



Metropolitan Transportation Authority

# May 2011

## MTA Board Action Items



**MEETING AGENDA**  
**METROPOLITAN TRANSPORTATION AUTHORITY BOARD**  
**May 25, 2011 9:30 a.m.**

347 Madison Avenue  
Fifth Floor Board Room  
New York, NY

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**AGENDA ITEMS**

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Date of next MTA Board meeting: Wednesday, June 29, 2011 at 9:30 a.m.

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

**Wednesday, April 27, 2011  
9:30 a.m.**

**The following members were present:**

**Hon. Jay H. Walder, Chairman & CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. John H. Banks, III  
Hon. James F. Blair  
Hon. Allen P. Cappelli  
Hon. Donald Cecil  
Hon. Doreen M. Frasca  
Hon. Jeffrey A. Kay  
Hon. Mark D. Lebow  
Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Mark Page  
Hon. Mitchell H. Pally  
Hon. James L. Sedore, Jr.  
Hon. Nancy Shevell  
Hon. Vincent Tessitore, Jr.**

**The following members were absent:**

**Hon. Robert C. Bickford  
Hon. Patrick J. Foye  
Hon. Carl V. Wortendyke**

Diana Jones Ritter, MTA Managing Director, James B. Henly, MTA General Counsel, Board Member Andrew Albert, 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 Rail Road, James Ferrara, President of TBTA, Darryl Irick, President, MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Hilary Ring, Director, MTA Government 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 items on the agenda. Refer to the video recording of the April 27, 2011 meeting for the contents of these speakers' statements.

John Mitchnel, private citizen  
Ionia Elmsly, private citizen  
Edith Allison, private citizen  
Jason Chinfat. Staphangers Campaign  
Ryan Lynch, Tri-State Transportation Campaign  
Patricia Bowden, President, TWU, Local 252  
Charlene Obernower, Jobs for Justice  
William Henderson, PCAC

2. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of regular Board meeting held on March 23, 2011.

3. **CHAIRMAN'S REMARKS.**

Chairman Walder summarized developments during the past month relating to MTA LI Bus. The Chairman noted that a public hearing was held in March concerning proposed reductions in service and the possible termination of the Operating Agreement between Nassau County and LI Bus, at which the Board heard how important it is to maintain bus service in Nassau County. Chairman Walder said that throughout the process the MTA has worked hard to find a compromise that works for LI Bus riders, and thanked the State Senate for providing funding which would allow for continued LI Bus operations through the end of the year without implementing service reductions. Chairman Walder further noted that Nassau County had informed MTA that it is proceeding with privatizing County bus services at the end of the year, and given the County's decision to move to a private operator, it is important that MTA work to facilitate an orderly transition. The Chairman noted that the Board had before it a resolution that will begin LI Bus' transition process and provide MTA and LI Bus the time needed to work internally and with the County to prepare for the transition, as MTA and LI Bus continues providing services through the end of the year. Chairman Walder further stated that the agency should be proud of the service LI Bus has provided to Nassau County under the MTA's leadership, and the MTA will continue to work with its customers throughout the transition.



4. **COMMITTEE ON FINANCE.**

- A. **Action Items.** Upon motion duly made and seconded, the Board approved the following action items, described in further detail in the attached staff summaries.
1. **MTA LI Bus Operations.** Following discussion by members of the Board, approved a resolution authorizing MTA LI Bus to facilitate Nassau County's transition to a private operator and authorizing the termination of the existing Lease and Operating Agreement between the County of Nassau and MTA LI Bus effective December 31, 2011.
  2. **2010 Annual Investment Report.** Approved the 2010 Annual Investment Report.
- 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/or documentation.
1. **Alyson Shotz – AFT Project – No. 11067-0100.** Approved a competitive contract with Alyson Shotz to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials at the 9<sup>th</sup> Street Subway Station-NCTA.
  2. **Best Technology Systems, Inc. – Cleaning Services – NO. 10085-0100.** Approved a competitive contract to perform environmental cleanup of two self-contained mobile firearms training facilities located at Hastings-on-Hudson and Garden City for the MTA Police Department.
- 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. Board member John Banks recused himself from the vote on item # 3 below.

**Metropolitan Transportation Authority**

1. License agreement with Brooklyn Bridge Park Corporation for the use of property at Brooklyn Bridge Park, Brooklyn, N.Y.
2. Lease agreement with Eli Zabar Bread LLC d/b/a Eli's Bread for the operation of a locally-based bakery selling high-quality tenant-produced artisan bread, fine pastries and other bakery products at Retail Spaces MKT-15 and MKT-16 and Storage Spaces BS-1,2,3, and 4, Grand Central Terminal, N.Y.
3. License agreement with Gaelic Athletic Association of Greater New York for the operation of Gaelic Park field house consisting of a tavern, banquet hall and gift shop located at 201 West 240<sup>th</sup> Street (Block 5776, Lot 401), Bronx, NY.

5. **COMMITTEE ON BUS OPERATIONS (LI Bus).** Upon motion duly made and seconded, the Board approved the non-competitive contract with INFOR Global Solutions, Inc. to provide maintenance support services for the Smartstream (GEAC) System. The specifics are set forth in the attached documentation.

6. **ADJOURNMENT.**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:05 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**

**Wednesday, April 27, 2011  
9:30 a.m.**

**The following members were present:**

**Hon. Jay H. Walder, Chairman & CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. John H. Banks, III  
Hon. James F. Blair  
Hon. Allen P. Cappelli  
Hon. Donald Cecil  
Hon. Doreen M. Frasca  
Hon. Jeffrey A. Kay  
Hon. Mark D. Lebow  
Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Mitchell H. Pally  
Hon. Mark Page  
Hon. James L. Sedore, Jr.  
Hon. Nancy Shevell  
Hon. Vincent Tessitore, Jr.**

**The following members were absent:**

**Hon. Robert C. Bickford  
Hon. Patrick J. Foye  
Hon. Carl V. Wortendyke**

Diana Jones Ritter, MTA Managing Director, James B. Henly, MTA General Counsel, Board Member Andrew Albert, 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 Rail Road, James Ferrara, President of TBTA, Darryl Irick, President, MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Hilary Ring, Director, MTA Government Affairs also attended the meeting.



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

**2. PUBLIC COMMENT PERIOD**

No public speakers addressed NYC Transit/MTA Bus issues.

**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 March 23, 2011.

**5. COMMITTEE ON FINANCE**

**Real Estate Action Item(s):**

MTA New York City Transit: Upon motion duly made and seconded, the Board voted to authorize a license agreement with Gaelic Athletic Association for the operation of a concession space adjacent to the 240<sup>th</sup> Street subway yard, Bronx, New York. 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.

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

**Procurements**

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

Competitive Procurements: Upon motion duly made and seconded, the Board approved the competitive procurements requiring a majority vote (Schedules F and H 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.

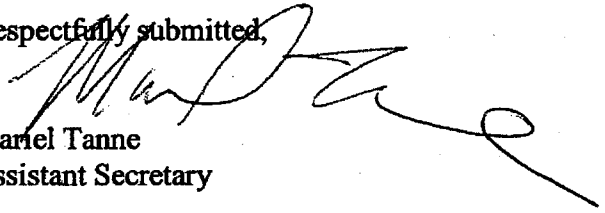
Procurement Ratifications: Upon motion duly made and seconded, the Board approved the ratifications requiring a majority vote (Schedule K in the Agenda). Details of the above items

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.

7. **ADJOURMENT**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:05 a.m.

Respectfully submitted,

  
Mariel Tanne  
Assistant Secretary

Minutes of the Regular Meeting  
Metro-North Commuter Railroad Company  
Wednesday, April 27, 2011  
9:30 a.m.

The following members were present:

Hon. Jay H. Walder, Chairman & CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. John H. Banks, III  
Hon. James F. Blair  
Hon. Allen P. Cappelli  
Hon. Donald Cecil  
Hon. Doreen M. Frasca  
Hon. Jeffrey A. Kay  
Hon. Mark D. Lebow  
Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Mitchell H. Pally  
Hon. Mark Page  
Hon. James L. Sedore, Jr.  
Hon. Nancy Shevell  
Hon. Vincent Tessitore, Jr.

The following members were absent:

Hon. Robert C. Bickford  
Hon. Patrick J. Foye  
Hon. Carl V. Wortendyke

Diana Jones Ritter, MTA Managing Director, James B. Henly, MTA General Counsel, Board Member Andrew Albert, 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 Rail Road, James Ferrara, President of TBTA, Darryl Irick, President, MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Hilary Ring, Director, MTA Government Affairs also attended the meeting.

1. Public Comment:

There were eight public speakers. None of the speakers discussed items specific to Metro-North.

2. Approval of Minutes – Upon motion duly made and seconded, the minutes of the Regular Board Meeting of March 23, 2011 were unanimously approved.

3. Committee on Finance

Chairman's Comments: The Chairman discussed issues related to Long Island Bus. The details of Chairman Walder's comments and the comments of Board Members are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

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

Action Item:

- 2010 Annual Investment Report.

Real Estate Action Items:

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

- Lease agreement with Eli Zabar Bread, LLC d/b/a Eli's Bread ("Eli's") for the retail operation of a locally-based bakery selling high-quality tenant-produced artisan bread, fine pastries and other bakery products that will complement the quality and nature of the Grand Central Market.

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

4. Committee on Metro-North Railroad and Long Island Rail Road Operations:

MTA Metro-North Railroad Procurements:

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

Non-Competitive Purchases and Public Work Contracts

- SAFT America, Inc. – Five-Year purchase agreement of SAFT railcar batteries – MNR and NYCT.

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

Miscellaneous Service Contracts

- InterDynamics Ltd. – Purchase and implementation of fatigue management software – MNR and LIRR.

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

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

- Choice Distribution, Inc. – Multi-agency procurement – Contract award for hardware fastener program.
- American Pipe & Tank Lining Co., Inc. – Design/Build services for the installation of protective coatings for the cold and hot water tanks GCT Hall “A” building.

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

Miscellaneous Service Contracts

- Frontier Industrial Corp. and Sims Metal Management – Removal and disposal of obsolete railcars for Metro-North and subway cars for NYCT.

Miscellaneous Service Contracts

- GE Capital Fleet Services – Contract extension – Multi-agency procurement – Fleet maintenance and management program. AECOM Technical Services Northeast, Inc. – West of Hudson Regional Transit Access Study (WRSTAS) – Phase II.

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

Ratification of Completed Procurement Actions

- Tilcon Connecticut, Inc. – Emergency procurement of ballast for the Danbury Line.

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

5. MTA Bridges and Tunnels Procurements:

The Board voted on MTA Bridges and Tunnels items. Among the items approved is a non-competitive procurement requiring majority vote to award a modification to a miscellaneous procurement contract to Kronos, Inc. to (1) modify and upgrade B&T's Kronos timekeeper system and to install and configure the Kronos Wage and Absence Control modules and (2) for Metro-North's continuation of Kronos' services such as repair/maintenance services, hardware and software products, and professional and consulting services. The details of this item are contained in the minutes of MTA Bridges and Tunnels held this day and the staff summary and report filed with those minutes.

6. Upon motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 10:05 a.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Linda Montanino". The signature is fluid and cursive, with the first name "Linda" and last name "Montanino" clearly distinguishable.

Linda Montanino  
Assistant Secretary

Apr 2011 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, April 27, 2011  
9:30 a.m.**

The following members were present:

Hon. Jay H. Walder, Chairman & CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. John H. Banks, III  
Hon. James F. Blair  
Hon. Allen P. Cappelli  
Hon. Donald Cecil  
Hon. Doreen M. Frasca  
Hon. Jeffrey A. Kay  
Hon. Mark D. Lebow  
Hon. Susan Metzger  
Hon. Charles Moerdler  
Hon. Mitchell H. Pally  
Hon. Mark Page  
Hon. James L. Sedore, Jr.  
Hon. Nancy Shevell  
Hon. Vincent Tessitore, Jr.

The following members were absent:

Hon. Robert C. Bickford  
Hon. Patrick J. Foye  
Hon. Carl V. Wortendyke

Diana Jones Ritter, MTA Managing Director, James B. Henly, MTA General Counsel, Board Member Andrew Albert, 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 Railroad, James Ferrara, President of TBTA, Darryl Irick, President, MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Hilary Ring, Director, MTA Government 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 eight 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 March 23, 2011.

**3. COMMITTEE ON FINANCE**

Upon motion duly made and seconded, the Board approved the MTA 2010 Annual Investment Report and the MTA All-Agency Investment Guidelines.

Refer to the minutes of the Metropolitan Transportation Authority for comments from Chairman Walder and other Board members regarding the action item authorizing the termination of the existing Lease and Operating Agreement between the County of Nassau and MTA LI Bus effective December 31, 2011.

**4. LONG ISLAND COMMITTEE**

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

- Request for approval to award a competitively bid miscellaneous service contract in the not-to-exceed amount of \$27,080 to Amity Vacuum, Inc., for maintenance and repair of various office cleaning and other small equipment for the Transportation Services Department.
- Request to increase funding to Contract 6014 with ARINC, Inc. in the amount of \$1,329,000 to support additional control system work related to the design and furnishing of a supervisory train control system for Harold Interlocking in connection with the East Side Access Project.
- Request for Board approval to award an emergency-related change order to DeFoe Corp. in the not-to-exceed amount of \$9,450,000 to rehabilitate a portion of the retaining wall along the Port Washington Branch in Corona, Queens.

Details of the above items are on file with the records of this meeting.

In addition, included among the items recommended by the Metro-North Committee and approved by the Board were the following:

- Request for approval of a non-competitive miscellaneous service contract with the firm InterDynamics, Ltd. in the not-to-exceed amount of \$110,000 to furnish, install and implement fatigue management software for Metro-North and LIRR.
- Request for approval to award a five-year competitive multi-agency contract with Choice Distribution, Inc. in the estimated amount of \$40,258,495 for the provision and on-going replenishment and overall management of common hardware fasteners.
- Request for approval of a six-month extension of a multi-agency contract with GE Capital Fleet Services in the not-to-exceed amount of \$6,902,500 for repair and coordination services for revenue and non-revenue fleet vehicles.

Details of the above items are on file with the records of this meeting.

**5. BRIDGES AND TUNNELS COMMITTEE**

Included among the items recommended by the Bridges and Tunnels Committee and approved by the Board was a request for approval to award multi-agency public works contracts via the competitive RFP process for miscellaneous construction on an as-needed basis. The five firms selected by LIRR were the following: J-Track, LLC; Lipsky LoDuca JV, LLC; Maracap Construction Industries, Inc.; T. Moriarty & Sons, Inc., and Railroad Construction. The total aggregate not-to-exceed cost for LIRR is \$10,000,000 for a term of three years. Details of this item are on file with the records of this meeting.

**6. ADJOURNMENT**

Upon motion duly made and seconded, the Board unanimously voted to adjourn the meeting. The meeting was adjourned at 10:05 AM.

Respectfully submitted,

A handwritten signature in cursive script, reading "Catherine A. Rinaldi". The signature is written in dark ink and is positioned above a horizontal line.

Catherine A. Rinaldi  
Secretary

**Minutes of the Regular Meeting  
Triborough Bridge and Tunnel Authority  
April 27, 2011**

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

9:30 A.M.

The following members were present:

Hon. Jay H. Walder, Chairman & CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. John H. Banks, III  
Hon. James F. Blair  
Hon. Allen P. Cappelli  
Hon. Donald Cecil  
Hon. Doreen M. Frasca  
Hon. Jeffrey A. Kay  
Hon. Mark D. LeBow  
Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Mitchell H. Pally  
Hon. Mark Page  
Hon. James E. Sedore, Jr.  
Hon. Nancy Shevell  
Hon. Vincent Tessitore, Jr.

Not Present:

Hon. Robert C. Bickford  
Hon. Patrick J. Foye  
Hon. Carl V. Wortendyke

Diana Jones Ritter, MTA Managing Director; James B. Henly, General Counsel, MTA; Board Member Andrew Albert; Board Member Norman Brown; Board Member Ira Greenberg; James Ferrara, President, MTA Bridges and Tunnels; Michael F. Horodniceanu, President MTA Capital Construction Company; Darryl Irick, President MTA Bus Operations; Howard Permut, President, Metro-North Commuter Railroad; Thomas Prendergast, President, New York City

Transit; Helena E. Williams, President, Long Island Rail Road; and Hilary Ring, Director, MTA Government 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 eight public speakers. None of the speakers specifically commented on issues regarding the Triborough Bridge and Tunnel Authority. The subject matter of the public comments is contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

2. **Approval of the Minutes of the Regular Meeting March 23, 2011**

Upon a motion duly made and seconded, the minutes of the Meeting held March 23, 2011 were unanimously approved.

3. **Committee on Finance**

Upon a motion duly made and seconded, the Board re-approved the MTA All Agency Investment Guidelines and the MTA 2010 Annual Investment Report, pursuant to Public Authorities Law Section 2925, recommended to it by the Committee on Finance.

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

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

**Procurements**

Commissioner Lebow stated there is one non-competitive procurement totaling \$1.5 million, and five competitive procurements totaling \$137.2 million. There are no ratifications.

**Non-Competitive Procurements**

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

**Modifications to Miscellaneous Procurement Contracts**

Kronos, Inc.

Contract No. 06-TD-2768

Additional services are required by B&T and MN for a multi-agency contract with Kronos, Inc. (i) to modify and upgrade

\$1,237,350.00 (B&T)

\$ 300,000.00 (MN)

---

\$1,537,350.00

B&T's Kronos timekeeper system and to install and configure the Kronos Wage and Absence Control modules, and (ii) for MN's continuation of Kronos' services such as repair/maintenance services, hardware and software products, and professional and consulting services.

### **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.

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

|                     |   |  |
|---------------------|---|--|
| Various Contractors | Contract Nos. GFM-495 (B&T),<br>C-31673 (NYCT), 6061 (LIRR)<br>MC-832 (MTACC)<br>Multi-agency procurement for<br>miscellaneous construction on an as-<br>needed basis for B&T, NYCT, LIRR<br>and MTACC. | aggregate not-to-exceed<br>amount for each agency:<br>\$ 36,000,000.00 (B&T)<br>\$ 50,000,000.00 (NYCT)<br>\$ 10,000,000.00 (LIRR)<br>\$ 30,000,000.00 (MTACC)<br><hr/> \$126,000,000.00 |
|---------------------|---|--|

### **Personal Service Contracts**

|  |  |   |
|--|--|---|
| WSP Sells Transportation &<br>Infrastructure<br>HNTB NY Engineering and<br>Architecture, PC<br>Hardesty and Hanover, LLP | Contract Nos. PSC-10-2881 A - C<br>Provide biennial bridge inspection and<br>miscellaneous design services at the<br>Throgs Neck, Bronx-Whitestone, Marine<br>Parkway and Cross Bay Bridges. | \$2,113,573.45<br><br>\$1,873,719.56<br><br><u>\$1,399,124.00</u><br>\$5,386,417.01 |
| PB Americas, Inc.  | Contract No. PSC-10-2877<br>Provide feasibility study services for<br>tunnel modernization and improvement at<br>the Queens Midtown and the Brooklyn-<br>Battery Tunnels.                    | \$1,942,368.00  |

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

|  |   |                |
|--|---|----------------|
| PB Americas, Inc./<br>Chas. H. Sells,<br>A Joint Venture | Contract No. PSC-06-2810<br>Add funding for design support services<br>during construction and an allowance for<br>unanticipated design work during | \$2,695,188.18 |
|--|---|----------------|

construction that will be allocated on an as-needed basis for Project BW-89C, Replacement of the Queens Approach at the Bronx-Whitestone Bridge.

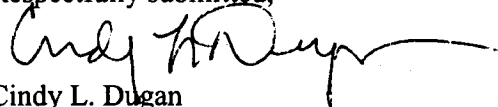
**Modifications to Purchase & Public Work Contracts**

|                        |  |                |
|------------------------|--|----------------|
| Conti of New York, LLC | Contract No. BW-89   | \$1,147,037.81 |
|                        | Additional work under Contract BW-89, Replacement of the Bronx Approach and Miscellaneous Repairs to the Queens Approach at the Bronx-Whitestone Bridge. |                |

**5. Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 10:05 a.m.

Respectfully submitted,



Cindy L. Dugan  
Assistant Secretary

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

Wednesday, April 27, 2011  
9:30 a.m.

**The following members were present:**

Hon. Jay H. Walder, Chairman & CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. John H. Banks, III  
Hon. James F. Blair  
Hon. Allen P. Cappelli  
Hon. Donald Cecil  
Hon. Doreen M. Frasca  
Hon. Jeffrey A. Kay  
Hon. Mark D. Lebow  
Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Mitchell H. Pally  
Hon. Mark Page  
Hon. James L. Sedore, Jr.  
Hon. Nancy Shevell  
Hon. Vincent Tessitore, Jr.

**The following members were absent:**

Hon. Robert C. Bickford  
Hon. Patrick J. Foye  
Hon. Carl V. Wortendyke

Diana Jones Ritter, MTA Managing Director, James B. Henly, MTA General Counsel, Board Member Andrew Albert, 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 Rail Road, James Ferrara, President of TBTA, Darryl Irick, President, MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Hilary Ring, Director, MTA Government 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 March 23, 2011.

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

There were no Capital Construction Action Items for the Board members to consider.

#### **MTA Capital Construction Procurements**

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

- A ratification of the modification to the IESS/C3 Security System Project contract with ARINC, Inc.
- A ratification of the modifications to the contract with E.E. Cruz and Tully Construction Company, JV, LLC for Second Avenue Subway work
- Modifications of the East Side Access contract CH053 with Perini Corporation
- A modification of the East Side Access contract CH054A with Perini Corporation
- Modifications of the East Side Access contract CQ031 with Granite-Traylor-Frontier Joint Venture


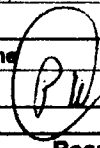


#### **Adjournment**

Upon motion duly made and seconded, the MTA Board voted to adjourn the public meeting at 10:05 a.m.

