	<p>NO <input type="checkbox"/> YES <input type="checkbox"/></p>
<p>F. Is currently disqualified from selling or submitting a bid to, or receiving an award from, or entering into any contract with any public entity or public authority within the State of New York because, within the past five (5) years, such entity or person refused to testify or to answer any relevant question concerning a transaction or contract with the State of New York, any political subdivision of the State of New York, or a public authority or a public department, agency or official of the State of New York or of a political subdivision of the State of New York, when called before a grand jury or other state or local department, commission or agency which is empowered to compel the attendance of witnesses and examine them</p>	<p>NO <input type="checkbox"/> YES <input type="checkbox"/></p>

<p>under oath, upon being advised that neither that person's statement nor any information or evidence derived from such statement will be used against that person in any subsequent criminal proceeding.</p>	
<p>G. <u>Has within a ten (10) year period preceding this Bid/Proposal been convicted of or had a civil judgment rendered against it for or in relation to: (i) commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; (ii) collusion with another person or entity in connection with the submission of bid/proposals; (iii) violation of federal or state antitrust statutes or False Claims Acts; or (iv) commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statement(s) or receiving stolen property.</u></p>	<p>NO <input type="checkbox"/> YES <input type="checkbox"/></p>
<p><b>PART V. ADDITIONAL QUESTIONS:</b> In the event of a "Yes", Contractor must provide all relevant information on a separate sheet annexed hereto, and the Authority reserves the right to inquire further with respect thereto.</p> <p>A. List the name, title, and home and business address of each person or legal entity which has a 10% or more ownership or control interest in Contractor:</p> <p>Name: _____</p> <p>Title: _____</p> <p>Home address: _____</p> <p>Business address: _____</p>	
<p>B. List the name, title, and home and business address of each director and principal officer of Contractor:</p> <p>Name: _____</p> <p>Title: _____</p> <p>Home address: _____</p> <p>Business address: _____</p>	
<p>C. <u>In the past ten (10) years, has Contractor entered into a consent decree, deferred prosecution agreement, or a non-prosecution agreement?</u></p>	<p>NO <input type="checkbox"/> YES <input type="checkbox"/></p>

D. In the past three (3) years, has Contractor been a subcontractor on any contract with the Authority?	NO <input type="checkbox"/> YES <input type="checkbox"/>
E. In the past seven (7) years, have any bankruptcy proceedings been initiated by or against the Contractor (whether or not closed) or is any bankruptcy proceeding pending by or against the Contractor regardless of the date of filing?	NO <input type="checkbox"/> YES <input type="checkbox"/>
F. In the past five (5) years, have there been any judgments, injunctions, or liens of \$100,000 or more, including but not limited to, judgments based on taxes owed, fines and penalties assessed by a government agency against Contractor at any time?	NO <input type="checkbox"/> YES <input type="checkbox"/>
G. Are there any judgments, injunctions, or liens for \$100,000 or more each against Contractor that remain open, unsatisfied or in effect today?	NO <input type="checkbox"/> YES <input type="checkbox"/>
H. During the past five (5) years, has the Contractor failed to file any applicable federal, state or local tax return?	NO <input type="checkbox"/> YES <input type="checkbox"/>
I. Does the Contractor own or rent office space? Please provide details.	NO <input type="checkbox"/> YES <input type="checkbox"/>
J. Does any principal owner or officer of the Contractor, or any member of his/her immediate family, have an ownership interest in any entity that holds the title or lease to any real property used by the Contractor?	NO <input type="checkbox"/> YES <input type="checkbox"/>
K. Does Contractor share office space, staff, equipment, or expenses with any other entities? If "YES", please provide details.	NO <input type="checkbox"/> YES <input type="checkbox"/>
L. Contractor is required to provide a list of contracts as requested in (1) and (2) below. For each of the contracts listed in (1) and (2) below, Contractor shall provide a brief description of the work performed, the contract number, the dollar amount at award and at completion, date completed, and the name and telephone	

number of the owner's representative:

- (1) List all contracts completed during the last three (3) years. If more than three (3) contracts have been completed in the past three (3) years, list the last three (3) contracts completed.