Respectfully submitted,

Patrick Killackey  
Secretary

# Staff Summary

|   |           |             |                 |             |              |                                |   |              |   |
|---|-----------|-------------|-----------------|-------------|--------------|--------------------------------|---|--------------|---|
| <b>Subject</b>  |           |             |                 |             |              | <b>Date</b>                    |   |              |   |
| <b>2010 - 2011 Station Maintenance Billing</b>  |           |             |                 |             |              | <b>May 6, 2011</b>             |   |              |   |
| <b>Department</b>   |           |             |                 |             |              | <b>Vendor Name</b>             |   |              |   |
| <b>Budget and Financial Management</b>  |           |             |                 |             |              |                                |   |              |   |
| <b>Department Head Name</b>   |           |             |                 |             |              | <b>Contract Number</b>         |   |              |   |
| <b>Robert E. Foran</b>   |           |             |                 |             |              |                                |   |              |   |
| <b>Department Head Signature</b>  |           |             |                 |             |              | <b>Contract Manager Name</b>   |   |              |   |
|   |           |             |                 |             |              |                                |   |              |   |
| <b>Project Manager Name</b>   |           |             |                 |             |              | <b>Table of Contents Ref #</b> |   |              |   |
| <b>Patrick Kane</b>    |           |             |                 |             |              |                                |   |              |   |
|   |           |             |                 |             |              |                                |   |              |   |
| <b>Board Action</b>   |           |             |                 |             |              | <b>Internal Approvals</b>      |   |              |   |
| <b>Order</b>  | <b>To</b> | <b>Date</b> | <b>Approval</b> | <b>Info</b> | <b>Other</b> | <b>Order</b>                   | <b>Approval</b>   | <b>Order</b> | <b>Approval</b>   |
| 1   | Finance   | 5/23        |                 |             |              | 2                              | Managing Director  | 1            | Legal  |
| 2   | Board     | 5/25        |                 |             |              |                                |   |              |   |
|   |           |             |                 |             |              |                                |   |              |   |
|   |           |             |                 |             |              |                                |   |              |   |
|   |           |             |                 |             |              |                                |   |              |   |
| <b>Narrative</b>  |           |             |                 |             |              |                                |   |              |   |
| <p><b>Purpose:</b><br/>To obtain MTA Board approval to issue the station maintenance billing to New York City and the counties for the period April 1, 2010 to March 31, 2011.</p> <p><b>Discussion:</b><br/>The attached schedule provides the summary of the station maintenance use and operations billing to the counties and New York City for the period April 1, 2010 through March 31, 2011.</p> <p>Current legislation provides that on or before June first of each year the authority shall determine and certify to New York City and the counties the cost for station maintenance use and operations for the twelve month period ending the preceding March thirty-first for the stations within the municipality. The MTA bills New York City and the counties each fiscal year based on an agreed formula adjusted annually by the CPI-W for the New York, Northwestern New Jersey and Long Island Region. The net increase in the CPI factor for the twelve month period ending March 31, 2011 was 2.73% which results in a \$4,069,927 increase over the prior year's billed amount.</p> <p><b>Recommendation:</b><br/>That the MTA Board grant approval to issue the station maintenance billings.</p> |           |             |                 |             |              |                                |   |              |   |

# Staff Summary

**Metropolitan Transportation Authority  
Station Maintenance, Use and Operations  
March 31, 2011**

|                    | <b>Billed Amount<br/>2009 - 2010</b> | <b>Change<br/>In CPI</b> | <b>Increased<br/>Amount</b> | <b>Billed Amount<br/>2010 - 2011</b> |
|--------------------|--------------------------------------|--------------------------|-----------------------------|--------------------------------------|
| Dutchess           | \$ 2,177,529                         | 2.73%                    | \$ 59,447                   | \$ 2,236,976                         |
| Nassau             | 26,429,664                           | 2.73%                    | 721,530                     | 27,151,194                           |
| New York City      | 84,568,498                           | 2.73%                    | 2,308,720                   | 86,877,218                           |
| Orange             | 450,470                              | 2.73%                    | 12,298                      | 462,768                              |
| Putnam             | 851,556                              | 2.73%                    | 23,248                      | 874,803                              |
| Rockland           | 47,893                               | 2.73%                    | 1,307                       | 49,200                               |
| Suffolk            | 16,290,159                           | 2.73%                    | 444,721                     | 16,734,880                           |
| Westchester        | <u>18,265,803</u>                    | 2.73%                    | <u>498,656</u>              | <u>18,764,459</u>                    |
| <b>Grand Total</b> | <b><u>\$149,081,571</u></b>          |                          | <b><u>\$ 4,069,927</u></b>  | <b><u>\$153,151,498</u></b>          |

## STATION MAINTENANCE UPDATE

- CPI factor used is the Consumer Price Index for Wage Earners and Clerical Workers for the New York, Northeastern New Jersey for twelve month period

- All monies due the MTA for 2009-2010 was received

- **CPI FACTOR**

|           |       |             |       |
|-----------|-------|-------------|-------|
| 2010-2011 | 2.73% | 2004-2005   | 3.68% |
| 2009-2010 | 2.70% | 2003-2004   | 3.18% |
| 2008-2009 | .931% | 2002-2003   | 3.50% |
| 2007-2008 | 3.86% | 2001 - 2002 | 2.09% |
| 2006-2007 | 3.07% | 2000 - 2001 | 2.89% |
| 2005-2006 | 3.16% | 1999 - 2000 | 3.40% |

- **BILLING**

|             |             |          |           |
|-------------|-------------|----------|-----------|
| 2010-2011   | 153,151,498 | INCREASE | 4,069,927 |
| 2009-2010   | 149,081,571 | INCREASE | 3,919,379 |
| 2008-2009   | 145,162,191 | INCREASE | 1,337,569 |
| 2007-2008   | 143,824,622 | INCREASE | 5,345,302 |
| 2006-2007   | 138,479,319 | INCREASE | 4,124,687 |
| 2005-2006   | 134,354,633 | INCREASE | 4,115,555 |
| 2004-2005   | 130,239,078 | INCREASE | 4,622,683 |
| 2003-2004   | 125,616,395 | INCREASE | 3,871,488 |
| 2002-2003   | 121,744,907 | INCREASE | 4,116,978 |
| 2001 - 2002 | 117,627,929 | INCREASE | 2,408,095 |
| 2000 - 2001 | 115,219,834 | INCREASE | 3,236,323 |

- 1998 was the last year New York City was billed on actual cost for both the LIRR and Metro North
- legislation was enacted in 1995 renewed in 1999 and 2004, station maintenance billing using the CPI factor and bringing NYC onboard with this method for the second time
- Station Maintenance is billed in June and payment is due by September 1st.

**STATION MAINTENANCE  
FOR THE YEAR 4/1/10 - 3/31/11**

|                | <b>BILLED AMOUNT<br/>2009-2010</b> | <b>CHANGE<br/>IN CPI</b> | <b>INCREASED<br/>AMOUNT</b> | <b>BILL AMOUNT<br/>2010-2011</b> | <b>BILL AMOUNT<br/>2010-2011<br/>ROUNDED</b> |
|----------------|------------------------------------|--------------------------|-----------------------------|----------------------------------|--|
| DUTCHESS       | 2,177,529                          | 0.0273                   | 59,446.54                   | 2,236,975.54                     | 2,236,976                                    |
| NASSAU         | 26,429,664                         | 0.0273                   | 721,529.83                  | 27,151,193.83                    | 27,151,194                                   |
| NEW YORK CITY  | 84,568,498                         | 0.0273                   | 2,308,720.00                | 86,877,218.00                    | 86,877,218                                   |
| ORANGE         | 450,470                            | 0.0273                   | 12,297.83                   | 462,767.83                       | 462,768                                      |
| PUTNAM         | 851,556                            | 0.0273                   | 23,247.48                   | 874,803.48                       | 874,803                                      |
| ROCKLAND       | 47,893                             | 0.0273                   | 1,307.48                    | 49,200.48                        | 49,200                                       |
| SUFFOLK        | 18,290,159                         | 0.0273                   | 444,721.34                  | 18,734,880.34                    | 18,734,880                                   |
| WESTCHESTER    | 18,265,803                         | 0.0273                   | 498,656.42                  | 18,764,459.42                    | 18,764,459                                   |
| GRAND TOTAL    | 149,081,572.00                     |                          | 4,069,926.92                | 153,151,498.92                   | 153,151,499                                  |
| MARCH 2010 CPI | 235.24                             |                          |                             |                                  |  |
| MARCH 2011 CPI | 241.667                            |                          |                             |                                  |  |
| CHANGE         | 6.427                              |                          |                             |                                  |  |
|                | 6.427/235.240                      |                          |                             |                                  |  |
| % INCREASE     | 0.027321034                        |                          |                             |                                  |  |

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Data extracted on: May 6, 2011 (9:09:30 AM)

### Consumer Price Index - Urban Wage Earners and Clerical Workers

Series Id: CUURAT01SA0

Not Seasonally Adjusted

Area: New York-Northern New Jersey-Long Island, NY-NJ-CT-PA

Item: All Items

Base Period: 1982=100

Download: .xls

| Year | Jan     | Feb     | Mar     | Apr     | May     | Jun     | Jul     | Aug     | Sep     | Oct     | Nov     | Dec     | Annual  | HALF1   | HALF2   |
|------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|
| 2001 | 180.6   | 180.8   | 181.8   | 181.9   | 183.0   | 183.8   | 183.5   | 183.5   | 183.6   | 183.3   | 183.3   | 182.8   | 182.7   | 182.0   | 183.3   |
| 2002 | 183.5   | 184.7   | 185.6   | 186.6   | 186.4   | 186.5   | 187.1   | 188.1   | 188.6   | 188.8   | 188.8   | 188.7   | 187.0   | 185.6   | 188.4   |
| 2003 | 189.7   | 191.3   | 192.1   | 191.8   | 191.7   | 191.9   | 192.8   | 194.1   | 195.0   | 195.2   | 194.7   | 194.6   | 192.9   | 191.4   | 194.4   |
| 2004 | 194.9   | 196.3   | 198.2   | 198.5   | 199.1   | 200.4   | 200.1   | 200.3   | 200.6   | 201.9   | 202.2   | 201.8   | 199.5   | 197.9   | 201.2   |
| 2005 | 202.6   | 203.3   | 205.5   | 206.0   | 205.6   | 205.1   | 206.5   | 208.3   | 211.0   | 211.0   | 209.9   | 208.7   | 207.0   | 204.7   | 209.2   |
| 2006 | 210.2   | 210.6   | 212.0   | 214.0   | 215.5   | 216.7   | 216.8   | 217.8   | 216.9   | 215.3   | 214.7   | 215.2   | 214.6   | 213.2   | 216.1   |
| 2007 | 215.793 | 216.771 | 218.510 | 219.791 | 221.396 | 222.322 | 222.237 | 221.905 | 222.174 | 222.624 | 223.716 | 223.873 | 220.926 | 219.097 | 222.755 |
| 2008 | 224.557 | 225.281 | 226.951 | 228.215 | 230.923 | 233.776 | 235.446 | 235.510 | 234.703 | 232.776 | 228.727 | 227.223 | 230.341 | 228.284 | 232.398 |
| 2009 | 227.503 | 228.653 | 229.064 | 229.639 | 230.307 | 231.916 | 232.177 | 232.841 | 233.502 | 233.084 | 233.893 | 233.448 | 231.336 | 229.514 | 233.158 |
| 2010 | 234.067 | 234.153 | 235.240 | 235.750 | 236.144 | 235.916 | 236.330 | 236.820 | 236.725 | 237.483 | 237.606 | 237.575 | 236.151 | 235.212 | 237.090 |
| 2011 | 238.396 | 239.750 | 241.667 |         |         |         |         |         |         |         |         |         |         |         |         |

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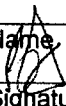
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


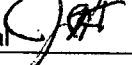
# Staff Summary

Page 1 of 2

|  |
|--|
| Subject<br><b>NYPA: MTA Participation in Hudson Transmission Partners Trans-Hudson Cable Project</b>           |
| Department<br><b>CFO</b>   |
| Department Head Name<br><b>Robert Foran</b>  |
| Department Head Signature<br> |
| Project Manager/Division Head<br><b>David Keller</b>   |

|  |
|--|
| Date<br><b>May 16, 2011</b>                    |
| Vendor Name<br><b>New York Power Authority</b> |
| Contract Number                                |
| Contract Manager Name                          |
| Table of Contents Ref #                        |

| Board Action |               |      |          |      |       |
|--------------|---------------|------|----------|------|-------|
| Order        | To            | Date | Approval | Info | Other |
| 1            | Finance Comm. | 5/23 |          |      |       |
| 2            | Board         | 5/25 |          |      |       |
|              |               |      |          |      |       |
|              |               |      |          |      |       |

| Internal Approvals |  |       |   |
|--------------------|--|-------|---|
| Order              | Approval   | Order | Approval  |
| 3                  | Chief of Staff          | 2     | Chief Financial Officer  |
| 4                  | Chief Operating Officer  | 1     | Legal                    |
|                    | Procurement  |       | Administration  |
|                    | Other  |       |   |

## Purpose:

To obtain Board approval of MTA's participation in the New York Power Authority's ("NYPA") arrangements to obtain transmission throughput capacity interests in a to-be-constructed trans-Hudson River transmission cable and firm transmission withdrawal rights from the PJM Interconnection ("PJM") service area. PJM is a federally regulated regional transmission organization that coordinates the movement of wholesale electricity in all or parts of Delaware, Illinois, Indiana, Kentucky, Maryland, Michigan, New Jersey, North Carolina, Ohio, Pennsylvania, Tennessee, Virginia, West Virginia and the District of Columbia. Construction of the Hudson River transmission cable will enable electricity generated in the PJM region to be transmitted to the New York City area.

## Discussion:

In March, 2005, the MTA and other governmental customers served by NYPA in New York City, including the City of New York, the Port Authority of New York and New Jersey, the New York City Housing Authority and the New York State Office of General Services (collectively, the "New York City Governmental Customers" or "NYCGCs") entered into contracts with NYPA for NYPA to supply the NYCGCs' electric power requirements in New York City through 2017 (each of these similar contracts is known as the governmental entity's "Long Term Agreement" or "LTA"). The generating capacity, transmission rights and energy supplied under these LTAs are obtained from a number of NYPA owned and contracted sources throughout New York State.

In March 2005, NYPA also issued a "Request for Proposals: Long-Term Supply of In-City Unforced Capacity and Optional Energy" ("NYPA RFP"), in order to address future projected capacity and related electric energy needs of the NYCGCs. The NYPA RFP was designed to meet numerous long-term objectives including, inter alia, reducing energy costs, providing energy price stability, improving system reliability, diversifying electricity supply both in terms of physical locations and fuel supply, and contributing to environmental and health quality enhancements including the City's land use policies.

The proposal from Hudson Transmission Partners LLC ("HTP") was selected by NYPA as the winning proposal under the NYPA RFP process. HTP intends to construct and operate an underground/underwater 660 MW controllable cable connecting PSE&G's Bergen Substation in Ridgefield, New Jersey in the PJM service area with Con Edison's West 49<sup>th</sup> Street Substation in Manhattan. The HTP project is expected to achieve commercial operation in 2013 and have a useful life of 40 to 60 years. The HTP project would provide a conduit for electricity generated in the PJM region to be transmitted to the New York City area. The project, which is shovel-ready, will enhance electric system reliability, energy diversity and infrastructure security to the region. The HTP project has received a certificate of public convenience and necessity from the New York State Public Service Commission.



NYPA has entered into a Firm Transmission Capacity Purchase Agreement with HTP for the use of a 495 MW portion of the transmission capability of the HTP project, including benefits of firm and non-firm transmission rights, and the ability to schedule energy, capacity and ancillary services for delivery and sale in the New York Independent Service Operator ("NYISO") Zone J during a 20-year term, with extension options; this agreement also provides NYPA with a purchase option, which can be exercised at various times. The purchase price for NYPA's 495 MWs of transmission capability and 320 MW of firm transmission withdrawal rights is \$837.5 million if exercised within 60 days of the Date of Initial Commercial Operation.

NYPA is funding the costs of its 495 MW share of the HTP project and the associated firm transmission withdrawal rights. NYPA in turn seeks agreements with the NYCGCs to supply approximately fifteen percent of the total NYPA funding, through fixed annual payments for twenty years to be made by the NYCGCs to NYPA. These payments would be independent of the LTAs and continue whether or not MTA or other NYCGCs extend their LTAs with NYPA beyond 2017. The payment schedule for MTA is based on MTA's proportional use of NYPA electricity service as among the NYCGCs; payments would commence at \$5.272 million in 2013 and rise to \$5.896 million in the twentieth year. For 2013, the payment would represent approximately 1.2 % of the MTA traction and propulsion budget. The twenty year payment stream represents a net present cost to MTA (discounted at 5.5%) of \$63.875 million.

NYPA has advised the NYCGCs that the HTP project will help NYPA meet its statutory and contractual obligations to serve the long-term needs of the NYCGCs and will bring significant benefits to electric ratepayers in New York City and New York State. NYPA is also of the view that the HTP project will facilitate increased use of renewable energy by New York; provide improvements in the City's transmission infrastructure; and increase energy security by providing access to physical and fuel resources outside New York City.

NYPA will be responsible for marketing the energy, capacity and transmission rights it obtains from the HTP project, the income from which sales is first be applied to the repayment of NYPA's project funding costs. In the event NYPA were to realize an overall return of 7% on its investment in the project, this income would next become available to reimburse the NYCGCs for their fixed payments. Receipt of such repayments by the NYCGCs is not anticipated, however, given the expectation that NYPA's investment will not be repaid in full. In addition, the NYCGCs are entitled to utilize NYPA's interest in the HTP project for their supply portfolios. Under the proposed terms, NYCGCs must pay NYPA for such services at the same rate that the NYCGCs would pay for spot market purchases in Zone J. This limits the economic benefit to the NYCGCs to only those situations where the PJM price is in excess of the Zone J spot price but lower than the price from other sources that supply energy through NYPA to the NYCGCs (for example, if renewable energy in the PJM market were lower priced than renewable energy in the NYISO market).

Indirect economic benefits are expected to accrue to the NYCGCs from the HTP project. NYPA's purchase of lower priced power from New Jersey and its resale of that power into the higher priced Zone J New York market is expected to reduce Zone J prices. Additionally, the introduction of additional capacity into the New York market should lower the price of the capacity purchases made by the NYCGCs. NYPA projects that under certain circumstances these economic benefits could reduce substantially the net present value cost of the transaction to MTA.


A significant benefit to MTA and the other NYCGCs will be increased electrical energy resource stability in New York City. The NY Public Service Commission has determined that the HTP Project will: (1) provide NYPA and others with access to additional renewable resources located in the PJM region; (2) improve reliability of NY's electric system by, among other things, providing fuel diversity, alleviating constraints on the transmission system serving NYC, providing protection from system disturbances, and providing an additional source of capacity and electric supply from a neighboring electric system; and (3) enhance the security of the electric system serving the NYC area.

The HTP project is just one step of many that will need to be taken to improve the reliability, and increase the supply, of electricity in the MTA region. The consumption of electricity continues to increase, and this increased demand results in escalating prices. Introducing additional supply into the metropolitan region can address higher demand and temper electricity price increases, resulting in both direct and indirect benefits to the MTA. As a major consumer of electricity in the metropolitan area, MTA services rely on electricity to power many of the services we provide; just as important, the businesses in the metropolitan area that employ our customers also rely heavily on electricity – for lighting, HVAC, technology and other equipment. Maintaining a competitive business climate is important for attracting and retaining jobs in the metropolitan area, the primary source of customers for the MTA.

### **Recommendation(s):**



It is recommended that the Board authorize MTA's participation in the HTP project as herein described, including entry into a term sheet with NYPA, and upon negotiation of acceptable definitive documentation, that the Chairman/CEO and/or CFO be authorized to execute a binding agreement with NYPA with respect to MTA participation in the HTP Project, provided however, that such agreement shall be substantially similar to the HTP project agreements entered into by the other NYCGCs.

# Staff Summary

|  |
|--|
| <b>Subject</b><br>Request for Authorization to Award Various Procurements  |
| <b>Department</b><br>Managing Director   |
| <b>Department Head Name</b><br>Diana Jones Ritter  |
| <b>Department Head Signature</b>   |
| <b>Division Head Name</b><br>Clifford Shockley  |

|                                      |
|--------------------------------------|
| <b>Date</b><br>May 12, 2011          |
| <b>Vendor Name</b><br>None           |
| <b>Contract Number</b><br>None       |
| <b>Contract Manager Name</b><br>None |
| <b>Table of Contents Ref #</b>       |

| Board Action |         |         |          |      |       |
|--------------|---------|---------|----------|------|-------|
| Order        | To      | Date    | Approval | Info | Other |
| 1            | Finance | 5/23/11 |          |      |       |
| 2            | Board   | 5/25/11 |          |      |       |
|              |         |         |          |      |       |
|              |         |         |          |      |       |

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

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

| # of Actions | \$ Amount |
|--------------|-----------|
| 1            | \$- 0 -   |

Schedule F: Personal Services Contracts  
 • MedPricer, LLC = \$0

MTAHQ proposes to award Competitive procurements in the following categories:

|      |         |
|------|---------|
| None | \$- 0 - |
|------|---------|

MTAHQ presents the following procurement actions for Ratification:

|         |         |
|---------|---------|
| None    | \$- 0 - |
| TOTAL 1 | \$- 0 - |

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

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

## **BOARD RESOLUTION**

**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.

# Staff Summary

## Schedule F: Personal Service Contracts



Page 1 of 2

|   |                                       |              |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
|---|---------------------------------------|--------------|---------------------------|-------------|--------------|---|--|---------------------------------------|---------------------------------------|--|--|-----------------------------|--|---|--|--|--|---|--|--|--|--|--|--|--|
| <b>Item Number:</b><br><b>Dept &amp; Dept Head Name:</b><br>Chief Operating Officer/Charles Monheim<br><b>Division &amp; Division Head Name:</b><br>Business Service Center/Clifford Shockley |                                       |              |                           |             |              | <b>SUMMARY INFORMATION</b><br><table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 70%;"><b>Vendor Name:</b><br/>MedPricer, LLC</td> <td style="width: 30%;"><b>Contract Number:</b><br/>11085-0100</td> </tr> <tr> <td colspan="2"><b>Description:</b><br/>E-Procurement Pilot Program</td> </tr> <tr> <td colspan="2"><b>Total Amount:</b><br/>\$0</td> </tr> <tr> <td colspan="2"><b>Contract Term (including Options, if any)</b><br/>Four Months</td> </tr> <tr> <td colspan="2"><b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</td> </tr> <tr> <td colspan="2"><b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</td> </tr> <tr> <td colspan="2"><b>Procurement Type:</b><br/><input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive</td> </tr> <tr> <td colspan="2"><b>Solicitation Type:</b><br/><input type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:</td> </tr> <tr> <td colspan="2"><b>Funding Source:</b><br/><input type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:</td> </tr> </table> |  | <b>Vendor Name:</b><br>MedPricer, LLC | <b>Contract Number:</b><br>11085-0100 | <b>Description:</b><br>E-Procurement Pilot Program |  | <b>Total Amount:</b><br>\$0 |  | <b>Contract Term (including Options, if any)</b><br>Four Months |  | <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  | <b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  | <b>Procurement Type:</b><br><input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive |  | <b>Solicitation Type:</b><br><input type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other: |  | <b>Funding Source:</b><br><input type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Vendor Name:</b><br>MedPricer, LLC   | <b>Contract Number:</b><br>11085-0100 |              |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| <b>Description:</b><br>E-Procurement Pilot Program  |                                       |              |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| <b>Total Amount:</b><br>\$0   |                                       |              |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| <b>Contract Term (including Options, if any)</b><br>Four Months   |                                       |              |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |                                       |              |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| <b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |                                       |              |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| <b>Procurement Type:</b><br><input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive  |                                       |              |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| <b>Solicitation Type:</b><br><input type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:  |                                       |              |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| <b>Funding Source:</b><br><input type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:                                |                                       |              |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| <b>Board Reviews</b>  |                                       |              |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| <b>Order</b>  | <b>To</b>                             | <b>Date</b>  | <b>Approval</b>           | <b>Info</b> | <b>Other</b> |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| 1   | Finance                               | 5/23/11      |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| 2   | Board                                 | 5/25/11      |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| <b>Internal Approvals</b>   |                                       |              |                           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| <b>Order</b>  | <b>Approval</b>                       | <b>Order</b> | <b>Approval</b>           |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| 1   | Procurement                           |              | Office of Civil Rights    |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| 2   | CFO                                   | 4            | Legal                     |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |
| 3   | Managing Director                     |              | Budgets & Financial Mgmt. |             |              |   |  |                                       |                                       |  |  |                             |  |   |  |  |  |   |  |  |  |  |  |  |  |

### Narrative.

#### I. PURPOSE/RECOMMENDATION

To obtain Board approval of a resolution: (i) declaring it is in the public interest for the MTA to undertake a four-month e-procurement pilot program that will test the cost effectiveness, practicability and feasibility of MTA agencies' use of e-procurement to award contracts for supplies, materials and equipment, miscellaneous procurements and/or personal and miscellaneous services, using the competitive request for proposals (RFP) process (ii) authorizing the solicitation of competitive e-procurement responses to Requests for Proposals for contracts selected for inclusion in the pilot and waiving the requirements of the All Agency Procurement Guidelines and the All-Agency Guidelines for the Procurement of Services to the extent necessary to implement the e-procurement pilot program; and (iii) authorizing a contract with MedPricer, LLC to provide e-procurement-related services for the e-procurement pilot program.

#### II. DISCUSSION

E-procurement is a competitive process for soliciting and receiving proposals electronically, competitively negotiating in real-time on-line with the vendors competing for the procurement, and then awarding the contract. Widely used by private industry and some governmental agencies in the United States to obtain bottom-line savings and procurement efficiencies, e-procurement has gained popularity with the emergence of internet-based software and is used today by businesses to purchase a variety of commodities and services. Some of the advantages of e-procurement include: (1) lower prices through real-time on-line competition among multiple vendors; (2) administrative cost savings through paperless electronic bidding; and (3) instantaneous price analysis.

MTAHQ and agency procurement staffs seek to determine whether e-procurement might yield substantial cost savings by reducing both the prices paid for purchases of goods and services, as well as the administrative costs of procurement. Under the proposed four-month e-procurement pilot program, MTA agencies, using a competitive RFP process together with e-procurement software, will award a limited number of procurements that, in the case of goods, otherwise would have been awarded by traditional sealed bidding. Some examples of goods and services that may be awarded utilizing e-procurement are office supplies, travel services, toner, traffic vehicle delineators, rock salt, fuel, janitorial supplies, drums, camshafts, and fluorescent lamps. At the conclusion of the pilot program, the findings will be presented to the Board.

If the pilot program proves successful, it is anticipated that a competitive RFP would be undertaken, with Board approval, to award a longer term contract for e-procurement services. For the limited pilot program, it is proposed that the Board authorize a contract

## Staff Summary



with MedPricer, LLC, a company that is a leading supplier of e-procurement services and software. It has delivered substantial cost savings by implementing e-procurement for private firms and highly-regulated non-profit institutions.

Under the e-procurement pilot program, MedPricer would perform at no cost to the MTA and under the supervision of agency procurement staff, the following services:

- All preparation necessary to conduct competitive RFP's through the internet;
- Invite prospective proposers to register for e-procurement program and register prospective proposers;
- Notify registrants by email of specific e-procurement opportunities;
- Advertise notifications over the internet of all electronic procurement opportunities in conjunction with MTA print media advertising and outreach;
- Electronically transmit requests for proposals to prospective proposers;
- Receive electronic proposals in real-time using encryption technology and other safeguards;
- Furnish personnel necessary to conduct all real-time electronic RFP's, including but not limited to e-procurement; specialists, technology personnel and record keeping personnel;
- Store electronically transmitted proposals in a secure electronic lock-box until opening date and time;
- Edit as approved by agency procurement staff, RFP information as provided by the Authority;
- Train prospective proposers and MTA agency users how to use and navigate e-procurement tool and electronically submit electronic proposals, as well as answer questions related to navigating and placing proposals electronically;
- Under the supervision of and in conjunction with MTA agency procurement staff, conduct e-procurements, including on-line negotiations;
- Perform cost analysis and reports during the competition.

For each individual e-procurement, the proposed final award of the competitive RFP will be submitted to the Board for approval. The vendor awarded the contract will compensate MedPricer, LLC 1½ % or less of the contract amount. MTA Procurement has reviewed pricing of similar service providers, and this price is at the low end for such services. MedPricer, LLC will work with MTA and agency procurement staff to design and implement the pilot program. All discretionary and final procurement decisions will be made by MTA procurement staff.

Given the foregoing, as part of the continuing effort to continue to reduce overall operating costs, it is recommended that the Board adopt the annexed resolution authorizing the four-month e-procurement pilot program and further authorize entry into a contract with MedPricer, LLC to help implement this e-procurement pilot program.

## RESOLUTION

WHEREAS, e-procurement is a competitive process for soliciting and receiving proposals electronically, competitively negotiating in real-time on-line with the vendors competing for the procurement, and then awarding the contract, which has been widely used by private industry and some governmental agencies in the United States to obtain bottom-line savings and procurement efficiencies;

WHEREAS, e-procurement has gained popularity with the emergence of internet-based software and is used today by many businesses to purchase a variety of commodities and services, in an effort to realize (1) lower prices through real-time on-line competition among multiple vendors; (2) administrative cost savings through paperless electronic bidding; and (3) instantaneous price analysis;

WHEREAS, the Metropolitan Transportation Authority ("MTA") desires to undertake a four month pilot program on behalf of itself and its agencies to test the cost effectiveness, practicability and feasibility of utilizing e-procurement technology to award contracts for supplies, materials and equipment, miscellaneous procurements and/or personal and miscellaneous services, pursuant to a competitive request for proposals process;

WHEREAS, conducting such a pilot program will enable the MTA and agency procurement staffs better to determine the extent to which the e-procurement process can yield substantial cost savings by reducing both the prices paid for their purchases of goods and services, as well as the administrative costs of procurement;

NOW THEREFORE, the Board resolves as follows:

1. It is in the public interest for the MTA to undertake a four month e-procurement pilot program coordinated by MTA, on behalf of itself and its subsidiary and affiliated agencies, through which pilot program the e-procurement method may be used to award contracts pursuant to a competitive request for proposals process;
2. The solicitation of proposals through competitive e-procurement requests for proposals is hereby authorized for contracts for supplies, materials and equipment, miscellaneous procurements and/or personal and miscellaneous services as shall be selected by MTA and agency procurement staff for inclusion in the pilot program;
3. An award to a proposer solicited through the e-procurement pilot program using the competitive request for proposals process shall be submitted to the Board for approval;
4. The requirements of the All-Agency Procurement Guidelines and the All-Agency Guidelines for the Procurement of Services are hereby waived, to the extent necessary to implement e-procurement for this pilot program; and
5. Entry into a contract with Med Pricer, LLC to provide e-procurement related services for the e-procurement pilot program, as described in the accompanying staff summary, is hereby authorized.

**MAY 2011**  
**MTA REAL ESTATE**  
**LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL**

**ACTION ITEMS**

**MTA NEW YORK CITY TRANSIT**

Lease Agreement with Famiglia-DeBartolo, LLC for the operation of a pizzeria at street level at 74<sup>th</sup> Street-Broadway/Roosevelt Avenue Station, Flushing & Queens Boulevard Lines, Elmhurst, New York

**MTA BRIDGES & TUNNELS**

Agreement between MTA Bridges and Tunnels and Governors Island Corporation d/b/a The Trust for Governors Island, outlining certain reciprocal easements, rights, responsibilities and duties.

**MTA LONG ISLAND RAIL ROAD**

Sale of LIRR property located at District 100, Section 215, Block 2, Part of lots 73 and Lot 84, Town of Babylon, Suffolk County, New York, to Forman St. Realty Corp.

Second Amendment of License Agreement with Long Island City Roots, Inc. for expansion of a Community Garden and NYC Firefighter Memorial located at the intersection of 47<sup>th</sup> Avenue and 30<sup>th</sup> Street, Long Island City, New York.

Amendment of Lease Agreement with the Town of Oyster Bay for use of a portion of an existing parking lot for the short term occupancy of a farmers market, between Jerusalem Avenue and Broadway, at the Hicksville Station, Hicksville, New York.



# Staff Summary

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

|                                    |
|------------------------------------|
| <b>Date</b><br><b>MAY 23, 2011</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 | 05/23/11 | X        |      |       |
| 2            | Board             | 05/25/11 | X        |      |       |
|              |                   |          |          |      |       |
|              |                   |          |          |      |       |

| Internal Approvals |                                    |       |                  |
|--------------------|------------------------------------|-------|------------------|
| Order              | Approval                           | Order | Approval         |
|                    |                                    | 1     | Legal <i>JBN</i> |
| 3                  | Chief of Staff <i>APC</i>          |       |                  |
| 2                  | Chief Financial Officer <i>APC</i> |       |                  |
|                    | Civil Rights                       |       |                  |

## Narrative

**AGENCY:** MTA New York City Transit ("NYCT")  
**LESSEE:** Famiglia-DeBartolo, LLC d/b/a Famous Famiglia ("Famous Famiglia")  
**LOCATION:** 74 Street-Broadway/Roosevelt Avenue - Jackson Heights Station, Flushing & Queens Boulevard Lines, Elmhurst, New York (Space A1: At the intersection of 75 Street & Roosevelt Avenue)  
**ACTIVITY:** Retail sale of food and beverages  
**ACTION REQUESTED:** Approval of terms  
**TERM:** Twenty (20) years  
**SPACE:** Street level – approx. 1,360 sq. ft.; basement level – approx. 2,500 sq. ft.  
**SECURITY:** Three months rent, with periodic increases to match rent increases.

## COMPENSATION:

| <u>Year</u> | <u>Annual Rent</u> | <u>Monthly Rent</u> | <u>Annual Increase</u> | <u>Per Sq. Ft.</u> |
|-------------|--------------------|---------------------|------------------------|--------------------|
| 1           | \$230,000.00       | \$19,166.67         |                        | \$169.12           |
| 2           | \$236,900.00       | \$19,741.67         | 3.00%                  | \$174.19           |
| 3           | \$244,007.00       | \$20,333.92         | 3.00%                  | \$179.42           |
| 4           | \$251,327.00       | \$20,943.92         | 3.00%                  | \$184.80           |
| 5           | \$258,867.00       | \$21,572.25         | 3.00%                  | \$190.34           |
| 6           | \$266,633.00       | \$22,219.42         | 3.00%                  | \$196.05           |
| 7           | \$274,632.00       | \$22,886.00         | 3.00%                  | \$201.94           |
| 8           | \$282,871.00       | \$23,572.58         | 3.00%                  | \$207.99           |
| 9           | \$291,357.00       | \$24,279.75         | 3.00%                  | \$214.23           |
| 10          | \$300,098.00       | \$25,008.17         | 3.00%                  | \$220.66           |

# Staff Summary

## FINANCE COMMITTEE MEETING

### Famous Famiglia (Cont'd)

| <u>Year</u> | <u>Annual Rent</u> | <u>Monthly Rent</u> | <u>Annual Increase</u> | <u>Per Sq. Ft.</u> |
|-------------|--------------------|---------------------|------------------------|--------------------|
| 11          | \$309,101.00       | \$25,758.42         | 3.00%                  | \$227.28           |
| 12          | \$318,374.00       | \$26,531.17         | 3.00%                  | \$234.10           |
| 13          | \$327,925.00       | \$27,327.08         | 3.00%                  | \$241.12           |
| 14          | \$337,925.00       | \$28,160.42         | 3.05%                  | \$248.47           |
| 15          | \$347,896.00       | \$28,991.33         | 2.95%                  | \$255.81           |
| 16          | \$358,333.00       | \$29,861.08         | 3.00%                  | \$263.48           |
| 17          | \$369,082.00       | \$30,756.83         | 3.00%                  | \$271.38           |
| 18          | \$380,155.00       | \$31,679.58         | 3.00%                  | \$279.53           |
| 19          | \$391,560.00       | \$32,630.00         | 3.00%                  | \$287.91           |
| 20          | \$405,000.00       | \$33,750.00         | 3.43%                  | \$297.79           |

### COMMENTS:

This space was previously offered via a request for proposals process in 2006, following which RED entered into a 10-year license agreement with Cosanba Inc. However, the licensee was unable to complete the process of submitting plans for code review and ultimately RED terminated the license. A decision was made to remarket the space for lease, and a new request for proposals ("RFP") was advertised in December 2010. Based on extensive canvassing of potential tenants prior to the advertisement of the RFP, RED decided to offer a 20-year lease term. Potential tenants, both independent and national chains, felt strongly that a term of twenty years or more was required to amortize the cost of the build-out, which will be significant and include the installation of a gas line from the street.

In response to the RFP, thirteen proposals were received. The rental payments proposed (calculated on a present value basis using a discount rate of 9%) ranged from \$782,711 to \$2,598,331. The highest proposal received was from Famous Famiglia at \$2,598,331. The proposals, in order of present value, were made by:

1. Famous Famiglia (pizza; breakfast, lunch, and dinner menu) at \$2,598,331;
2. Mohamed Shah (food & beverages) at \$1,626,562;
3. Ottomanelli & Sons / MPC Properties, LLC (food & beverages) at \$1,355,740;
4. Mohammed Elias Khan (food & beverages) at \$1,294,849;
5. Rashedul Huq (food & beverages) at \$1,244,454;
6. Starbucks Coffee (food & beverages) at \$1,233,876;
7. Vintage Corp. (food & beverages) at \$1,152,342;
8. Ashkenazy Acquisition Corp. (food & beverages) at \$1,152,148;
9. Jesse Kim (beauty supplies) at \$1,152,147;
10. Essam Said (clothing) at \$1,152,097;
11. Haris Syed (food & beverages) at \$1,117,405; and
12. McDonald's USA, LLC (food & beverages) at \$782,711.
13. Healthy Choice (food & beverages) submitted a proposal but neglected to provide basic required information.

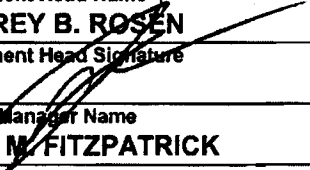
Famous Famiglia proposes to operate a pizzeria with a full line of pizza, pasta, salads, sandwiches, wraps and beverages. It also proposes to provide a breakfast menu and operate 24 hours a day at this centrally-located space, which fronts on Roosevelt Avenue at the gateway to Jackson Heights and Elmhurst. Famous Famiglia is a privately held company founded in New York City in 1986. The company today owns, operates, and franchises more than 100 locations throughout the United States across a variety of venues including airports, sports stadiums, military bases, and shopping mall, as well as multiple locations in Mexico and China. Famous Famiglia operates in more than 30 locations within the New York City metropolitan region, including Yankee Stadium, Madison Square Garden, John F. Kennedy International Airport, LaGuardia Airport and Newark Liberty International Airport as well as numerous neighborhood locations. Famous Famiglia will operate the retail space at this station as a company-owned store (rather than granting a franchise to another operator). Famous Famiglia's offer exceeded the appraised value of the space.

## Staff Summary

The space is raw and, as mentioned above, will require the installation of a gas line. Famous Famiglia has had significant successful experience in building out spaces, and has demonstrated that it has financial resources sufficient to complete construction.

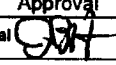
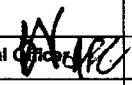
Based on the foregoing, MTA Real Estate requests authorization to enter into a lease agreement with Famous Famiglia on the above-described terms and conditions.

# Staff Summary

|  |
|--|
| Subject<br><b>AGREEMENT</b>  |
| Department<br><b>REAL ESTATE</b>   |
| Department Head Name<br><b>JEFFREY B. ROSEN</b>  |
| Department Head Signature<br> |
| Project Manager Name<br><b>PAUL M. FITZPATRICK</b>   |

|                             |
|-----------------------------|
| Date<br><b>MAY 23, 2011</b> |
| Vendor Name                 |
| Contract Number             |
| Contract Manager Name       |
| Table of Contents Ref #     |

| Board Action |                   |         |          |      |       |
|--------------|-------------------|---------|----------|------|-------|
| Order        | To                | Date    | Approval | Info | Other |
| 1            | Finance Committee | 5/23/11 | X        |      |       |
| 2            | Board             | 5/25/11 | X        |      |       |
|              |                   |         |          |      |       |
|              |                   |         |          |      |       |

| Internal Approvals |   |       |   |
|--------------------|---|-------|---|
| Order              | Approval  | Order | Approval  |
|                    |   | 1     | Legal  |
| 3                  | Chief of Staff  |       |   |
| 2                  | Chief Financial Officer  |       |   |
|                    | Civil Rights  |       |   |

## Narrative

AGENCY: MTA Bridges & Tunnels ("B&T")

COUNTERPARTY: Governors Island Corporation d/b/a The Trust for Governors Island ("TGI")

ACTIVITY: Granting of reciprocal easements with respect to Brooklyn Battery Tunnel (the "Tunnel"), its ventilation building (the "Ventilation Building" and footbridge connecting Ventilation Building to Governors Island.

ACTION REQUESTED: Approval of Terms

TERM: Perpetual

SPACE: As set forth below

COMPENSATION: As set forth below

COMMENTS:

At the time the Tunnel was built, Governors Island was owned by the federal government. In January, 2003, the federal government transferred title to the island to the Governors Island Preservation and Education Corporation ("GIPEC"), a subsidiary of the Empire State Development Corporation that was jointly controlled by the State of New York and the City of New York (the "City"). Last year, such ownership was transferred by GIPEC to TGI, which is a not-for-profit instrumentality of the City.

In 1946, B&T entered into an agreement with the federal government that outlined certain reciprocal easements, rights, responsibilities and duties related to the construction and maintenance and use of the Footbridge and certain utility lines in the Tunnel and Ventilation Building and under the Footbridge (the "1946 Agreement"). After the transfer of Governors Island to GIPEC, the parties continued to observe the terms of the 1946 Agreement while negotiating modifications to accommodate the anticipated future redevelopment of Governors Island. The agreement that is now being submitted to the Board for approval (the "Proposed Agreement") would supersede the existing arrangements.

As before, the basic rights afforded B&T pursuant to the Proposed Agreement are rights to continue to tie into the Governors Island sewer system, to tie into the Governors Island gas distribution system in the future, to have access to the Footbridge by means of TGI's ferry and Governors Island roadways and to use six reserved parking spots. B&T will continue to be charged \$1 per year for such access rights.

(Cont'd)

# Staff Summary

## FINANCE COMMITTEE MEETING

### Subject (Cont'd)

#### COMMENTS: (Cont'd)

And, as before, the basic rights granted to TGI pursuant to the Proposed Agreement are rights to continue to connect to the Tunnel's non-potable water supply system and to use specified Tunnel conduits to provide electricity and telecommunications service to Governors Island. However, as outlined below, the Proposed Agreement will allow TGI to make more intensive use of such conduits than was previously authorized.

As the Tunnel water supply system serves both parties, the Proposed Agreement provides for the parties to continue (as under the 1946 Agreement) to split the cost of future major maintenance and/or capital repairs or replacements to the Tunnel water supply system on a 50%-50% basis. Water consumption charges will continue to be allocated by sub-metering.

TGI will generally be responsible for the repair and upgrading of its own electric and telecommunications lines. However, because B&T is currently undertaking certain related work in the Tunnel, B&T has agreed to contract (on an add-alternate basis, contingent upon the execution of the Proposed Agreement, in connection with B&T's Contract #BB-45) for the performance of certain work to upgrade such lines for the benefit of TGI. Such work is to be performed at the sole cost and risk of TGI, and TGI has deposited \$3,959,449 with B&T to be applied on account of such cost.

For so long as Governors Island continues to be used exclusively for public purposes, the Proposed Agreement provides that B&T will continue to make the conduits for electric and telecommunications lines available to TGI for \$1 per year. If and when a portion of Governors Island is used for non-governmental uses, TGI will be required to pay fair market value for such private conduit use, in accordance with the price schedule set forth in the attached Exhibit A, subject to annual increases based on the Consumer Price Index.

The pricing in Exhibit A reflects the conduit use values that were determined in an appraisal obtained by B&T in accordance with the Public Authorities Accountability Act ("PAAA"). As summarized in Exhibit A, three possible "scenarios" or levels of usage are contemplated. Scenario A sets forth annual charges for usage that does not require any additions to the lines and cables that will serve Governors Island upon the completion of work under the aforementioned Contract #BB-45. Those charges reflect the appraiser's assessment of the current fair market value of TGI's current usage of the telecommunications conduits (\$8,850 annually), and electrical conduits (\$32,275 annually), for a total annual fair market value of \$41,225. Scenario B sets forth a second level of annual charges if certain additional cables or lines are installed, and Scenario C sets forth additional charges if additional cables and lines are activated above those in Scenario B. As noted above, the Proposed Agreement provides for such charges to be waived to the extent that usage remains in support of public facilities on Governor's Island. However, to the extent that, at any time in the future, a cable or line is used by TGI to facilitate private uses on Governors Island, fair market value charges will be payable as set forth in the attached Exhibit A, subject to CPI increases.