a. Brief description of work performed: \_\_\_\_\_

Contract number: \_\_\_\_\_

Dollar amount of award: \_\_\_\_\_

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

Name/Telephone number of company and owner's representative: \_\_\_\_\_

Dollar amount at completion: \_\_\_\_\_

b. Brief description of work performed: \_\_\_\_\_

Contract number: \_\_\_\_\_

Dollar amount of award: \_\_\_\_\_

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

Name/Telephone number of company and owner's representative: \_\_\_\_\_

Dollar amount at completion: \_\_\_\_\_

c. Brief description of work performed: \_\_\_\_\_

Contract number: \_\_\_\_\_

Dollar amount of award: \_\_\_\_\_

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

Name/Telephone number of company and owner's representative: \_\_\_\_\_

Dollar amount at completion: \_\_\_\_\_

- (2) List each contract completed by Contractor during the last three (3) years for which liquidated damages or penalty provisions were assessed against Contractor for failure to complete the work on time or for any other reason. Contractor is required to provide an explanation of the circumstances for each contract.

a. Brief description of work performed: \_\_\_\_\_

Contract number: \_\_\_\_\_  
Dollar amount of award: \_\_\_\_\_  
Date completed: \_\_\_\_\_  
Name/Telephone number of company and owner's representative: \_\_\_\_\_  
Dollar amount at completion: \_\_\_\_\_

b. Brief description of work performed: \_\_\_\_\_

Contract number: \_\_\_\_\_  
Dollar amount of award: \_\_\_\_\_  
Date completed: \_\_\_\_\_  
Name/Telephone number of company and owner's representative: \_\_\_\_\_  
Dollar amount at completion: \_\_\_\_\_

c. Brief description of work performed: \_\_\_\_\_

Contract number: \_\_\_\_\_  
Dollar amount of award: \_\_\_\_\_  
Date completed: \_\_\_\_\_  
Name/Telephone number of company and owner's representative: \_\_\_\_\_  
Dollar amount at completion: \_\_\_\_\_

If none of the above situations occurred during the last three (3) years, state "NONE" here: \_\_\_\_\_

M. Furnish the following information for each contract for which, during the last three (3) years, the Contractor was:

- (1) Terminated for default; or
- (2) Sued to compel performance; or
- (3) Sued to recover damages, including, without limitation, upon an alleged breach of contract, misfeasance, error or omission or other alleged failure on Contractor's part to perform as required by the contract; or
- (4) Called upon a surety to perform the work; or
- (5) Required to engage the services of an Integrity Monitor in connection with the award of or in order to complete, any public or private contract; or
- (6) Required to draw on a letter of credit in lieu of a performance bond.

a. Brief description of work performed: \_\_\_\_\_

Contract number: \_\_\_\_\_

Dollar amount of award: \_\_\_\_\_

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

Name/Telephone number of owner's representative: \_\_\_\_\_

If none of the above situations occurred during the last three (3) years, state "NONE" here:

\_\_\_\_\_

N. List all Contractor employees: (Attach additional sheets as needed)

(1) Who are currently employees of MTA or any MTA subsidiary or affiliate:

Name: \_\_\_\_\_

Currently employed by: (check as appropriate)

MTA ☐ NYCT ☐ MaBSTOA ☐ SIRTOA ☐ MNCR ☐  
LIRR ☐ MSBA ☐ TBTA ☐ MTACC ☐ MTA BC ☐

Name: \_\_\_\_\_

Currently employed by:

MTA ☐ NYCT ☐ MaBSTOA ☐ SIRTOA ☐ MNCR ☐  
LIRR ☐ MSBA ☐ TBTA ☐ MTACC ☐ MTA BC ☐

Name: \_\_\_\_\_

Currently employed by:

MTA ☐ NYCT ☐ MaBSTOA ☐ SIRTOA ☐ MNCR ☐  
LIRR ☐ MSBA ☐ TBTA ☐ MTACC ☐ MTA BC ☐



- (2) Who within the past two (2) years have been MTA or any MTA subsidiary or affiliate employees who were involved on behalf of Contractor with the preparation of this bid/proposal or would be involved in the performance of the contract if it is awarded to Contractor.

Name: \_\_\_\_\_

Currently employed by: \_\_\_\_\_

MTA ☐ NYCT ☐ MaBSTOA ☐ SIRTOA ☐ MNCR ☐  
LIRR ☐ MSBA ☐ TBTA ☐ MTACC ☐ MTA BC ☐

Name: \_\_\_\_\_

Currently employed by: \_\_\_\_\_

MTA ☐ NYCT ☐ MaBSTOA ☐ SIRTOA ☐ MNCR ☐  
LIRR ☐ MSBA ☐ TBTA ☐ MTACC ☐ MTA BC ☐

- O. Provide certified financial statements for Contractor's last three (3) fiscal years. If Contractor does not have certified financial statements, provide financial statements sworn to by Contractor's chief financial officer. If Contractor is unable to provide any such statements, provide other information which will enable the Authority to evaluate and determine whether Contractor has sufficient financial resources to enable Contractor to perform the Contract.