TGI also obtained an appraisal of the interests it will continue to grant to B&T under the Proposed Agreement. The TGI appraisal concluded that the fair market value of B&T's right to connect to the sewer line on Governors Island is \$237,600 and the fair market value of B&T's option to connect to the Governors Island gas main is \$76,800, for a total appraised fair market value of \$314,400 assuming a 25-year term. The TGI appraisal was based on the costs that would be incurred by B&T to obtain such services if the Governors Island sewer and gas lines were not available, discounted by 50% as the lines have been in service for a number of years. While the B&T and TGI appraisals utilized different methodologies, the fair market values of the rights being exchanged by B&T and TGI do not differ greatly. Both governmental parties accordingly concluded during negotiations that it was appropriate to continue the existing reciprocal charges of \$1 per year. There are no private parties participating in the transfer or who have made offers for the assets, but as noted, in the event private parties in the future would make use of the conduit rights, B&T will charge fair market value for such use, in place of the \$1 per year fee.

(Cont'd)

**FINANCE COMMITTEE MEETING****Subject (Cont'd)****COMMENTS: (Cont'd)**

The purpose of B&T's transfer of property rights to TGI is to permit B&T to continue to utilize the rights granted to it by TGI and, if there is future private use of the island, to obtain revenue from the use of the conduits. The benefit to the public is that B&T can continue to access the Ventilation Building, by ferry and footbridge, as well as utilize the sewer connection, access an existing gas main in the future, and utilize six reserved parking spots, all of which are critical to the operation of this essential facility. In addition, the public will benefit from TGI continuing to have electric and telecommunications connections and a non-potable water supply distribution system so that the present public use of Governors Island can be maintained and to allow for potential future commercial growth of the Island. Due to the history and location of the parties' ownership rights, there is no reasonable alternative to the proposed transfer.

Following Board authorization of the transaction, B&T will provide notification of the proposed transaction to the governor, the speaker of the assembly, and the temporary president of the senate, as contemplated under Public Authorities Law Section 2897(7), insofar as the transaction involves potential future re-transfer of conduit easements being granted to TGI to other than governmental entities. As noted, under the proposed terms, any such private user of these assets will be charged fair market value. In addition, an explanatory statement describing the transaction will be submitted to the state comptroller, director of the budget, commissioner of general services, and the state legislature not less than 90 days prior to execution of the Proposed Agreement.

Based on the foregoing, MTA Real Estate requests authorization to enter into the Proposed Agreement on behalf of B&T, subject to compliance with the notification requirements described above, and that the Board adopt the annexed resolution.

## ELECTRIC RATES

Effective 3/1/11

| Scenario A            | Number of Conduits | Conduit/Cable Size | Zone (Rate) | Rate Per-Foot-Per-Year (All subject to Annual CPI Increases) | Footage | Annual Fee (subject to CPI) |
|-----------------------|--------------------|--------------------|-------------|--|---------|-----------------------------|
| Active 27 Kv Cable    | 2                  | 4 ½"               | 3 (exurban) | \$3.00   | 4300    | \$25,800                    |
| Inactive 27 Kv Cable* | 2                  | 4 ½"               | 3 (exurban) | \$0.75   | 4300    | \$6,450                     |
| Total Annual Fee      |                    |                    |             |  |         | \$32,250                    |

TGI activation of 3rd cable triggers increase to suburban rate (\$4.50 per linear foot)

| Scenario B            | Number of Conduits | Conduit/Cable Size | Zone (Rate)  | Rate Per-Foot-Per-Year (All subject to Annual CPI Increases) | Footage | Annual Fee (subject to CPI) |
|-----------------------|--------------------|--------------------|--------------|--|---------|-----------------------------|
| Active 27 Kv Cable    | 3                  | 4 ½"               | 2 (suburban) | \$4.50   | 4300    | \$58,050                    |
| Inactive 27 Kv Cable* | 1                  | 4 ½"               | 2 (suburban) | \$0.75   | 4300    | \$3,225                     |
| Total Annual Fee      |                    |                    |              |  |         | \$61,275                    |

TGI activation of 4th cable triggers increase to urban rate (\$6.00 per linear foot)

| Scenario C           | Number of Conduits | Conduit/Cable Size | Zone (Rate) | Rate Per-Foot-Per-Year (All subject to Annual CPI Increases) | Footage | Annual Fee (subject to CPI) |
|----------------------|--------------------|--------------------|-------------|--|---------|-----------------------------|
| 4 Active 27 Kv Cable | 4                  | 4 ½"               | 1 (urban)   | \$6.00   | 4300    | \$103,200                   |
| Total Annual Fee     |                    |                    |             |  |         | \$103,200                   |

\* ¼ rate for conduit that is occupied but inactive.

\*\*These figures are based on current FMV only. CPI increases also to be determined and applied as necessary.

### BASE RATES FOR ELECTRICAL CABLE (annual price per foot, based on conduit size )

| Conduit Size          | Zone 1 (Urban)   | Zone 2 (Suburban) | Zone 3 (exurban) * |
|-----------------------|------------------|-------------------|--------------------|
| Outer diameter to 5"  | \$6.00           | \$4.50            | \$3.00             |
| Premium (%) over 33kv | 100% (all zones) |                   |                    |

\* Current exurban rates from Brooklyn or Manhattan that terminate on Governors Island

# TELECOM RATES

Effective 3/1/11

| Scenario A                      | Number of Conduits | Conduit/Cable Size | Zone (Rate) | Rate Per-Foot-Per-Year (+Annual CPI Increases) | Footage | Annual Fee (subject to CPI) |
|---------------------------------|--------------------|--------------------|-------------|--|---------|-----------------------------|
| One 24-strand fiber optic cable | 1                  | 24-strands         | 3 (exurban) | \$ .75**                                       | 4900    | \$3,675                     |
| One 50-pair copper cable        | 1                  | 50-pair            | 3 (exurban) | \$ .375+                                       | 4900    | \$1,837.50                  |
| 1 empty innerduct               | 1                  | N/A                | 3 (exurban) | \$ .1875++                                     | 4900    | \$918.75                    |
| 3 empty innerducts              | 3                  | 4 ½"               | 3 (exurban) | \$ .1875++                                     | 4300    | \$2,418.75                  |
| Total Annual Fee                |                    |                    |             |  |         | \$8,850.00                  |

TGI installation of FIBER OPTIC CABLE UP TO 216 STRANDS triggers suburban rates (minimum rate is for 216 strand)

| Scenario B                                 | Number of Conduits | Conduit/Cable Size | Zone (Rate)  | Rate Per-Foot-Per-Year (+Annual CPI Increases) | Footage | Annual Fee (subject to CPI) |
|--|--------------------|--------------------|--------------|--|---------|-----------------------------|
| Additional fiber over 24 UP TO 216 strands | 1                  | Up to 216-strand   | 2 (suburban) | \$2.50   | 4900    | \$12,250                    |
| Additional fibers OVER 216 (max 432)       | 1                  | TBD                | 2 (suburban) | \$0.0150 per strand                            | 4900    | TBD                         |
| One 24-strand fiber optic cable            | 1                  | 24-strands         | 2 (suburban) | included in above                              | 4900    | \$0                         |
| One 50-pair copper cable                   | 1                  | 50-pair            | 2 (suburban) | included in above                              | 4900    | \$0                         |
| 1 empty innerduct                          | 1                  | N/A                | 2 (suburban) | \$ .1875++                                     | 4900    | \$918.75                    |
| 3 empty innerducts                         | 3                  | 4 ½"               | 2 (suburban) | \$ .1875++                                     | 4300    | \$2,418.75                  |
| Minimum Total Annual Fee                   |                    |                    |              |  |         | \$15,588                    |

TGI Installation of ACTIVE ELECTRICAL CABLES IN 4 CONDUITS triggers urban rates

| Scenario C                                 | Number of Conduits | Conduit/Cable Size | Zone (Rate) | Rate Per-Foot-Per-Year (+Annual CPI Increases) | Footage | Annual Fee (subject to CPI) |
|--|--------------------|--------------------|-------------|--|---------|-----------------------------|
| Additional fiber over 24 UP TO 216 strands | 1                  | Up to 216-strand   | 1 (urban)   | \$4.00   | 4900    | \$19,600                    |
| Additional fibers OVER 216 (max 432)       | 1                  | TBD                | 1 (urban)   | \$0.0175 per strand                            | 4900    | TBD                         |
| One 24-strand fiber optic cable            | 1                  | 24-strands         | 1 (urban)   | included in above                              | 4900    | \$0                         |
| One 50-pair copper cable                   | 1                  | 50-pair            | 1 (urban)   | included in above                              | 4900    | \$0                         |
| 1 empty innerduct                          | 1                  | N/A                | 1 (urban)   | \$ .1875++                                     | 4900    | \$918.75                    |
| 3 empty innerducts                         | 3                  | 4 ½"               | 1 (urban)   | \$ .1875++                                     | 4300    | \$2,418.75                  |
| Minimum Total Annual Fee                   |                    |                    |             |  |         | \$22,938                    |

+ ¼ rate for 50-strand copper is minimum charge for small installations.

++ ¼ rate assessed because conduit is empty.

| Zone         | Rate Per-Foot Per-Year | Multiplier*         |
|--------------|------------------------|---------------------|
| 1 (Urban)    | \$4.00                 | \$0.0175 per-strand |
| 2 (Suburban) | \$2.50                 | \$0.0150 per-strand |

conducts separate negotiations.

\*\* Current exurban rate from Brooklyn or Manhattan that terminate on Governors Island.



### RESOLUTION

WHEREAS, MTA Bridges and Tunnels ("B&T") is the owner of the Brooklyn Battery Tunnel and its ventilation structure adjacent to Governors Island;

WHEREAS, B&T constructed and now operates, renovates and maintains the Tunnel and the Governors Island Ventilation Building and the footbridge that connects Governors Island and the Governors Island Ventilation Building;

WHEREAS, Governors Island Corporation d/b/a/ The Trust for Governors Island ("TGI") now owns and operates 150 acres of the 172 acre Governors Island;

WHEREAS, B&T had entered into an agreement in 1948 with the United States of America, the former owner of Governors Island, that outlined certain reciprocal easements, rights, responsibilities and duties related to the construction, maintenance and use of such facilities;

WHEREAS B&T and TGI desire to confirm, update and restate in their entirety their respective rights, responsibilities and duties related to the construction, use, rehabilitation and maintenance of certain facilities and services serving or passing through the Tunnel and Governors Island Ventilation Building;

WHEREAS, B&T and TGI have determined to continue their current rights, responsibilities and duties with respect to such property for \$1 per year, as long as the property is used for a public purpose, and, in the event TGI makes electrical and telecommunications connections available for private use, TGI has agreed to pay fair market value for such private conduit use, in accordance with the price schedule set forth in Exhibit A to the staff summary to which this resolution is annexed;

WHEREAS, B&T's transfer of property rights to TGI will permit B&T to continue to utilize the rights granted to it by TGI and, if there is future private use of the island, to obtain revenue from the lease of the conduits;

WHEREAS, there is no reasonable alternative to the proposed reciprocal rights transfers that would achieve the same purpose of such transfers;

WHEREAS, these reciprocal rights transfers will be to the public benefit in that B&T will thereby continue to have access the Ventilation Building, by ferry and footbridge, as well as utilize the sewer connection, and access an existing gas main in the future, all of which will contribute to the operation of the Brooklyn Battery Tunnel, which is an essential B&T facility benefitting the public, and, in addition, the public will benefit from TGI's continuing to have electric and telecommunications connections and a non-potable water supply distribution system so that the present public uses of Governors Island can be maintained and to allow for potential future commercial growth of the Island;

NOW, THEREFORE, the Board hereby authorizes B&T to enter into an agreement setting forth the parties respective rights, responsibilities and duties, as described in the attached staff summary.

# Staff Summary



Metropolitan Transportation Authority

Page 1 of 2

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

|                             |
|-----------------------------|
| Date<br><b>MAY 23, 2011</b> |
| Vendor Name                 |
| Contract Number             |
| Contract Manager Name       |
| Table of Contents Ref #     |

| Board Action |                   |         |          |      |       |
|--------------|-------------------|---------|----------|------|-------|
| Order        | To                | Date    | Approval | Info | Other |
| 1            | Finance Committee | 5/23/11 | X        |      |       |
| 2            | Board             | 5/25/11 | X        |      |       |
|              |                   |         |          |      |       |
|              |                   |         |          |      |       |

| Internal Approvals |                         |       |          |
|--------------------|-------------------------|-------|----------|
| Order              | Approval                | Order | Approval |
|                    |                         | 1     | Legal    |
| 3                  | Chief of Staff          |       |          |
| 2                  | Chief Financial Officer |       |          |
|                    | Civil Rights            |       |          |

## Narrative

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

BUYER: Forman St. Realty Corp.

LOCATION: Demapped half of Forman Street, Town of Babylon, Suffolk County, New York (District 100, Section 215, Block 2, Part of lots 73 and Lot 84)

ACTIVITY: Sale of property

AREA: Approximately 20,979 square feet

ACTION REQUESTED: Approval of terms

COMPENSATION: \$80,000

COMMENTS:

The property in question (the "Subject Parcel") is a "paper street" formerly known as Forman Street, in the Town of Babylon. A paper street is a street that appears on a town map but was never put into use as a street. The Subject Parcel lies to the south of the LIRR right of way and to the north of a parcel owned by Bahama Street Corp., a private entity that is the only adjacent property owner. In 2008, the Town of Babylon, with the LIRR's consent, officially abandoned Forman Street, making the north half of the street LIRR property and the south half property of Bahama Street Corp. When the LIRR subsequently advised MTA Real Estate that it had no current or future use for the property, MTA Real Estate began negotiating a sale of the Subject Parcel to Bahama Street Corp., which as the only adjacent owner was the only prospective buyer.

When these negotiations did not lead to an agreement, Bahama Street Corp. and its principals sued the LIRR, the MTA and the Town of Babylon, claiming ownership of the LIRR's half of the paper street by adverse possession since 1966 (long before the LIRR assumed ownership of its half of the street). The LIRR moved to dismiss the lawsuit, arguing that a 2008 revision to New York's Real Property and Proceedings Law invalidated Bahama Street Corp.'s claim. The Supreme Court of Suffolk County agreed and dismissed the claim. Bahama Street Corp. filed a notice of appeal. In order to obtain a release of the adverse possession claim and simultaneously attempt to obtain estimated fair market value from Forman St. or any other proposer, it was determined that MTA Real Estate would offer the Subject Parcel for sale via a request for proposals ("RFP"). The RFP required the successful proposer to agree to be substituted as defendant in the adverse possession action, to assume primary responsibility for defending such action, and to indemnify the MTA and LIRR in any prospective action challenging their actions in disposing of the Subject. The floor for the RFP was set at \$80,000, which MTA believed was at least equal to fair market value, based on MTA's analyses of its and Forman Street Corp.'s appraisals.

## Staff Summary

### FINANCE COMMITTEE MEETING

#### Forman St. Realty Corp. (Cont'd)

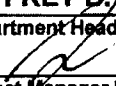
##### COMMENTS: (Cont'd)

MTA Real Estate received one proposal in response to this RFP: an offer of \$80,000 from Forman St. Realty Corp. an entity 100% owned by Adams Blvd Corp., which in turn is owned by Michael Adamowicz III of Farmingdale, New York. Mr. Michael Adamowicz is also the principal of Bahama Street Corp.

The sale of the Subject Parcel to Forman St. Realty Corp. will be conditioned upon Bahama Street Corp. withdrawing its adverse possession claim, obtaining order of discontinuance of action and signing a general release vis-à-vis the MTA.




Based on the foregoing, MTA Real Estate requests authorization to consummate a sale of the Subject Parcel to Forman St. Realty Corp, while simultaneously settling the above-described adverse possession action, on the above-described terms and conditions.

# Staff Summary

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

|                                    |
|------------------------------------|
| <b>Date</b><br><b>MAY 23, 2011</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 | 5/23/11 | X        |      |       |
| 2            | Board             | 5/25/11 | X        |      |       |
|              |                   |         |          |      |       |
|              |                   |         |          |      |       |

| Internal Approvals |   |       |   |
|--------------------|---|-------|---|
| Order              | Approval  | Order | Approval  |
|                    |   | 1     | Legal  |
| 3                  | Chief of Staff           |       |   |
| 2                  | Chief Financial Officer  |       |   |
|                    | Civil Rights  |       |   |

## Narrative

**AGENCY:** MTA Long Island Rail Road ("LIRR")  
**LICENSEE:** Long Island City Roots, Inc. ("LIC")  
**LOCATION:** LIRR's Degnon Terminal siding in Long Island City, NY (Queens Block 115, p/o Lot 68)  
**ACTIVITY:** NYC firefighter memorial and beautification  
**ACTION REQUESTED:** Amendment to expand the premises  
**TERM:** Coterminous with existing license agreement (expires June 30, 2013)  
**SPACE:** Approximately 680 additional square feet  
**COMPENSATION:** \$1.00, payment waived  
**COMMENTS:**

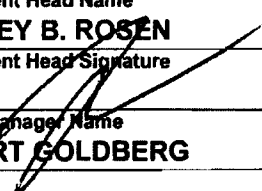
Under a 2003 license agreement, Long Island City Roots, Inc., a registered not-for-profit charity organization, currently licenses approximately 4,000 square feet of vacant land, formerly a rail road siding but no longer so used, for use as a community garden and memorial to New York City fireman Michael Brennan. LIC has proposed amending its agreement to enlarge the premises to include an adjoining 680-square foot area. The expansion would entail clearing existing trash and debris from the expansion area and the planting and maintenance of shrubs, flowering plants and other landscaping. The existence of the memorial and community garden discourages littering and dumping in the area as well as illegal parking.

Due to their long and narrow configuration, MTA Real Estate does not believe the existing and proposed licensed areas are independently marketable as stand-alone property, and the owner of the adjacent lot, used for at-grade parking, has expressed no interest in the currently licensed area or the small expansion area. The license will be terminable upon thirty days' notice, which will allow the MTA to terminate the agreement should it determine in the future that a sale or lease of the property is feasible.

All other terms and conditions of the original license agreement will remain in full force and effect.




Based on the foregoing, MTA Real Estate requests authorization to amend the current license agreement with Long Island City Roots on the above-described terms and conditions.

# Staff Summary

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

|                             |
|-----------------------------|
| Date<br><b>MAY 23, 2011</b> |
| Vendor Name                 |
| Contract Number             |
| Contract Manager Name       |
| Table of Contents Ref #     |

| Board Action |                   |         |          |      |       |
|--------------|-------------------|---------|----------|------|-------|
| Order        | To                | Date    | Approval | Info | Other |
| 1            | Finance Committee | 5/23/11 | X        |      |       |
| 2            | Board             | 5/25/11 | X        |      |       |
|              |                   |         |          |      |       |
|              |                   |         |          |      |       |

| Internal Approvals |   |       |   |
|--------------------|---|-------|---|
| Order              | Approval  | Order | Approval  |
|                    |   | 1     | Legal  |
| 3                  | Chief of Staff           |       |   |
| 2                  | Chief Financial Officer  |       |   |
|                    | Civil Rights  |       |   |

## Narrative

AGENCY: MTA Long Island Rail Road ("LIRR")  
 LESSEE: Town of Oyster Bay (the "Town")  
 LOCATION: Parking Lot at the LIRR Hicksville Station  
 ACTIVITY: Farmers' Market  
 ACTION REQUESTED: Approval of terms  
 TERM: May 15, 2011 through November 20, 2011, only on Sundays  
 SPACE: Approximately 45 parking spaces  
 COMPENSATION: \$100  
 COMMENTS:

The Town leases five commuter parking lots from the LIRR at the Hicksville Station. To provide a community and LIRR customer amenity, the Town has requested authorization to use one of the lots it leases as a farmers' market on Sundays from May 15<sup>th</sup> through November 20, 2011. The 45-space lot is located on the north side of the right of way, east of Jerusalem Avenue.

The Town will be responsible for all costs incurred and will provide the required insurance and indemnifications. The Town will not collect any compensation from the farmers' market operation. The LIRR has approved the Town's request to use its property for the above purposes.

Based on the foregoing, MTA Real Estate requests authorization to amend LIRR's lease agreement with the Town to permit the activity described above.

# Report



**New York City Transit**

**ACTION ITEM:**

**NYC TRANSIT COMMITTEE:  
STATION ENTRANCE CLOSURE AT THE  
BRIARWOOD/VAN WYCK BOULEVARD **E F**  
STATION**

**Service Issue**

NYC Transit requests that the MTA Board approve access changes at one subway station. New York State Department of Transportation (NYSDOT) is rebuilding a section of the Van Wyck Expressway in the vicinity of Briarwood, Queens. This highway project forces the permanent closure of a lightly used subway entrance at the Briarwood/Van Wyck Boulevard **E F** subway station. As mitigation, NYSDOT will rebuild and improve a heavily used station entrance and connecting passageway, as well as build an additional new entrance.

**Recommendation**

It is recommended that the MTA Board approve the station entrance closure.

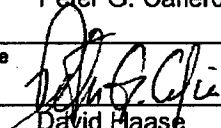
**Estimated Budget Impact**

All construction work will be performed by NYSDOT; NYC Transit will assume responsibility for the subway entrances after work is complete. Since one subway entrance will be permanently closed and one new entrance will be constructed, there will be no net gain in terms of the number of station entrances for NYC Transit to maintain. NYC Transit will, however, assume responsibility for a new street elevator.

**Proposed Implementation Date**






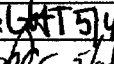

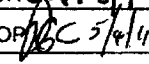
The station access change would occur in the fourth quarter of 2011.

# Staff Summary

|                           |   |
|---------------------------|---|
| Subject                   | Station Entrance Closure at the Briarwood/<br>Van Wyck Boulevard <b>E F</b> Station |
| Department                | Operations Planning   |
| Department Head Name      | Peter G. Cafiero  |
| Department Head Signature |    |
| Project Manager Name      | David Maase   |

|                         |             |
|-------------------------|-------------|
| Date                    | May 3, 2011 |
| 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            | President |      | X        |      |       |
| 2            | Board     |      | X        |      |       |
|              |           |      |          |      |       |
|              |           |      |          |      |       |

| Internal Approvals |  |       |  |
|--------------------|--|-------|--|
| Order              | Approval   | Order | Approval   |
| 8                  | President       | 4     | Director OMB            |
| 7                  | Executive VP    | 3     | Vice President Counsel  |
| 6                  | VP Corp. Comm.  | 2     | VP GCR                  |
| 5                  | SVP Subways     | 1     | Chief OF                |

## Purpose

NYC Transit requests that the MTA Board approve the permanent closure of a lightly used station entrance at the Briarwood/Van Wyck Boulevard subway station on the **E F** line in Queens. New York State Department of Transportation (NYSDOT) is rebuilding a section of the Van Wyck Expressway in the vicinity of Briarwood, Queens. This highway project forces the permanent closure of the lightly used entrance. As mitigation, NYSDOT will rebuild and improve a heavily used station entrance and connecting passageway, as well as build an additional new entrance. All work will be performed by NYSDOT; NYC Transit will assume responsibility for the subway entrances after work is complete.

## Discussion

NYSDOT is currently improving a section of the Van Wyck Expressway in central Queens. The NYC Transit Briarwood/Van Wyck Boulevard **E F** subway station is immediately south of the Van Wyck and is accessed from the Briarwood neighborhood via a passageway that runs under the Expressway. As indicated in Attachment A, this passageway currently has two entrances to the street. The North Entrance, the principal entrance to the station, is a 6-foot-wide (20-foot-high) stair on the north side of Queens Boulevard; it is used by 85% of the station's ridership. This entrance would be completely rebuilt and significantly improved. The South Entrance, a minor entrance used by 15% of the station's riders, is on the south side of Queens Boulevard and is also a 6-foot-wide, 20-foot-high stair. (There is a third existing station entrance on the south side of the Van Wyck Expressway, adjacent to the Maple Grove Cemetery, which is used by less than 1% of the station's ridership.)

The Van Wyck Expressway improvement necessitates the closure of the South Entrance because there would no longer be sufficient room for an acceptable subway entrance between the widened expressway trench and Queens Boulevard. A replacement southern entrance was considered, but it

proved problematic in terms of design and function and is not recommended. (See *Alternatives* section of this staff summary.)

To mitigate the closure of the South Entrance, the North Entrance will be reconstructed by NYSDOT with a wider, higher capacity stair and an adjacent elevator constructed. The stair will be 10 feet wide (four pedestrian lanes instead of the current two and one half pedestrian lanes) and the elevator will be larger than typical ADA elevators in order to carry more passengers per cycle. The connecting passageway will be reconstructed with an ADA-compliant ramp replacing a mid-passageway stair. This would make the passageway easier to use and greatly improve sightlines. The passageway will be completely refinished including all new finishes, new lighting and CCTV coverage.

The new elevator at the North Entrance and the reconstructed passageway would enable ADA access from street level on the north side of Queens Boulevard to station mezzanine level above the subway platforms. Because the Briarwood/Van Wyck Boulevard station is not an ADA key station, only the sections of the station that are being rebuilt will be made accessible. Full accessibility (from subway mezzanine down to the subway platforms) is not precluded but is not part of this NYSDOT capital project and is not required by ADA at this time.

In addition to the reconstruction of the North Entrance and the connecting passageway, NYSDOT will construct an entirely new entrance immediately adjacent to the station mezzanine on the south side of the Expressway. This new entrance is necessary for construction phasing and will offer an alternative entrance to passengers who now use the South Entrance. It will also provide additional egress capacity in the event of an emergency. The New Entrance will be a 10 foot wide stair (four pedestrian lanes) and about 20 feet high. NYSDOT will construct a pathway to connect the stair with the rebuilt Queens Boulevard bridge over the Van Wyck Expressway. (See Attachment A.)

After NYSDOT completes the capital work in a satisfactory manner, NYC Transit will accept the work and assume all ownership and operating responsibility.

## **Passenger Impacts**

The Briarwood/Van Wyck Boulevard station serves 5,700 weekday passengers. Approximately 4,850 passengers (85%) use the North Entrance and 850 passengers (15%) use the South Entrance. If the South Entrance is closed, there would be two alternative options to reach the subway. (See Attachment A.) One option is to cross to the north side of Queens Boulevard and use the North Entrance, which will be improved. This involves an additional 240 feet of walking distance, which means an additional 55 seconds at average walking speed. However, traffic signal timing on Queens Boulevard forces pedestrians to wait up to 74 seconds between walk phases across the Boulevard. Accordingly the maximum waiting time to cross Queens Boulevard is 74 seconds and the minimum waiting time is zero seconds (if a pedestrian's timing is right). Therefore the additional walk time via the North Entrance would range between 55 seconds (no wait to cross Queens Boulevard) and 129 seconds (74 seconds maximum wait to cross the Boulevard and 55 seconds of additional walk distance). The average additional subway access time via the North Entrance for customers currently using the South Entrance would be 92 seconds.



Another alternative for subway customers currently using the South Entrance is to walk west along Queens Boulevard for about a block (but not across the Boulevard), cross over the Van Wyck Expressway and then walk east to the New Entrance. This route involves 310 feet of additional walk distance (compared to using the existing South Entrance) which would take an additional 70 seconds. There are no new additional street crossings. It is anticipated that the 850 customers currently using South Entrance would use either the North Entrance or the New Entrance depending upon individual wait time to cross Queens Boulevard and the weather.

## **Community Outreach**

A public hearing for the entrance closure was held on April 4, 2011. There were three public comments. Two comments expressed concern over additional ridership at the North Entrance as a result of the South Entrance closing. The improved and widened North Entrance, however, will be able to accommodate diverted users of the South Entrance. One of these comments also recommended that traffic signal timing should change to better accommodate pedestrian crossing of Queens Boulevard. While this request is out of NYC Transit's jurisdiction, the comment will be forwarded to New York City Department of Transportation. The third comment expressed concern that Q20 and Q44 bus riders who currently use the Briarwood **E F** station's South Entrance will be forced to cross Queens Boulevard to enter the station with a permanently closed South Entrance. These passengers, however, will not have to cross Queens Boulevard if the South Entrance is permanently closed. Instead, they would walk west along Queens Boulevard (without crossing it) for about a block, cross above the Van Wyck Expressway and then walk east into the New Entrance.

## **Recommendation**

It is recommended that the MTA Board approve the station entrance closure.

## **Alternative to the Proposed Service Change**

NYSDOT and NYC Transit considered relocating the South Entrance about 100 feet further east on the south side of Queens Boulevard. However, NYC Transit rejected this alternative because site constraints yielded a problematic entrance design. The alternative entrance had the following concerns:

- It could be reached only by a 100-foot-long sub-passageway, branching off of the main passageway.
- It would have a 30 foot high stair with multiple switchback landings.
- The stair could only be 5 feet wide.

If built, the above entrance and approach would have poor sightlines (the stair would be like a fire stair in a building) and would be lightly used. The new sub-passageway – off of the main passageway – would create a sense of a labyrinth. In summary, the entrance would isolate customers in an uncomfortable environment. As mitigation for the 30-foot-high stair climb, an elevator was considered for a relocated South Entrance; however, this was deemed a highly inefficient investment given that an elevator here would serve only 15% of the station's passengers. Therefore, the elevator was shifted to the North Entrance and the relocation of the South Entrance was rejected altogether.

# Staff Summary

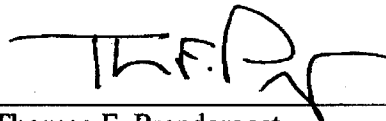
## **Budget Impact**

All construction work will be performed by NYSDOT; NYC Transit will assume responsibility for the subway entrances after work is complete. Since one subway entrance will be permanently closed and one new entrance will be constructed, there will be no net gain in terms of the number of station entrances for NYC Transit to maintain. NYC Transit will, however, assume responsibility for a new street elevator.

## **Proposed Implementation Date**

The station access change would occur in the fourth quarter of 2011.

Approved for Submission to the Board:



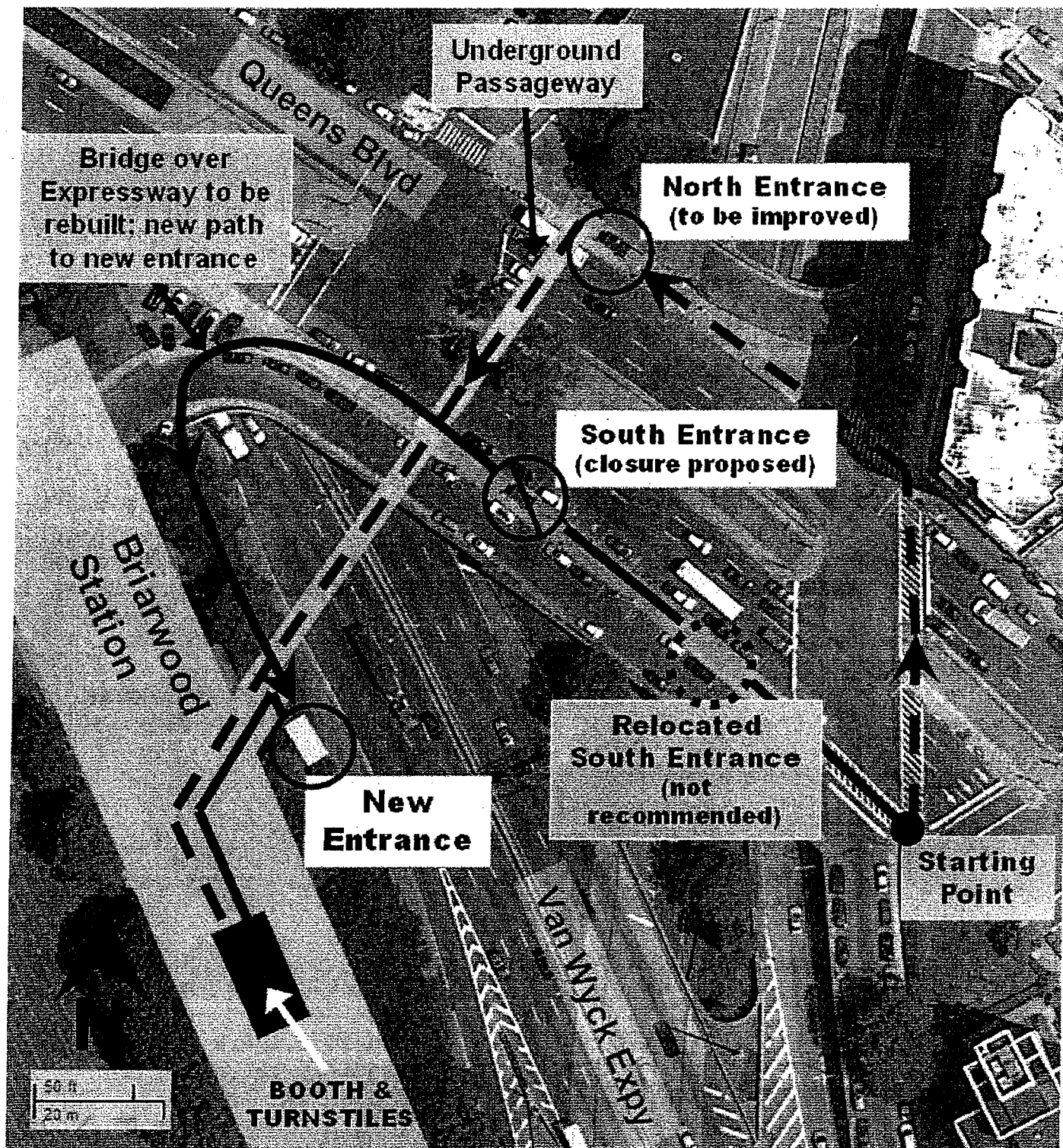
Thomas F. Prendergast  
President

# Request for a Public Hearing

## Closure of an Entrance at Briarwood E F Station

### Attachment A

- Alternate access via North Entrance
- ===== Alternate access via New Entrance



# Staff Summary

|   |                 |         |                          |      |       |
|---|-----------------|---------|--------------------------|------|-------|
| Item Number                                       |                 |         |                          |      |       |
| Dept & Dept Head Name:<br>Law, J. Abili           |                 |         |                          |      |       |
| Division and Division Head Name:<br>Law, J. Abili |                 |         |                          |      |       |
| Board Reviews                                     |                 |         |                          |      |       |
| Order   | To              | Date    | Approval                 | Info | Other |
| 1   | NYCT            | 5/23/11 |                          |      |       |
| 2   | Finance         | 5/23/11 |                          |      |       |
| 3   | Board           | 5/25/11 |                          |      |       |
| Internal Approvals                                |                 |         |                          |      |       |
| Order   | Approval        | Order   | Approval                 |      |       |
| 1   | General Counsel | 3       | Executive Vice President |      |       |
| 2   | CFO             | 4       | President                |      |       |

|   |                            |
|---|----------------------------|
| SUMMARY INFORMATION   |                            |
| S3II Tunnel Constructors  | Contract Number<br>C-26503 |
| Description<br>Construction of Running Tunnels & Station Structures #7 (Flushing) Line Extension  |                            |
| Total Amount<br>\$ 4,650,000 + \$1,050,000 (max incentive) = \$5,700,000  |                            |
| Contract Term<br>57 Months  |                            |
| Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |                            |
| Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |                            |
| Procurement Type<br><input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive                                    |                            |
| Solicitation Type<br><input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other: None                  |                            |
| <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |                            |

## I. PURPOSE/RECOMMENDATION:

To request authorization from the MTA Board for a settlement agreement for Contract C-26503, Construction of Running Tunnels & Station Structures for the #7 Line Extension, to S3II Tunnel Constructors, JV. The settlement includes the issues described below for the agreed upon lump sum amount of \$4,650,000 and an additional \$1,050,000 which may be earned should the contractor achieve early completion incentives set forth below. If all the incentives are earned, the maximum total contract price adjustment would be \$5,700,000. There will be no change in the substantial completion date of September 12, 2012.

## II. DISCUSSION:

This Contract (C-26503) provides for the construction of running tunnels and station structures for the No. 7 Line Extension project. The new tunnels will extend from the existing 7 Line Times Square Station and continue west under 41<sup>st</sup> Street and then south under 11<sup>th</sup> Avenue to 25<sup>th</sup> Street, with a new station structure at 34<sup>th</sup> Street and 11<sup>th</sup> Avenue. The construction includes shafts at Sites A (11<sup>th</sup> Avenue/26<sup>th</sup> Street), P (11<sup>th</sup> Avenue/34<sup>th</sup> Street) and K (11<sup>th</sup> Avenue/36<sup>th</sup> Street), underpinning of the existing 8<sup>th</sup> Avenue subway structure, and construction of facilities on the abandoned lower level of the 42<sup>nd</sup> Street station on the 8<sup>th</sup> Avenue Line. The project was designed by PB America.

The contractor is S3II Tunnel Constructors, JV (S3II). The construction is being administered in the field by the CCM team (Hill/LiRo/HDR, JV) and MTACC personnel. The contract has a 57 month duration with a substantial completion date of September 12, 2012. The construction is approximately 88 percent complete and is ahead of schedule. C-26503 provides important access for the follow-on C-26505 Systems Contractor for the installation of tunnel and station finishes and the track and signal systems work. Because C-26503 is ahead of schedule, MTACC has been examining opportunities to enhance the C-26505 access by taking advantage of the early C-26503 completion. The improved site access will allow MTACC to obtain the earliest possible 7-Line Revenue Service date.

Subject to Board approval, MTACC and S3II have reached agreement on the resolution of several open claims. The most significant claim included in the settlement involves the resolution of a longstanding and contentious dispute relating to the credit due MTACC for the deletion of rock excavation work under AWO #9. The Settlement offsets the credit due MTACC with a scope transfer from the follow-on contract and obtaining early site access for the follow-on C-26505 contract. The scope transfer will allow for future C-26505 civil work to be done sooner as well as earlier and improved Site P access that will allow C-26505 better entry into the Station Cavern to facilitate the installation of the finishes work in that area. The Settlement also includes resolution of certain other contentious issues.

The primary elements of the settlement are as follows:

1. Resolution of the claim for disputed credit due MTACC for AWO #9
2. Resolution of several other disputed claims including, the credit due MTACC for instrumentation not installed, credit due MTACC for the elimination of the Secant Pile Load Test, requirement to install weep holes in the mud slab and the need to infill over excavated areas at Site A and Adit A
3. Turnover of Site P, Station Cavern, and Running Tunnels between Site A and Times Square to the follow-on contractor approximately one year earlier than S3II is required under its contract
4. Provide the follow-on Contractor with the option to take over existing temporary facilities that are owned by S3II
5. Resolution of issues involving the E3 Adit, the maintenance platform in the pump room and drainage in the cavern invert
6. Advance civil work from the follow-on finishes contract for the construction of certain sections of the structural invert in the previously installed precast tunnel liners.
7. Advance civil work from the follow-on finishes contract for the construction of the Site A Shaft structural concrete liner.
8. Institution of an incentive/disincentive provision associated with the turnover of Site P and Site A to entice the earliest possible turnover.

In sum, the maximum amount of incentive that S3II could earn for early completion of all the new intermediate milestones is \$1,050,000. The maximum disincentive for late completion is \$1,800,000; this amount would be in addition to any potential assessment of Liquidated Damages. The amounts are computed as follows:

| Milestone    | Daily Incentive/Disincentive | Incentive Days | Maximum Incentive  | Disincentive Days | Maximum Disincentive |
|--------------|------------------------------|----------------|--------------------|-------------------|----------------------|
| Site P       | \$50,000                     | 15             | \$750,000          | 30                | \$1,500,000          |
| Site A       | \$10,000                     | 30             | \$300,000          | 30                | \$300,000            |
|              |                              |                |                    |                   |                      |
| <b>Total</b> |                              |                | <b>\$1,050,000</b> |                   | <b>\$1,800,000</b>   |
|              |                              |                |                    |                   |                      |

MTACC has evaluated the financial value of the items included in the settlement and believes it is a good business decision and in the agency's best interest to enter this settlement.

The Substantial Completion date of September 12, 2012 is unchanged as a result of this settlement.

### **III. ALTERNATIVES:**


This is MTACC's most advantageous alternative as provides favorable settlement terms, establishes more cost certainty with respect to the C-26503 (Tunnel) contract and improves MTACC's ability to achieve the earliest possible revenue service date for the 7-Line Program.

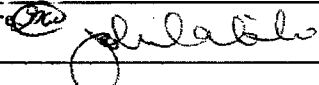



# Report



## PROCUREMENTS

The Procurement Agenda this month includes 9 actions for a proposed expenditure of \$16.2M.

|   |           |             |                 |             |              |
|---|-----------|-------------|-----------------|-------------|--------------|
| <b>Subject</b> Request for Authorization to Award Various Procurements  |           |             |                 |             |              |
| <b>Department</b> Materiel Division - NYCT  |           |             |                 |             |              |
| <b>Department Head Name</b> Stephen M. Plochochi  |           |             |                 |             |              |
| <b>Department Head Signature</b>  |           |             |                 |             |              |
| <b>Project Manager Name</b> Rose Davis  |           |             |                 |             |              |
| <b>Board Action</b>   |           |             |                 |             |              |
| <b>Order</b>  | <b>To</b> | <b>Date</b> | <b>Approval</b> | <b>Info</b> | <b>Other</b> |
| 1   | Committee | 5/23/11     |                 |             |              |
| 2   | Board     | 5/25/11     |                 |             |              |
|   |           |             |                 |             |              |
|   |           |             |                 |             |              |

|  |  |   |                        |
|--|--|---|------------------------|
| <b>May 10, 2011</b>  |  |   |                        |
| <b>Department</b> Law and Procurement - MTACC  |  |   |                        |
| <b>Department Head Name</b>  |  |   |                        |
| <b>Department Head Signature</b>  |  |   |                        |
| <b>Table of Contents Ref #</b>   |  |   |                        |
| <b>Internal Approvals</b>  |  |   |                        |
|  | <b>Approval</b>  |   | <b>Approval</b>        |
|  | President NYCT  |  | President MTACC.       |
|  | Executive VP    | X   | Subways                |
| X  | Capital Prog. Management   | X   | Buses                  |
|  | Law  | X   | Diversity/Civil Rights |

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

**PURPOSE:**

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

**DISCUSSION:**

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

Procurements Requiring Two Thirds Vote:

Schedule A: Non-Competitive Purchases and Public Work Contracts

- GAL Manufacturing Corp. \$ .7 M

# of Actions      \$ Amount

1      \$ .7 M

SUBTOTAL      1      \$ .7 M

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

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

Procurements Requiring Two-Thirds Vote:

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

Schedules Requiring Majority Vote

|  |          |                 |
|--|----------|-----------------|
| Schedule L: Budget Adjustments to Estimated Quantity Contracts | 1        | \$ 1.0 M        |
| <b>SUBTOTAL</b>  | <u>2</u> | <u>\$ 1.0 M</u> |

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

Procurements Requiring Two-Thirds Vote:

|  | <u># of Actions</u> | <u>\$ Amount</u> |
|--|---------------------|------------------|
| Schedule C: Competitive Requests for Proposals (Award of Purchase and Public Work Contracts) | 1                   | \$ 8.5 M         |

Schedules Requiring Majority Vote

|  |          |                  |
|--|----------|------------------|
| Schedule L: Budget Adjustments to Estimated Quantity Contracts | 1        | \$ 2.0 M         |
| <b>SUBTOTAL</b>  | <u>2</u> | <u>\$ 10.5 M</u> |

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

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

Schedules Requiring Majority Vote:

|   |          |                  |
|---|----------|------------------|
| Schedule K: Ratification of Completed Procurement Actions | 4        | \$ 4.0 M         |
| <b>SUBTOTAL</b>   | <u>4</u> | <u>\$ 4.0 M</u>  |
| <b>TOTAL</b>  | <u>9</u> | <u>\$ 16.2 M</u> |

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

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



## **BOARD RESOLUTION**

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

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

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

NOW, the Board resolves as follows:

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

MAY 2011

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. GAL Manufacturing Corp.<br>Sole Source<br>RFQ#: 0000000818 | \$650,000.00 (Est.) | <u>Staff Summary Attached</u> |
|---|---------------------|-------------------------------|
- Joint procurement for the purchase of various non-inventory replacement elevator parts.