P. Does Contractor have a subsidiary or affiliate?	NO <input type="checkbox"/> YES <input type="checkbox"/>
Q. Is Contractor a subsidiary of another entity?	NO <input type="checkbox"/> YES <input type="checkbox"/>
R. Within the past five (5) years or currently, does Contractor, any director, officer, principal, managerial employee of Contractor, or any person or entity with a 10% or more interest in Contractor have an interest of 10% or more in any other firm or legal entity?	NO <input type="checkbox"/> YES <input type="checkbox"/>
S. If the answer to P, Q or R is "YES," would Contractor's answers pertaining to Part V Questions A through M above	NO <input type="checkbox"/> YES <input type="checkbox"/>

<p>be the same for each such parent, subsidiary, affiliate, firm or legal entity? If not, please provide a full explanation on a separate sheet of paper.</p>	
<p>T. Describe the resources, including but not limited to, staffing, facilities, equipment, and tools that Contractor will commit to the performance of this contract. If this information is provided elsewhere in Contractor's bid/proposal, please enter below the reference to that section in Contractor's submission that responds to this question.</p> <p>See Section: _____</p>	

Contractor must sign here: \_\_\_\_\_

Authorized Signature

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

**METROPOLITAN TRANSPORTATION AUTHORITY  
CONTRACTOR RESPONSIBILITY FORM**

**AFFIDAVIT AND ACKNOWLEDGEMENT**

(Complete and submit this Affidavit and Acknowledgement Form unless  
the Affidavit of No Change applies.)

STATE OF \_\_\_\_\_ )  
 ) SS:  
COUNTY OF \_\_\_\_\_ )

On the \_\_\_\_ day of \_\_\_\_\_, 201\_, before me personally came and appeared  
\_\_\_\_\_ by me known to be said person, who swore under oath as  
follows:

1. I am \_\_\_\_\_ of \_\_\_\_\_.  
(Print name and title) (Print name of firm)
2. I am duly authorized to sign this questionnaire on behalf of said firm and duly  
signed this document pursuant to said authorization.
3. The answers to the questions set forth in the Metropolitan Transportation  
Authority Contractor Responsibility Form and, except as set forth in the stated  
exceptions in Part III, the representations set forth in this questionnaire, are true,  
accurate and complete. I authorize the MTA to verify any such information and  
to conduct any background checks it deems appropriate.
4. I acknowledge and understand that the questionnaire includes provisions which  
are deemed included in the contract if awarded to the firm.

\_\_\_\_\_  
Signature

Sworn to and subscribed to before me  
this \_\_\_\_ day of \_\_\_\_\_, 201\_.

\_\_\_\_\_  
Notary Public \_\_\_\_\_ County  
My commission expires: \_\_\_\_\_

**METROPOLITAN TRANSPORTATION AUTHORITY  
CONTRACTOR RESPONSIBILITY FORM**

**AFFIDAVIT OF NO CHANGE AND ACKNOWLEDGEMENT**

STATE OF \_\_\_\_\_ )  
 ) SS:  
COUNTY OF \_\_\_\_\_ )

On the \_\_\_\_ day of \_\_\_\_\_, 201\_\_, before me personally came and appeared \_\_\_\_\_ by me known to be said person, who swore under oath as follows:

1. I am \_\_\_\_\_ of \_\_\_\_\_.  
(Print name and title) (Print name of firm)
2. I am duly authorized to sign this Affidavit of No Change on behalf of said firm and duly signed this document pursuant to said authorization.
3. The Contractor previously submitted a Metropolitan Transportation Authority Contractor Responsibility Form within one (1) year prior to the date hereof to the Metropolitan Transportation Authority or an MTA subsidiary or affiliate.
4. Attached is an accurate and true copy of such previously submitted MTA Contractor Responsibility Form.
5. I hereby certify that there has been no material change in the information specified on such attached Contractor Responsibility Form except as follows:  
\_\_\_\_\_  
\_\_\_\_\_
6. I acknowledge and understand that the previously submitted MTA Contractor Responsibility Form includes provisions which are deemed included in the contract if awarded to the firm.

\_\_\_\_\_  
Signature

Sworn to and subscribed to before me  
this \_\_\_\_ day of \_\_\_\_\_, 201\_\_  
\_\_\_\_\_

Notary Public \_\_\_\_\_ County  
My commission expires: \_\_\_\_\_