MAY 2011

**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.)

- |  |                              |                                      |
|--|------------------------------|--------------------------------------|
| <b>1. Contractor To Be Determined</b>                        | <b>Cost To Be Determined</b> | <b><u>Staff Summary Attached</u></b> |
| <b>Contract #W-32686R – Fifty-three month contract</b>       |                              |                                      |
| RFP Authorizing Resolution for the VHF Radio System Upgrade. |                              |                                      |

**MAY 2011**

**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.)

|   |   |   |
|---|---|---|
| <b>2. Hepco Inc.</b><br><b>Contract # CM-1298.6</b><br><b>July 11, 2005 – July 10, 2011</b> | <b>Original Amount:</b><br><b>Prior Modifications:</b><br><b>Prior Budgetary Increases:</b><br><b>Current Amount:</b> | <b>\$ 5,000,000</b><br><b>\$ 0</b><br><b>\$ 8,000,000</b><br><b>\$ 13,000,000</b> |
|   | <b>This Request:</b>  | <b>\$ 1,000,000</b>   |
|   | <b>% of This Request to Current Amount:</b>   | <b>7.7%</b>   |
|   | <b>% of Modifications (including This Request) to Original Amount:</b>  | <b>180%</b>   |

**Discussion:**

This budget adjustment will increase the contract value for one of six job shop consultant contracts. Under these estimated quantity contracts, the contractors provide temporary staff during design and construction phases of various projects on an 'as-needed' basis. Utilizing temporary staff on an 'as-needed' basis is less expensive than using, or increasing internal staff positions as the fully loaded rates of temporary staff are lower than in-house rates for these titles. Each position requested to be filled comes with individual funding at that time. Many of the requests are for highly skilled and difficult to fill positions such as Rail Road Signal Specialists, Fiber Optic Network Communication Engineers, Safety/Quality Engineers as well as Engineers, Inspectors and Architects.

The six job shop contracts were originally awarded for \$5 million each, for a total of \$30 million for five years. Each of the six consultants (Gonzer, Nesco, Hepco, Rotator, Peak and MetroTech) is asked to submit resumes in response to position requests. However, to date, two consultants, Hepco and Rotator, have submitted the largest number of resumes of qualified personnel resulting in a significant number of positions filled by these two firms. Budget adjustments to the contracts for Hepco and Rotator were approved by the October 2010 Board to add \$1 million to each of the contracts.

Hepco has been assigned 89 task orders totaling \$12,808,341 and has almost reached its funding limit. Currently, they are providing 28 temporary staff. In comparison, four of the five remaining consultant firms (L.J. Gonzer, Nesco, Peak Technical and Metro-Tech) have used only \$12,571,359 combined out of a total of \$20 million. It is projected that the committed value for these four consultant firms will not reach the authorized limits by the end of the contract term. The amount requested for this budget adjustment will allow Hepco to continue to maintain existing support, as well as provide necessary funding to encumber new task orders for the duration of the contract, which expires on July 10, 2011. A new RFP is currently in process to replace this contract.

**MAY 2011**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**Procurements Requiring Two-Thirds Vote:**

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

(Staff Summaries required for items requiring Board approval.)

- 3. Henry Brothers Electronics                      \$8,495,253.58**  
**Contract #C-11473**

**Staff Summary Attached**

**Three Proposals/Low Proposer - one-year contract**

Furnishing, installation, wiring and testing of video cabinets and fiber distribution panels in communication rooms in under-river tunnels.

**MAY 2011**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**Procurements Requiring Majority Vote:**

**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. Various Firms                    | Original Amount:   | \$ 3,000,000<br>(NTE)<br>(Aggregate) |
| Contract # PS809 -1 through PS809-9 | Prior Modifications:   | \$ 0                                 |
| October 16, 2009 – October 15, 2012 | Prior Budgetary Increases:   | \$ 0                                 |
|                                     | Current Amount:  | \$ 3,000,000                         |
|                                     | This Request:  | \$ 2,000,000<br>(NTE)                |
|                                     | % of This Request to Current Amount:                               | 66.7%                                |
|                                     | % of Modifications (including This Request) to<br>Original Amount: | 66.7%                                |

**Discussion:**

In October 2009 with Board approval, MTACC awarded Indefinite Quantity Contracts ("IQCs") to provide design consultant services for a three year period (with a one year option) to support MTA Capital Construction projects to the following firms: 1) STV/Skidmore Owens and Merrill, Joint Venture, 2) Dattner Architects, 3) HAKS Engineers, Architects and Land Surveyors, 4) Domenech Hicks & Krockmalnic, 5) Gruzen Samton, 6) Green Pedersen, 7) HDR/Daniel Frankfurt, 8) FX Fowle and 9) di Domenico + Partners. Under this arrangement, MTACC issues Task Orders against the base contracts for the specific consulting services for any MTACC project as needs are identified. These Task Orders are typically competitively solicited among the pool of consultants. Several Task Orders have been issued involving the Second Avenue Subway (SAS) Project for building utility relocation and support for fragile buildings along the SAS route. The total order of magnitude of these Task Orders, \$2.5M, is larger than what was envisioned when the original budget was established for these IQCs. Therefore, MTACC requests Board approval to increase the budget for these contracts by a total not-to-exceed amount of \$2M in aggregation.

**MAY 2011**

**LIST OF RATIFICATIONS FOR BOARD APPROVAL**

**Procurements Requiring Majority Vote:**

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

(Staff Summaries required for items requiring Board approval.)

**E.E. Cruz and Tully Construction Company, JV, LLC**

**Staff Summary Attached**

- |                         |              |
|-------------------------|--------------|
| 1. Contract #C-26005.62 | \$665,000.00 |
| 2. Contract #C-26005.67 | \$425,000.00 |
| 3. Contract #C-26005.68 | \$325,000.00 |

Modifications to the contract for civil, structural, and utility relocation for the Second Avenue Subway, 96th Street Station, in order to make revision to water and sewer mains as directed by the NYC Department of Environmental Protection.

**S3 Tunnel Constructors, JV**

**\$2,600,000.00**

**Staff Summary Attached**

4. Contract #C-26002.114

Modification to the contract for the construction of the Second Avenue Subway Tunnel from 92nd to 63rd Streets in order to mine through the freeze zone in the East Tunnel between 90th and 91st Streets.

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



Item Number: 1

|  |
|--|
| <b>Vendor Name (&amp; Location)</b><br>GAL Manufacturing Co. Inc. (Bronx, NY)  |
| <b>Description</b><br>Purchase of non-inventory replacement elevator parts   |
| <b>Contract Term (including Options, if any)</b><br>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><br><input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive                          |
| <b>Solicitation Type</b><br><input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source |

|  |  |
|--|--|
| <b>Contract Number</b><br>0000000818   | <b>Renewal?</b><br><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |
| <b>Total Amount: (Est.)</b><br>\$500,000 (NYCT)<br>\$150,000 (MNR)   |  |
| <b>Funding Source</b><br><input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Department of Subways, Carmen Bianco   |  |
|  |  |

## Discussion:

It is requested that the Board declare competitive bidding impractical or inappropriate pursuant to Public Authorities Law §1209, subsection 9(b), due to the existence of a single responsible source, and approve the award of a three year, estimated quantity price book contract for the purchase of GAL Manufacturing Corp. (GAL) elevator parts for which GAL is the sole provider.

These parts are used by NYC Transit's Division of Infrastructure, Elevator/Escalator Department (E&E) and Metro North Railroad (MNR) for the replacement of worn and damaged elevator equipment, such as door operators, electromechanical interlocks, elevator call panels and elevator car controllers installed on approximately 200 NYC Transit elevators and on approximately 116 MNR elevators. GAL is the original equipment manufacturer for all GAL-branded elevator parts and does not have a distributor network for its products.

Procurement solicited GAL for pricing for this joint procurement in the estimated amount of \$650,000.00 (\$500,000.00 for NYCT and \$150,000.00 for MNR). NYC Transit will receive a 38% discount and MNR will receive a 36% discount off the prevailing price list in the May 2008 GAL catalog. The discount rates will remain firm for the duration of this three year contract. In addition, although GAL plans to issue a new price book later this year (with generally higher list prices), it agreed to continue to use its May 2008 price book for the duration of this contract.

The discounts reflect MNR's requirement to continue to have all materials delivered to one of its seven receiving locations. Previously NYC Transit picked up all orders from GAL's facility and received a 39% discount, but determined that it would be more efficient in the future to pick up orders from GAL only in instances when parts are urgently needed to expedite elevator repairs; however, all other orders will be delivered to NYC Transit's receiving location.

Procurement performed a price analysis on high-usage/high value items for NYC Transit and commonly used items for MNR purchased from the prior contract with GAL and found that there was no increase in the list price for any item because GAL has not published a new price book since May 2008. There was no increase in the net prices to MNR, but there will be a 0.29% annual weighted average increase in the net prices to NYC Transit (\$1,450 if the entire \$500,000 estimated amount is expended), which is attributed to E&E's decision to have non-urgent orders delivered by GAL. However, that small increase is more than offset by the labor and fuel savings to NYC Transit associated with E&E not picking up all orders. Additionally, the Producer Price Index for elevator parts showed a 2.4% increase from May 2008 (when pricing was established for the contract expiring in July 2011) to March 2011, the most current index available as of the end of April 2011. As a result of this price analysis, the new contract prices were deemed fair and reasonable.



# Staff Summary



New York City Transit

Page 1 of 2

|  |                       |       |              |      |       |
|--|-----------------------|-------|--------------|------|-------|
| Item Number: 1   |                       |       |              |      |       |
| Division & Division Head Name: VP Materiel, Stephen M. Plochochi |                       |       |              |      |       |
|  |                       |       |              |      |       |
| <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  | Budget                |       |              |      |       |
| 4 X  | Capital Program Mgmt. |       |              |      |       |

|   |                             |
|---|-----------------------------|
| <b>SUMMARY INFORMATION</b>  |                             |
| Vendor Name<br>RFP Authorizing Resolution   | Contract Number<br>W-32686R |
| Description<br>VHF Radio System Upgrade in the Boroughs of Brooklyn, Manhattan, Queens and The Bronx  |                             |
| Total Amount<br>TBD   |                             |
| Contract Term (including Options, if any)<br>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<br><input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive  |                             |
| Solicitation Type<br><input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:   |                             |
| Funding Source<br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |                             |

## PURPOSE/RECOMMENDATION:

To request that the Board adopt a resolution declaring that competitive bidding is impractical or inappropriate, and that, pursuant to Subdivision 9(f) of Section 1209 of the Public Authorities Law, it is in the public interest to issue a competitive Request for Proposal (RFP) for the VHF Radio System Upgrade in the boroughs of The Bronx, Brooklyn, Manhattan and Queens. This project will be managed by NYCT Capital Program Management (CPM).

## DISCUSSION:

There currently exists a Federal Communications Commission (FCC) mandate that requires all existing radio systems operating below 512 MHz to migrate from 25 KHz wideband frequency to 12.5 KHz narrowband frequency operation by January 1, 2013.

An Authorizing Resolution requesting the use of a competitive Request for Proposal (RFP) procurement process was approved by the Board in June 2008 for contract W-32686. An RFP was issued in late 2009 with a one-step submittal process in which prospective proposers submitted technical and cost proposals that were reviewed in accordance with pre-established selection criteria. After submission and evaluation of Best and Final Offers by the proposers, an award recommendation was approved by the November 2010 Board. That recommendation was based on a fully acceptable technical solution at a price that was approximately \$32 Million lower than the next closest priced competitor.

However, NYC Transit was notified in November 2010 by the Office of the State Comptroller (OSC) that the contract was subject to their review before it could be awarded. NYCT submitted requested documentation and worked with OSC to complete the review expeditiously. On December 21, 2010, OSC sent another letter to NYCT stating that after a preliminary review of the documents, they were returning the contract disapproved. The OSC cited a recent and potentially significant vendor responsibility issue as the reason for its disapproval.

After evaluating whether these questions could be resolved in a definitive manner in a reasonable time, it became apparent that a resolution, no matter which way, would become protracted. Accordingly, given that the FCC deadline had not moved, and that the project must go forward, MTA decided to cancel contract W-32686 and to re-solicit. A Post Proposal Addendum was issued on March 08, 2011 advising proposers of this cancellation.

This procurement will be re-solicited under W-32686R and NYCT will be seeking a contractor to upgrade the existing Rapid Transit Operations (RTO) VHF radio system, all co-located Transit Police Bureau (TPB) VHF base stations, and eight off property TPB transmitter base stations operating on NYCT licensed channels in order to comply with this mandate.

The current RTO system consists of three conventional half duplex wideband VHF radio channels with one channel assigned to each one of the three rapid transit subdivisions. 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 project will also provide for remote management capabilities, uninterrupted power supply service during power failures and will be configurable for redundant patch network that will make use of the SONET/ATM infrastructure. The project will also impact the NYCT Rail Control Center and backup facility and will be accomplished over 53 months. An appropriate project phasing plan will address the portion related to the FCC deadline.

The new equipment to be used with these VHF narrowband NYCT frequencies will be designed and constructed such that two-way coverage will be present in areas that are already served in wideband operation in the above and below ground subway. Radio traffic on the system will be voice communications. Equipment being installed must be capable of operation in both wideband and narrowband, although not simultaneously.

A review of responses to a prior NYCT Request for Information (RFI), as well as information received during the previous solicitation for this project, identified various alternatives and configurations that meet the requirements of NYCT. Utilizing the RFP process will allow NYCT to evaluate alternatives as well as take into account proposals that can possibly shorten the project duration and introduce innovations that will be in keeping with NYCT's need to get the best possible contractor and solution at the best possible price and meet the FCC mandate. Technical factors and contractor qualifications will be important evaluation criteria that will encompass experience, project approach and also assess proposers' ability to further migrate to 6.25KHz. Maintaining current radio operations and cost will also be important criteria. Given the complex nature of this project, it is in the best interest of NYCT to be able to consider other factors such as technical expertise and alternative approaches to the work as well as past performance and experience on similar projects in order to determine which proposal offers the best overall value. In addition, the RFP process will allow NYCT flexibility to negotiate alternative contract terms and conditions that could potentially result in a lower overall cost for the project while still achieving NYCT's requirements.

## **ALTERNATIVES:**

The use of a sealed bid process in which factors other than cost cannot be considered is not recommended as it does not provide the best flexibility in assessing the alternative means towards accomplishing a complex project. An RFP is a better means to evaluate different technical approaches and to enable the best consideration of alternative proposals. It is believed that a negotiated procurement in the context of a complex project would better serve the public interest.

## **IMPACT ON FUNDING:**

This project is funded by the MTA and managed by NYCT under the MTA Capital Program.

## **MBE/WBE GOALS:**

The Department of Diversity and Civil Rights established goals for the initial solicitation of 5% MBE and 5% WBE, which will remain the same for this re-solicitation.

# Staff Summary

|  |                  |              |                          |             |              |
|--|------------------|--------------|--------------------------|-------------|--------------|
| <b>Item Number</b> 3   |                  |              |                          |             |              |
| <b>Dept &amp; Dept Head Name:</b> Security Program, R. Miras<br><i>MB Richard Miras 5/6/11</i> |                  |              |                          |             |              |
| <b>Division and Division Head Name:</b>  |                  |              |                          |             |              |
| <b>Board Reviews</b>   |                  |              |                          |             |              |
| <b>Order</b>   | <b>To</b>        | <b>Date</b>  | <b>Approval</b>          | <b>Info</b> | <b>Other</b> |
|  | NYCT             |              | X                        |             |              |
|  | Finance          |              | X                        |             |              |
|  | Board            |              |                          |             |              |
| <b>Internal Approvals</b>  |                  |              |                          |             |              |
| <b>Order</b>   | <b>Approval</b>  | <b>Order</b> | <b>Approval</b>          |             |              |
|  |                  | 5            | President                |             |              |
| JCA2   | General Counsel  | 4            | Executive Vice President |             |              |
| 1912   | Dir. Procurement | 3            | Chief Financial Officer  |             |              |

|   |                                   |
|---|-----------------------------------|
| <b>SUMMARY INFORMATION</b>  |                                   |
| <b>Vendor Name</b><br>Henry Brothers Electronics  | <b>Contract Number</b><br>C-11473 |
| <b>Description</b><br>IESS/C3 Contract Wrap-Up Support Services (URT1)  |                                   |
| <b>Total Amount</b><br>\$8,495,253.58   |                                   |
| <b>Contract Term</b><br>12 Months   |                                   |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |                                   |
| <b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |                                   |
| <b>Procurement Type</b><br><input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive   |                                   |
| <b>Solicitation Type</b><br><input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Ride  |                                   |
| <b>Funding Source</b><br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: Grant |                                   |

## I. PURPOSE/RECOMMENDATION:

To obtain Board approval for the award of Contract C-11473 to Henry Brothers Electronics (HBE), Inc. for the NYCT Under River Tunnels Package #1 (URT 1) of the Integrated Electronic Security System in the amount of \$8,495,253.58 and duration of 12 months. This contract will ride MTA Bridges & Tunnel Contract 08-MNT-2827 with HBE for Maintenance of the IESS/C3 System.

## II. DISCUSSION:

Since the termination for default of the Integrated Electronic Security System (IESS/C3) contract (C-52038) with Lockheed Martin Transportation & Security Solutions (LMTSS) in June 2009, MTACC and NYCT have worked to engage the major subcontractors to LMTSS who performed work under the IESS/C3 Contract in separate agreements that will collectively complete the work unfinished by Lockheed Martin. Given the urgent nature of this effort and the practical consideration that the existing IESS/C3 subcontractors are most familiar with and likely most qualified to perform the wrap-up work required, MTACC considers formal competitive bidding related to the wrap-up of the IESS/C3 project to be impractical and inappropriate pursuant to the prior Emergency Declaration relating to security issues.

This contract (C-11473) for URT 1 includes the procurement, installation, wiring and testing of video cabinets and fiber distribution panels in eighteen (18) communication rooms in the URTs. The contract also requires that the contractor complete the installation, integration and upgrade of existing equipment previously installed (cameras, IR spotlights, card readers, intercoms, intrusion detection systems and panels) in the URTs and communication rooms under the previous defaulted LMTSS contract. The in-house estimate for this work prepared by MTACC was in the amount of \$9,104,964.

A Request for Proposal was issued to six contractors who performed work as subcontractors on the original IESS contract. The following proposals were received:

|                                  |              |
|----------------------------------|--------------|
| Henry Brothers Electronics, Inc. | \$9,469,813  |
| Welsbach Electric Corp.          | \$13,046,724 |
| ARINC                            | \$15,053,585 |

## Staff Summary

All three firms were deemed to be technically qualified and were invited to participate in negotiations. At the conclusion of negotiations, all three were requested to submit best and final offers (BAFOs) which were received on April 21<sup>st</sup> as follows:

|                                  |             |
|----------------------------------|-------------|
| Henry Brothers Electronics, Inc. | \$8,495,254 |
| ARINC                            | \$8,599,203 |
| Welsbach Electric Corp.          | \$9,397,346 |

HBE took no exceptions to the scope of work ("SOW") in their BAFO while both of the other firms did. It was determined that the BAFO submitted by Henry Brothers Electronics was the most advantageous to MTACC since they took no exceptions to the scope, as it is 1.2% lower than the next proposal and 6.7% below the in-house estimate. The negotiated cost of \$8,495,254 is therefore considered to be fair and reasonable.

### III. IMPACT ON FUNDING:

Funding for this Contract will be available through a Department of Homeland Security (DHS) 2010 Grant. Contract will not be awarded until Grant Funding is released.

### IV. ALTERNATIVES:

There are no viable alternatives as this work was competitively negotiated and is being awarded to a technically qualified and responsible firm at a fair and reasonable cost.

# Schedule K: Ratification of Completed Procurement Actions



Item Number: 1-3

|  |   |
|--|---|
| <b>Vendor Name (&amp; Location)</b>  |   |
| E.E. Cruz and Tully Construction Company, JV, LLC (Holmdel, NJ)  |   |
| Civil, structural, and utility relocation for the Second Avenue Subway route – 96 <sup>th</sup> Street Station   |   |
| <b>Contract Term (including Options, if any)</b>   |   |
| May 28, 2009 – June 14, 2013   |   |
| <b>Option(s) included in Total Amount?</b>   | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a                  |
| <b>Procurement Type</b>  | <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive                          |
| <b>Solicitation Type</b>   | <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification |
| <b>Funding Source</b>  |   |
| <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other: |   |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b>   |   |
| MTA Capital Construction, Michael Horodniceanu   |   |

|  |                           |
|--|---------------------------|
| <b>Contract Number</b>   | <b>AWO/Modification #</b> |
| C-26005  | 62, 67 & 68               |
| <b>Original Amount:</b>  | \$ 325,000,000            |
| <b>Prior Modifications:</b>  | \$ 7,533,021              |
| <b>Prior Budgetary Increases:</b>                                      | \$ 0                      |
| <b>Current Amount:</b>   | \$ 332,533,021            |
| <b>This Request:</b>   |                           |
| AWO #62: \$665,000   |                           |
| AWO #67: \$425,000   | \$ 1,415,000              |
| AWO #68: \$325,000   |                           |
| <b>% of This Request to Current Amount:</b>                            | 0.4%                      |
| <b>% of Modifications (including This Request) to Original Amount:</b> | 2.8%                      |

## Discussion:

These retroactive modifications are for water and sewer utility work. This contract is for civil, structural, and utility relocation work for the new 96<sup>th</sup> Street Station from 95<sup>th</sup> to 100<sup>th</sup> Streets. The contract includes the relocation of utilities from the center of the Avenue to the building foundation line.

## AWO # 62:

North of 98<sup>th</sup> Street, the existing water main is 60-inch diameter concrete. At 98<sup>th</sup> Street, an existing cast iron reducer changes the size of the diameter of the main from 60 inches to 48 inches. South of the reducer, the main was 48-inch diameter steel. The contract requires the existing reducer to be replaced with a 60-inch to 36-inch steel reducer, and the existing main to be replaced with 36-inch diameter steel pipe from 98<sup>th</sup> to 95<sup>th</sup> Streets. This contract work was performed. However, when the existing connection between the cast iron reducer and concrete main was excavated, NYC Department of Environmental Protection (DEP) engineers on site determined that the 60-inch concrete water main was improperly restrained at, and also north of, the 98<sup>th</sup> Street reducer location. Improper restraint would cause the water main joints to slip and eventually rupture. To ensure proper restraint, 115 linear feet of unrestrained 60-inch concrete pipe between 98<sup>th</sup> and 99<sup>th</sup> Streets had to be replaced with properly restrained 60-inch steel pipe. This AWO covers the furnishing and installation of the required additional 115 feet of 60-inch steel pipe complete with associated flange joints, access manholes, etc. The contractor submitted a cost proposal of \$919,978; MTACC's estimate was \$606,096. The final price of \$665,000 was agreed upon and found to be fair and reasonable. Savings of \$254,978 were achieved. On March 3, 2011, the MTACC President signed a retroactive waiver and the contractor was directed to proceed on March 30, 2011, so the work could be completed prior DEP's May 15, 2011 embargo on water work.

## AWO # 67

At 98<sup>th</sup> Street, an existing 44-inch by 28-inch sewer, made of brick, crosses Second Avenue and interferes with slurry walls required for the new Station. The contract calls for the existing sewer to be replaced with a 42-inch diameter sewer made of ductile iron pipe (DIP), south of the existing sewer. However, when the contractor dug test pits, it was determined that an existing sewer to which the new sewer would connect was at a different elevation than shown on DEP drawings. Accordingly, the planned 42-inch sewer could not be constructed, because vertical misalignment would have caused a sewage backup into NYC Housing Authority property located on 98<sup>th</sup> Street. The solution was to install a differently configured sewer system at a changed location, connected to contract-constructed sewer manholes. This AWO covers the installation of the re-configured sewer system. The contractor's cost proposal was \$503,888; MTACC's estimate was \$405,154. Following negotiations, the final price of \$425,000 was agreed upon and found to be fair and reasonable. Savings of \$78,888 were achieved. On March 17, 2011, the MTACC President signed a retroactive waiver and the contractor was directed to proceed.

## AWO #68

An existing 36-inch water main was installed under contract C-26002 to transition from new pipe hung over its excavation to existing buried pipe. As the subject contract expands the excavation, the relationship between the new hung pipe and the remaining buried pipe changes, so the transition requires a different geometry. Specifically, a dip in elevation, previously required to allow connection to existing buried mains between 95<sup>th</sup> and 96<sup>th</sup> Streets, must be removed as the existing buried water main is replaced with the new water main hung over the new excavation. This AWO covers the installation of 85 linear feet of new 36-inch steel pipe, including installation of scaffolding in the launch box to provide a working platform, MPT, temporary traffic signals, support of excavation, excavation saw cut and removal of a section of three and one half (3 1/2) foot thick reinforced concrete slurry wall, backfill, and temporary pavement restoration. The contractor's cost proposal was \$402,906; MTACC's estimate was \$309,508. Following negotiations, the final price of \$325,000 was agreed upon and found to be fair and reasonable. Savings of \$77,906 were achieved. On March 17, 2011, the MTACC president signed a retroactive waiver and the contractor was directed to proceed the following day.

# Schedule K: Ratification of Completed Procurement Actions



Item Number: 4

|   |  |
|---|--|
| <b>Vendor Name (&amp; Location)</b><br>S3 Tunnel Constructors, JV (Queens, NY)  |  |
| <b>Description</b><br>Second Avenue Subway: Tunnels from 92 <sup>nd</sup> Street to 63 <sup>rd</sup> Street   |  |
| <b>Contract Term (including Options, if any)</b><br>March 20, 2007- July 20, 2010   |  |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a   |  |
| <b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive  |  |
| <b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification  |  |
| <b>Funding Source</b><br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>MTA Capital Construction, Michael Horodniceanu  |  |

|  |                                  |
|--|----------------------------------|
| <b>Contract Number</b><br>C-26002                                      | <b>AWO/Modification #</b><br>114 |
| <b>Original Amount:</b>  | \$ 337,025,000                   |
| <b>Prior Modifications:</b>  | \$ 40,630,248                    |
| <b>Prior Budgetary Increases:</b>                                      | \$ 0                             |
| <b>Current Amount:</b>   | \$ 377,655,248                   |
| <b>This Request:</b>   | \$ 2,600,000                     |
| <b>% of This Request to Current Amount:</b>                            | 0.7%                             |
| <b>% of Modifications (including This Request) to Original Amount:</b> | 6.4%                             |

## Discussion:

This retroactive modification is for the additional costs involved in mining through the freeze zone in the East Tunnel between 90<sup>th</sup> and 91<sup>st</sup> streets.

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

In September 2010, the Board approved AWO 103 for \$6.6M for ground freezing. Exploratory borings had shown that the rock to be mined in the east tunnel (TBM-2) location was unexpectedly poor, increasing the risk of gripper problems at the face of the TBM, and because the sound rock cover above the tunnel area was found to be insufficient, increasing the risk of collapse. AWO 103 prepared the ground for TBM mining by freezing the ground above and around the east tunnel (TBM-2) cross-section in the area between 90<sup>th</sup> and 91<sup>st</sup> Streets. AWO 103 covered the cost to build and operate a liquid ammonia ground freeze plant at the surface and install of 3" ductile iron piping from the plant into the ground, to freeze the soil along a 145 foot length of the tunnel alignment, about 40 feet wide and 40 feet deep. Ground freezing allowed TBM mining to proceed safely and without the need to handle water inflows.

When AWO 103 was negotiated, it was known that the frozen zone could cause difficulties, because an inter-liner (constructed of steel ribs and concrete filled to the inside flange of the ribs) would be needed in the 145-foot zone to maintain stability of the ground above and around the tunnel and to control ingress of groundwater after the freeze plant was shut down and the ground thawed. The extent of the difficulties would hinge on whether the inter-liner could be installed after the freeze zone mining was completed or whether, due to the instability of frozen ground, safety considerations forced the contractor to install the inter-liner incrementally in conjunction with the mining through the freeze zone. This could not be determined at in advance because ground stability analyses could not be conducted until the freezing operation was underway.

When the freezing and mining operations were underway, ground stability analyses determined that the inter-liner had to be installed incrementally behind the TBM as the TBM advanced through the freeze zone. This caused the TBM advance rate to be slower than it would have been if the ground conditions were consistent with the contractual GBR. Also, since the 145-foot freeze zone is the only location with an inter-liner, it was necessary to construct ramps at either end of the freeze zone inter-liner to permit track installation for the passage of trailing gear, personnel and muck trains during the remainder of mining in the east tunnel (TBM-2). The ramps also slowed mining operations beyond the freeze zone and slowed the eventual removal of the TBM from the east tunnel. This modification covers the costs on installing the ramps, the inter-liner, and the labor and equipment costs for the additional nine days required to perform the work. The contractor's proposal was \$3,574,907; MTACC's revised estimate was \$2,534,422. Negotiations resulted in the agreed upon lump sum of \$2,600,000 that was found to be fair and reasonable. Savings of \$1,040,485 were achieved.

The contractor was directed to proceed immediately upon completion of negotiations; mining through the freeze zone was completed on April 3 and the freeze plant was shut down on April 4, 2011. The MTACC President approved a retroactive waiver accordingly. This AWO resulted in a nine day delay. Schedule delay and impact costs will be addressed in a future AWO.

## PROCUREMENTS

The Procurement Agenda this month includes 4 actions for a proposed expenditure of \$370.8M.

## Staff Summary

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

|                                     |
|-------------------------------------|
| <b>Date</b><br>May 6, 2011          |
| <b>Vendor Name</b><br>N/A           |
| <b>Contract Number</b><br>N/A       |
| <b>Contract Manager Name</b><br>N/A |
| <b>Table of Contents Ref #</b>      |

| Board Action |           |         |          |      |       |
|--------------|-----------|---------|----------|------|-------|
| Order        | To        | Date    | Approval | Info | Other |
| 1            | Committee | 5/23/11 | X        |      |       |
| 2            | Board     | 5/25/11 | X        |      |       |
|              |           |         |          |      |       |
|              |           |         |          |      |       |

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

### PURPOSE:

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

### DISCUSSION:

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

None

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

None

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

#### Procurements Requiring Two-Thirds Vote

Schedule A: Non-Competitive Purchases and Public Work Contracts

# of Actions      \$ Amount

1      \$231.2M

# of Actions      \$ Amount

Total Non-Competitive Procurements      1      \$231.2M



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

None

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

None

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

| <u>Procurements Requiring Majority Vote</u>   | <u># of Actions</u> | <u>\$ Amount</u> |
|---|---------------------|------------------|
| Schedule H: Modifications to Personal Service Contracts and Miscellaneous Contracts Awarded as Contracts for Services | 1                   | \$23.7M          |
| Schedule I: Modifications to Purchase and Public Work Contracts   | 1                   | \$115.4M         |
|   | <u># of Actions</u> | <u>\$ Amount</u> |
| Total Competitive Procurements  | 2                   | \$139.1M         |

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:

| <u>Procurements Requiring Majority Vote</u>  | <u># of Actions</u> | <u>\$ Amount</u> |
|--|---------------------|------------------|
| Schedule K: Ratification of Completed Procurement Actions (Involving Schedule E-J) | 1                   | \$0.4M           |
|  | <u># of Actions</u> | <u>\$ Amount</u> |
| Total Ratifications  | 1                   | \$0.4M           |
|  | <u># of Actions</u> | <u>\$ Amount</u> |
| Total Procurements   | 4                   | \$370.8M         |

## 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.

MAY 2011

**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. Nova Bus LFS, a Division of **\$231,242,879.00 (Est.)**  
Prevost Car (US) Inc.  
Contract # B-40650

Staff Summary Attached

Purchase of 328 low-floor articulated clean diesel buses.

MAY 2011

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

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

1. **First Transit, Inc.** **\$23,701,472 .00** *Staff Summary Attached*  
**Contract #03A8610.3**

Modification to the contract to provide staff to maintain and operate the Paratransit Call Center, in order to extend the contract term.

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

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

1. **New Flyer of America, Inc.** **\$115,434,883.00 (Est.)** *Staff Summary Attached*  
**Contract #B-40641.1**

Modification to the contract for the purchase of CNG 40-foot low floor buses in order to exercise the option for the purchase of 250 additional buses and perform technical changes.

MAY 2011

**LIST OF RATIFICATIONS FOR BOARD APPROVAL**

**Procurements Requiring Majority Vote:**

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

(Staff Summaries required for items requiring Board approval.)

- |   |   |
|---|---|
| <b>1. AHRC Healthcare, Inc.</b><br>d/b/a Access Community Health Center<br><b>Five Proposals/Low Proposer – ten-month contract, with 2 year option</b><br>Contract #10K0359 | <b>\$407,608.00</b><br><br><i><u>Staff Summary Attached</u></i> |
|---|---|

Perform eligibility assessment for Paratransit applicants and appeals assessment for Reduced-Fare MetroCard customers.

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



Item Number: **A-1**

|  |
|--|
| <b>Vendor Name (&amp; Location)</b><br>Nova Bus LFS, a Division of Prevost Car (US) Inc.<br>(Plattsburgh, NY)                                    |
| <b>Description</b><br>Purchase of 328 low-floor articulated clean diesel buses   |
| <b>Contract Term (including Options, if any)</b><br>May 1, 2011 – April 30, 2018   |
| <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><br><input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive                              |
| <b>Solicitation Type</b><br><input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Non-competitive |

|  |  |
|--|--|
| <b>Contract Number</b><br>B-40650  | <b>Renewal?</b><br><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |
| <b>Total Amount:</b> \$231,242,879 (Est.)  |  |
| <b>Funding Source</b><br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Department of Buses, Darryl C. Irick   |  |
|  |  |

## Discussion:

It is requested that the Board declare competitive bidding impractical or inappropriate pursuant to Public Authorities Law §1209, subsection 9(b) the item to be purchased is available only from a single responsible source, and approve the non-competitive purchase of 328 low floor articulated clean diesel buses from Nova Bus LFS, a Division of Prevost Car (US) Inc. (Nova Bus).

Nova Bus is currently the only manufacturer with a structurally qualified low floor articulated bus. NYC Transit awarded a contract to Nova Bus in May 2009 to purchase 90 low floor articulated clean diesel buses for test and evaluation as part of the New Bus Qualification Program; the buses were delivered in 2010; results of the evaluation have been very favorable and the bus has been deemed qualified. Nova Bus will provide a 12-year structural warranty.

Nova's initial proposal was \$717,933 per bus however through negotiation the price was reduced to \$703,874 per bus representing a savings of \$14,059 per bus or \$4,611,352. The total contract award of \$231,242,879 will consist of \$230,870,672 for the 328 buses (\$703,874/bus), \$117,207 for manuals and diagnostic tools; \$45,000 for tailpipe emission profile testing as well as \$210,000 for an estimated quantity of training. The difference between Nova's prior price to NYCT of \$668,832 per bus in May 2009 for a procurement of 90 buses and the current procurement is \$35K. This is primarily attributable to an increase of \$20K to address the latest EPA 2010 engine requirements and escalation of \$12K or 1.74%. The final price has been deemed fair and reasonable.

Nova has committed to a New York State content of 38% and will strive to achieve 39.5%. All 328 of these buses will be manufactured in Plattsburgh, NY. They are scheduled to be delivered from August 2011 through April 2013. The majority of these buses will be used to replace high floor articulated buses which have reached the end of their 12 year useful life and been in service since 1998 (20 buses) and 2000 (260 buses); the remaining 48 will be used to expand articulated bus service throughout the 5 boroughs. Converting a route to articulated bus operation has an immediate impact on operating costs because 4 standard buses are replaced with 3 articulated buses resulting in a reduction in operator related costs, fewer miles being driven and a need for fewer buses to meet peak service requirements.

Another articulated bus manufacturer, New Flyer of America (New Flyer) is undergoing testing to structurally qualify a new low floor articulated clean diesel bus model. Once the New Flyer bus passes the structural integrity testing, NYC Transit plans to purchase 90 of these buses later this year for test and evaluation and will conduct a competitive RFP for a larger quantity of articulated buses once New Flyer's new bus model has been qualified.

# Schedule H: Modifications to Personal Service & Miscellaneous Contracts



New York City Transit

Item Number: **H-1**

|  |  |
|--|--|
| <b>Vendor Name (&amp; Location)</b><br>First Transit, Inc. (Cincinnati, OH)  |  |
| <b>Description</b><br>Staffing and operation of the Paratransit Call Center  |  |
| <b>Contract Term (including Options, if any)</b><br>April 16, 2004 – May 31, 2011  |  |
| <b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a                              |  |
| <b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive   |  |
| <b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification                               |  |
| <b>Funding Source</b><br><input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Department of Buses, Darryl C. Irick   |  |

| Contract Number   | AWO/Modification # |
|---|--------------------|
| 03A8610   | 3                  |
| Original Amount:  | \$ 103,596,442     |
| Option Amount:  | \$ 21,898,242      |
| Total Amount:   | \$ 125,494,684     |
| Prior Modifications:  | \$ (282,058)       |
| Prior Budgetary Increases:                                      | \$ 0               |
| Current Amount:   | \$ 125,212,626     |
| This Request:   | \$ 23,701,472      |
| % of This Request to Current Amount:                            | 18.9%              |
| % of Modifications (including This Request) to Original Amount: | 18.9%              |

## Discussion:

This modification will extend the contract for up to an additional 12 months or until a replacement contract is awarded, whichever comes first.

This contract was competitively solicited and awarded to First Transit, Inc. (First Transit) in 2004 for the staffing and operation of the Paratransit Call Center. First Transit provides the necessary staff to take reservations, schedule trips, handle schedule conflicts and provide customer information for Paratransit registrants on a 24-hour basis.

In 2009, the Division of Paratransit exercised the contractual option to extend the contract term for two years. The option was exercised to ensure contractor continuity during the implementation of new efficiency measures, such as an Automatic Vehicle Location Monitoring (AVLM) system and Interactive Voice Response (IVR) technology. Since exercising the options, the plan was to conduct a competitive request for proposal (RFP) for a replacement contract. Subsequently, a cost reduction initiative included the possibility of relocating the Paratransit Call Center from its current location in Long Island City, NY to an offsite location. However, after researching offsite possibilities, it was determined that additional time was needed to revamp the scope of work and terms and conditions and address such things as sustaining software connectivity, executing a Disaster Recovery Plan and adequately maintaining a remote operation. This extension will allow sufficient time to solicit and review new proposals, award a new contract and allow for an appropriate period of time to transition to a remote operation.

Paratransit, Procurement and First Transit entered into negotiations regarding performance standards and personnel wages for this extension. Performance standard averages were changed to reflect the current FTA standards. Paratransit's estimate for this modification was \$23,950,561, which included a 3% wage escalation for both Management and Hourly personnel. First Transit's proposal of \$24,065,194 included a 3.5% across-the-board wage increase. Through negotiations, it was determined that only certain personnel categories warranted increases, which resulted in a revised proposal of \$23,701,472. This translated into a total savings of \$363,722, and consequently a revised across-the-board wage increase of 1.94% from the current pricing. Cost/Price has found this increase to be fair and reasonable.

# Schedule I: Modifications to Purchase and Public Work Contracts



Item Number: L-1

|   |  |
|---|--|
| <b>Vendor Name (&amp; Location)</b>   |  |
| New Flyer of America, Inc. (Winnipeg, Manitoba, Canada)   |  |
| <b>Description</b>  |  |
| Purchase of low-floor 40-foot CNG buses   |  |
| <b>Contract Term (including Options, if any)</b>  |  |
| August 20, 2010 – January 30, 2017  |  |
| Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a            |  |
| Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive                                       |  |
| Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification             |  |
| <b>Funding Source</b>   |  |
| <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b>  |  |
| Department of Buses, Darryl C. Irick  |  |

| Contract Number   | AWO/Modification #   |
|---|----------------------|
| B-40641   | 1                    |
| Original Amount:  | \$ 61,424,152        |
| Prior Modifications:  | \$ 0                 |
| Prior Budgetary Increases:                                      | \$ 0                 |
| Current Amount:   | \$ 61,424,152        |
| This Request:   | \$ 115,434,883(Est.) |
| NYCT: \$78,943,406  |                      |
| MTABC: \$36,491,477   |                      |
| % of This Request to Current Amount:                            | 187.9%               |
| % of Modifications (Including This Request) to Original Amount: | 187.9%               |

## Discussion:

This modification will exercise an option to purchase 250 (171 buses for NYC Transit and 79 buses for MTABC) low-floor 40-foot CNG buses from New Flyer of America (New Flyer) and make a series of technical changes to the base and option buses.

The base contract was a competitively negotiated contract awarded to New Flyer on August 20, 2010 for the purchase of 135 low-floor 40-foot CNG buses with an option to purchase up to 340 additional buses. The contract contains an option clause whereby option buses can be ordered at the base price of \$453,990 for up to one year after award. If an option is exercised after one year from original award date, the bus price is subject to a price adjustment formula established in the contract.

Under this modification, NYC Transit and MTABC will exercise the option and purchase an additional 250 low-floor 40-foot CNG buses. NYC Transit initiated discussions with New Flyer whereby a unilateral price concession of \$974/bus on the 250 buses covered by this option and the 135 buses purchased under the base contract will be applied, reducing the price per bus to \$453,016. This is attributed to efficiencies associated with the continuous production of 385 (135 base, 250 option) buses resulting in a total savings of \$375,000. The total amount for the exercise of this option including the \$974 credit applicable to the price of the base buses is \$113,122,500 (NYCT \$77,375,790/MTABC: \$35,746,710).

As a result of design meetings and alternate product testing, NYCT requested a series of technical changes to be made to the base (135) as well as the option buses (250). The most significant of the changes will improve fuel economy through the use of an electric engine cooling system and serviceability through fiberglass side impact panels with greater ease of replacement. New Flyer's initial proposal for the debits and credits associated with these changes was \$2,574,183 however through information obtained from an audit conducted by MTA Audit Services the total price was reduced to \$2,312,383 (NYCT \$1,567,616/MTABC \$744,767) or \$6,006 per bus. This represents a savings of \$261,800 from New Flyer's original proposal.

The 250 option buses will be built and delivered immediately following the delivery of the buses covered under the base order. While delivery of the base order was originally scheduled to begin in October 2011, New Flyer has agreed to accelerate the delivery schedule commencing September 2011. The base order will be delivered from September 2011 through January 2012; the option portion will be delivered January 2012 through October 2012. These buses will be used to replace 1998 and 1999 CNG buses that have reached the end of their 12 year useful life. They will operate out of NYC Transit's Jackie Gleason depot and MTABC's College Point and Spring Creek depots. Award of this option at this time will permit favorable pricing, continuous production affording uniformity in quality, and the ability to retire aging buses.

The final pricing for both the option buses as well as the technical changes were found to be fair and reasonable.

New Flyer has committed to provide 13.79% New York State content on this order of buses and is currently working to establish a local Service/ Parts Center in an effort to increase its New York presence.



# Schedule K: Ratification of Completed Procurement Actions



Item Number: **K-1**

|   |
|---|
| <b>Vendor Name (&amp; Location)</b><br>AHRC Healthcare, Inc. d/b/a Access Community Health Center<br>(New York, NY)                                       |
| <b>Description</b><br>Provide certifier services for Paratransit and Reduced-Fare MetroCard applicants  |
| <b>Contract Term (including Options, if any)</b><br>May 2, 2011 - March 6, 2014   |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> n/a               |
| <b>Procurement Type</b><br><input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive                                       |
| <b>Solicitation Type</b><br><input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Immediate Operating Need |

|  |  |
|--|--|
| <b>Contract Number</b><br>10K0359A,B   | <b>Renewal?</b><br><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |
| <b>Total Amount:</b><br>10K0359A: \$393,788<br>10K0359B: \$8,820   |  |
| <b>Funding Source</b><br><input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Department of Buses; Darryl C. Irick   |  |

## Discussion:

Contracts 10K0359A and 10K0359B to provide certifier services for Paratransit and Reduced Fare applicants in the borough of Manhattan will replace previous contracts for the same service. The new contracts were awarded to Access Community Health Center (Access) on April 12, 2011 under an authorized Immediate Operating Need (ION) issued in response to the bankruptcy and closing of the previous contractor, North General Hospital. Ratification for this award is requested from the Board.

The Paratransit Eligibility Determination Unit (Paratransit) and Reduced-Fare MetroCard Unit (Reduced Fare) require that 100% of applicants be screened at independent certifier centers to determine eligibility for services. Medical professionals of certifier centers assess how an applicant's disability may or may not prevent him/her from using fixed-route bus and subway transportation and provide their recommendations for eligibility to Paratransit and Reduced Fare. Assessments consist of four types: Paratransit assessments include 1) interview-only evaluations for visible disabilities and 2) functional testing for less apparent impairments, such as cognitive disorders; Reduced-Fare assessments include evaluations of 3) a visual, auditory, or ambulatory disability and 4) mentally ill or challenged individuals. Assessment types 2 and 4 require a full-time psychologist or psychiatrist to conduct the evaluation.

Previous contracts for certifier services in the borough of Manhattan were awarded, after a competitive RFP, to North General Hospital in March 2007 for a five-year term. However, in June 2010 North General Hospital declared bankruptcy and ceased operations. Under an authorized ION, new applicants residing in Manhattan were referred to Brooklyn and Bronx certifier centers while Procurement immediately solicited 41 potential contractors—including existing certifier providers—to initiate interest in acquiring the new contracts. Of the 41 that were solicited, five vendors submitted price proposals. Though price proposals were competitive, three of the vendors—two of which are incumbents—were considered technically unqualified because they were unable to secure adequate space for assessment equipment and employ a full-time psychologist/psychiatrist in Manhattan. The fourth vendor was considered financially unqualified because it could not meet the financial requirements of the contracts. Access, however, proved to be the only financially and technically qualified proposer, offering a multidisciplinary medical team and adequate ADA-compliant space to accommodate assessment equipment.

Access's rates for each of the four assessment types listed above fall within the competitive range of price quotes received from proposing vendors for these new contracts. Access proposed a \$60 rate for assessment types 1 and 3, falling within the price proposal range of \$44 and \$85. For assessment types 2 and 4, Access proposed an \$88 rate that falls within the price proposal range of \$56 and \$90. Cost/Price analysis considers Access's rates to be in a Fair and Reasonable range for the contract period based on the range of pricing from proposers for these new contracts. Pricing for the option to extend these contracts for up to two years was secured and is subject to Board approval upon exercising the option.

**METRO-NORTH/LONG ISLAND**

**COMMITTEES**

**PROCUREMENTS**

**FOR**

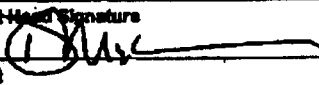

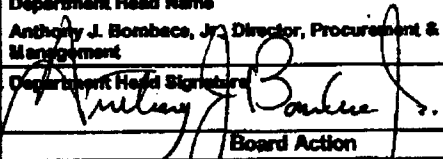
**BOARD ACTION**

**May 25, 2011**

**MTA** Long Island Rail Road

**MTA** Metro-North Railroad

**MTA** Capital Construction

|   |                    |         |          |      |       |  |                  |       |          |
|---|--------------------|---------|----------|------|-------|--|------------------|-------|----------|
| <b>Subject</b><br>Request for Authorization to Award Various Procurements   |                    |         |          |      |       | <b>Date</b><br>May 25, 2011  |                  |       |          |
| <b>Department</b><br>Procurement & Logistics - LIRR   |                    |         |          |      |       | <b>Department</b><br>Law and Procurement - MTACC   |                  |       |          |
| <b>Department Head Name</b><br>Dennis L. Mahon, Chief Procurement & Logistics Officer                                 |                    |         |          |      |       | <b>Department Head Name</b><br>John Abili, Acting Deputy General Counsel   |                  |       |          |
| <b>Department Head Signature</b><br> |                    |         |          |      |       | <b>Department Head Signature</b><br> |                  |       |          |
| <b>Department</b><br>Procurement & Material Management - MNR  |                    |         |          |      |       |  |                  |       |          |
| <b>Department Head Name</b><br>Anthony J. Bombace, Jr., Director, Procurement & Material Management                   |                    |         |          |      |       |  |                  |       |          |
| <b>Department Head Signature</b><br> |                    |         |          |      |       |  |                  |       |          |
| <b>Board Action</b>   |                    |         |          |      |       | <b>Internal Approvals</b>  |                  |       |          |
| Order   | To                 | Date    | Approval | Info | Other | Order  | Approval         | Order | Approval |
| 1   | LIRR/MNR Committee | 5.23.11 |          |      |       | X  | President, LIRR  | X     | 5/12/11  |
| 2   | MTA Board          | 5.25.11 |          |      |       | X  | President, MNR   | X     |          |
|   |                    |         |          |      |       | X  | President, MTACC | X     | 5/13/11  |

**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: None

MNR proposes to award Non-Competitive procurements in the following categories: None

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

LIRR proposes to award Competitive procurements in the following categories: None

MNR proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote

|  | # of Actions | \$ Amount |
|--|--------------|-----------|
| Schedule F: Personal Service Contracts | 1            | \$0.095M  |
| <b>SUBTOTAL:</b>                       | 1            | \$0.095M  |

MTACC proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote

|             |   | <u># of Actions</u> | <u>\$ Amount</u> |
|-------------|---|---------------------|------------------|
| Schedule H: | Modifications To Personal Service & Miscellaneous Service Contracts | 1                   | \$5.482M         |
| Schedule I: | Modifications To Purchase and Public Work Contracts                 | 3                   | \$1.695M         |
|             | <b>SUBTOTAL:</b>  | <b>4</b>            | <b>\$7.177M</b>  |

LIRR proposes to award Ratifications in the following categories: None

MNR proposes to award Ratifications in the following categories:

Schedules Requiring Majority Vote

|             |   | <u># of Actions</u> | <u>\$ Amount</u> |
|-------------|---|---------------------|------------------|
| Schedule K: | Ratification of Completed Procurement Actions | 1                   | \$0.045M         |
|             | <b>SUBTOTAL:</b>                              | <b>1</b>            | <b>\$0.045M</b>  |

MTACC proposes to award Ratifications in the following categories: None

**TOTAL:                      6                      \$7.317M**

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

**BUDGET IMPACT:**

The purchases/contracts will result in obligating Long Island Rail Road, Metro-North Railroad and MTA Capital Construction operating and capital funds in the amount listed. Funds are available in the current operating/capital budgets for this purpose.

**RECOMMENDATION:**

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

## METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

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

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

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

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

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

MAY 2011

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; \$150K Other Non-Competitive; \$1M Competitive)

**1. The Cecil Group \$95,000 (not-to-exceed)**

**Conceptual Transit-Oriented Development Plan**

Competitively solicited (Feil/Brooks Method) and negotiated (12 proposals received), personal service contract with the firm, The Cecil Group. The scope of services of the contract includes providing info to enable the rezoning of approximately 6 acres of property owned by MNR in the Poughkeepsie Station area and a Conceptual Transit-Oriented Development Plan. Once completed, the conceptual development plan will form the basis for a future joint RFP between MNR and the City of Poughkeepsie for third-party development proposals for the station area. MNR is managing the contract and the consultant services with the City of Poughkeepsie as a participant.

The Conceptual Development Plan will address improving area connectivity between transit, regional highways, and local roadways to better link activity centers, integrate land use decisions with transportation to promote regional smart-growth, and consolidate new development around existing infrastructure to prioritize system preservation. The goal is to create a vibrant mixed-use community with quality public spaces, strong urban design features, and pedestrian-friendly streets as well as promote sustainable development to reduce auto-emissions and traffic congestion while supporting green-design principles.

A Selection Committee comprised of 3 representatives from MNR's Business Development, Facilities & Marketing and Procurement and Material Management Departments evaluated the proposals. Four proposals were selected for further consideration and oral presentations were conducted on March 23, 2011. After oral presentations, interviews, discussion and review by the Selection Committee, the firm, The Cecil Group, was unanimously selected as the firm best qualified to perform the required services. The City of Poughkeepsie concurred with the selection of The Cecil Group.

The total cost of this procurement is not-to-exceed \$95,000, and it is to be 100% funded by the Federal Highway Administration (FHWA) under Grant # NY-26-0023. There are no matching funds required from MNR for this contract.



MAY 2011

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote

**H. Modifications To Personal Service & Miscellaneous Service Contracts**

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

1. **PB Americas/STV Inc./Parsons** **\$5,481,731** **Staff Summary Attached**  
**Transportation Group (Joint Venture)**  
**Contract No. 98-0040-01R**  
**Modification No. 25**

This request is for the approval of a modification to advance the design for future Contract CQ033, Mid-Day Storage Yard Facility. It was originally intended for this to be a Design-Build contract. Instead, it will now be a conventional Design-Bid-Build. As such, the budget for this modification will come from the construction budget for this contract and there will be no additional cost to the overall Project's budget.

1. **Modifications To Purchase and Public Work Contracts**

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

2. **Perini Corporation** **\$872,193** **Staff Summary Attached**  
**Contract No. CH053**  
**Modification No. 54**

This request is for a modification for revisions to the installation of a 12Kv Ductbank and associated manholes. A time impact analysis as well as an errors and omission analysis are being conducted. The cost for this modification will come from the Project's contingency, and will not result in an increase to the overall Project budget.

3. **Dragados/Judlau Joint Venture** **\$468,000** **Staff Summary Attached**  
**Contract No. CM009**  
**Modification No. 26 Part II**

This request is for the approval of modification for a corrosion control system for the concrete flat invert (floor) in the CM009 TBM tunnels which was constructed under Part I of this Modification. The excavation and lining of the TBM tunnels are split between this Contract (13,078 feet) and Contract CM019 (3,390 feet) thus a similar Modification will be issued under CM019. There is no time impact associated with this modification. The work under Modification No. 26 (Parts I and II), are scope transfers from future Contract CS078. Therefore the corresponding budget associated with this work will be transferred from that Contract and there will be no increase to the overall Project budget.

4. **Dragados/Judlau Joint Venture** **\$355,000** **Staff Summary Attached**  
**Contract No. CM019**  
**Modification No. 12 Part II**

This request is for the approval of modification for a corrosion control system for the concrete flat invert (floor) in the CM019 TBM tunnels & horseshoe tunnels which was constructed under Part I of this Modification. The excavation and lining of the TBM and horseshoe tunnels is split between this Contract (3,390 feet) and Contract CM009 (13,078 feet) thus a similar Modification will be issued under CM009. There is no time impact associated with this modification. The work under Modification No. 12 (Parts I and II), are scope transfers from future Contract CS078. Therefore the corresponding budget associated with this work will be transferred from that Contract and there will be no increase to the overall Project budget.

## Schedule H: Modifications To Personal Service &amp; Miscellaneous Service Contracts



|  |   |                    |
|--|---|--------------------|
| Item 1   | Contract Number   | AWO/Modification # |
| Vendor Name (& Location)<br>PB Americas/STV, Inc./Parsons Transportation Group - Joint Venture (New York, NY)  | 98-0040-01R   | 25                 |
| Description<br>General Engineering Services for the East Side Access Project   | Original Amount:  | \$ 140,000,000     |
| Contract Terms (Including Options, if any)<br>8/1/04 - 3/31/16   | Prior Modifications:  | \$ 154,744,126     |
| Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  | Prior Budgetary Increases:                                      | \$ 0               |
| Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive  | Current Amount:   | \$ 294,744,126     |
| Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification   | This Request  | \$ 5,481,731       |
| Funding Source<br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input checked="" type="checkbox"/> Other | % of This Request to Current Amount:                            | 3.5%               |
| Requesting Dept/Div & Dept/Div Head Name<br>East Side Access, A. Paskoff, P.E.   | % of Modifications (including This Request) to Original Amount: | 144.5%             |

## Discussion:

This Contract is for design and general engineering services for the East Side Access Project. MTACC request Board approval for a modification to advance the design for future Contract CQ033, Mid-Day Storage Yard Facility, from preliminary design to a 100% complete design.

The current ESA Contract Packaging Plan calls for Contract Package CQ033 to be procured using a design-build contract. Under this scenario, the Consultant is responsible for preparing the preliminary design (30%) which would be issued as part of the Request for Proposal for the design-build contract. One of advantages of a design-build contract is contractors have the opportunity to introduce design initiatives that save time and money. However, these opportunities are limited on Contract CQ033 due to LIRR's track and signal design requirements. In addition, any schedule benefits that might accrue to design-build contracts cannot be realized on this package due to access constraints imposed by contemporaneous construction work in the same area as the Mid-Day Storage Yard. Based on the above, it was determined that the procurement approach should be changed from design-build to design-bid-build using a lump sum bid contract. This will require the Consultant to advance the 30% design to 100%.

The Consultant proposed a cost of \$6,806,817 while MTACC's estimate was \$5,578,684. Negotiations were held and the parties agreed to a cost of \$5,481,731 which is considered to be fair and reasonable as it compares favorably to the estimate. It is noted that as part of the negotiations, the Consultant agreed to a lower fee (7% as opposed to 8.8%) for this work. The budget for this modification will be transferred from the construction budget for this contract and there will be no additional cost to the overall Project's budget.



Schedule I: Modifications to Purchase or Public Work Contracts



Item 2

|   |  |
|---|--|
| Vendor Name (& Location)  |  |
| Perini Corporation (Peekskill, New York)  |  |
| Description   |  |
| Construct Harold Structures Part I for the ESA Project  |  |
| Contract Term (including Options, if any)   |  |
| 42 Months   |  |
| Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A                      |  |
| Procurement Type  | <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive                                     |
| Solicitation Type   | <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification |
| Funding Source  |  |
| <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other |  |
| Requesting Dept/Div & Dept/Div Head Name:   |  |
| East Side Access, A. Paschoff, P.E.   |  |

| Contract Number   | AWO/Modification # |
|---|--------------------|
| CH053   | 54                 |
| Original Amount:  | \$ 139,280,000     |
| Prior Modifications:  | \$ 227,290,477     |
| Prior Budgetary Increases:                                      | \$ 0               |
| Current Amount:   | \$ 186,570,477     |
| This Request  | \$ 872,193         |
| % of This Request to Current Amount:                            | 1.12%              |
| % of Modifications (including This Request) to Original Amount: | 20.93%             |

Discussion:

This contract is for the construction of various civil infrastructure elements in Harold Interlocking and to expand the existing LIRR/Amtrak right-of-way to enable mainline track diversions and facilitate the future construction of tunnels for the East Side Access ("ESA") Project. MTACC seeks Board approval to modify the Contract for revisions to the installation of a 12 Kv Ductbank and associated manholes.

The original design for this work did not meet Amtrak standards, so MTACC issued a Stop Work Order to the Contractor for this work. The entire 12Kv ductbank layout was redesigned and approved by Amtrak as the revised design meets their standards. The revised design made changes to the sizes and depths of several manholes, the orientation of the conduits in the ductbanks and the conduit entry into the manholes were revised and, an additional ductbank needed to be installed which requires temporary support of an existing Con Edison Ductbank.

Perini submitted a cost proposal of \$985,250. MTACC's estimate is \$843,191. Negotiations were held, and a price in the amount of \$872,193 was agreed upon. The negotiated price is considered to be fair and reasonable as it falls within an acceptable parameter of the estimate. A time impact analysis as well as an errors and omission analysis are being conducted. The cost for this modification will come from the Project's contingency, and will not result in an increase to the overall Project budget.

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



Item 3

|  |  |
|--|--|
| <b>Vendor Name (&amp; Location)</b><br>Dragados/Judlau, JV   |  |
| <b>Description</b><br>Manhattan Tunnels Excavation   |  |
| <b>Contract Term (Including Options, If any)</b><br><br>7/10/06 - 6/23/12  |  |
| <b>Option(s) included in Total</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a  |  |
| <b>Procurement</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive  |  |
| <b>Solicitation</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification  |  |
| <b>Funding Source</b><br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name</b><br>East Side Access, A. Paskoff, P.E.  |  |

|  |                           |
|--|---------------------------|
| <b>Contract Number</b>   | <b>AWO/Modification #</b> |
| CM009  | 26 Part 2                 |
| <b>Original Amount</b>   | \$ 427,954,000            |
| <b>Prior Modifications:</b>  | \$ 19,999,322             |
| <b>Prior Budgetary Increases:</b>                                      | \$ 0                      |
| <b>Current Amount:</b>   | \$ 447,953,322            |
| <b>This Request</b>  | \$ 468,000                |
| <b>% of This Request to Current Amount:</b>                            | 0.1%                      |
| <b>% of Modifications (including This Request) to Original Amount:</b> | 4.6%                      |

**Discussion:**

This contract, for the East Side Access Project, is for construction of tunnels excavated in rock from the existing rock faces west of the end of the existing approach tunnels at 63rd Street and Second Avenue to the terminus of the tail tracks at East 38th Street and Park Avenue for the East Side Access ("ESA") Project. The Contract requires the use of Tunnel Boring Machines ("TBMs") to excavate the running and tail tunnels. MTACC request Board approval is requested for a modification for a corrosion control system for the concrete flat invert (floor).

The Board previously approved Modification No. 26, Part I which converted the tunnel invert from a circular to a flat surface. This revision was made so the cast-in-place method for installing the tunnel liner could be used which eliminated the need for this work to be done in future contract CS078 and provides a better working platform for all contracts in this area. However, all costs associated with the corrosion control system and testing required for the concrete flat invert were reserved at that time since this portion of the work was still under development. Part II of Modification No. 26 will address those costs. The TBM tunnel lining is split between this Contract (13,078 feet) and Contract CM019 (3,390 feet) thus a similar Modification will be issued under CM019.

The corrosion control installation includes welding together the rebar mats at each splice location along with jumper cables as well as test wires every 200 feet for testing pre & post concrete invert pours.

Dragados/Judlau submitted a proposal for \$587,401 and MTACC estimate was for \$468,536. Negotiations were held and a price of \$468,000 was agreed upon. The work under Modification No. 26 (Parts I and II), are scope transfers from future Contract CS078. Therefore the corresponding budget associated with this work will be transferred from that Contract and there will be no increase to the overall Project budget.

Schedule I: Modifications to Purchase or Public Work Contracts



|  |  |
|--|--|
| Item 4   |  |
| Vendor Name (& Location)<br>Dragados/Judlau, JV  |  |
| Description<br>Manhattan Structures I  |  |
| Contract Term (including Options, if any)<br>4/1/08 - 6/23/12  |  |
| Option(s) included in Total <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No  |  |
| Procurement <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive   |  |
| Solicitation <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification   |  |
| Funding Source<br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other: |  |
| Requesting Dept/Div & Dept/Div Head Name:<br>East Side Access, A. Paskoff, P.E.  |  |

|   |                                  |
|---|----------------------------------|
| Contract Number<br>CM019  | AWO/Modification #<br>12 Part II |
| Original Amount   | \$ 734,000,000                   |
| Prior Modifications:  | \$ 16,990,572                    |
| Prior Budgetary Increases:                                      | \$ 0                             |
| Current Amount:   | \$ 750,990,572                   |
| This Request  | \$ 355,000                       |
| % of This Request to Current Amount:                            | 0.05%                            |
| % of Modifications (including This Request) to Original Amount: | 2.31%                            |

Discussion:

This Contract is for the excavation and lining of four tunnel drives, shafts, escalator wellways, air plenums, cross passages, and caverns mainly under Grand Central Terminal for the East Side Access Project. MTACC requests Board approval for a modification for a corrosion control system for the concrete flat invert (floor).

The Board approved Modification No. 12, Part I which converted the tunnel invert from a circular to a flat surface. This revision was made so the cast-in-place method for installing the tunnel liner could be used which eliminated the need for this work to be done in future contract CS078 and provides a better working platform for all contracts in this area. However, all costs associated with the corrosion control system and testing required for the concrete flat invert were reserved at that time since this portion of the work was still under development. Part II of Modification No. 12 will address those costs. The TBM tunnel lining is split between this Contract (3,390 feet) and Contract CM009 (13,078 feet) thus a similar Modification will be issued under CM009.

The corrosion control installation includes welding together the rebar mats at each splice location along with jumper cables as well as test wires every 200 feet for testing pre & post concrete invert pours.

Dragados/Judlau submitted a proposal for \$439,576 and MTACC estimate was for \$ 342,386. Negotiations were held and a price of \$355,000 was agreed upon. The negotiated cost is considered to be fair and reasonable as it falls within an acceptable parameter of the estimate. There is no time impact associated with this modification. The work under Modification No. 12 (Parts I and II), are scope transfers from future Contract CS078. Therefore the corresponding budget associated with this work will be transferred from that Contract and there will be no increase to the overall Project budget.

**MAY2011**

**METRO-NORTH RAILROAD**

**LIST OF RATIFICATIONS FOR BOARD APPROVAL**

**Schedules Requiring Majority Vote:**

**K. Ratification of Completed Procurement Actions**

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

1. Atlantic Detroit Diesel Allison (ADDA) \$45,439  
**Unit-Exchange (UTEX) of a Right and Left Side Turbocharger Assembly for a Diesel Locomotive**  
An emergency miscellaneous procurement was required for 2 turbocharger assemblies to satisfy an immediate need for the main engine of a BL-20GH Locomotive. This expedited purchase was necessitated due to a significant portion of the BL-20 fleet of Locomotives being out of service after the winter season. This created a shortage of shuttle/work locomotives and necessitated returning this particular Locomotive back to revenue service in the shortest possible time. Atlantic Detroit Diesel Allison is the sole distributor of the Original Equipment Manufacturer (OEM), MTU Corporation, for these turbocharger assemblies. As this represents the first time MNR has established a unit exchange for these BL-20 turbo charger assemblies, a comparative analysis was accomplished with MNR's Genesis Locomotive fleet and it was found that the pricing received from ADDA is within 2% of the cost of a Genesis turbocharger and therefore deemed fair and reasonable. Funding for this procurement is included in MNR's Operating Budget.



# **Bridges and Tunnels**

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## **Procurements**

**May 2011**

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# Staff Summary



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

|                                |             |
|--------------------------------|-------------|
| <b>Date</b>                    | May 9, 2011 |
| <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         | 5/9/11  | <i>[Signature]</i> |      |       |
| 2            | MTA B&T Committee | 5/23/11 |                    |      |       |
| 3            | MTA Board         | 5/25/11 |                    |      |       |

| 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:

| <u>Schedules Requiring Majority Vote</u> |   | <u># of Actions</u> | <u>\$ Amount</u> |
|--|---|---------------------|------------------|
| Schedule F                               | Personal Service Contracts                                | 1                   | \$1.106M         |
| Schedule H                               | Modifications to Personal/Miscellaneous Service Contracts | 1                   | \$1.378M         |
| Schedule I                               | Modifications to Purchase & Public Works Contracts        | 1                   | \$ .400M         |
| Schedule J                               | Modifications to Miscellaneous Procurement Contracts      | 1                   | \$ .274M         |
| SUBTOTAL                                 |   | 4                   | \$3.158M         |

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

|       |   |          |
|-------|---|----------|
| TOTAL | 4 | \$3.158M |
|-------|---|----------|

## 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**

|  |                        |                                      |
|--|------------------------|--------------------------------------|
| <b>B&amp;H Engineering, P.C.</b>   | <b>\$ 1,105,927.00</b> | <b><u>Staff Summary Attached</u></b> |
| <b>Contract No. PSC-10-2881D</b>   |                        |                                      |
| 2 yr. contract – Competitive RFP – 8 Proposals   |                        |                                      |
| Provide biennial bridge inspection and design of miscellaneous structural repairs at the Henry Hudson and Queen Midtown Tunnel Approach Bridges. |                        |                                      |

**(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)**

|   |                        |                                      |
|---|------------------------|--------------------------------------|
| <b>PB Americas, Inc.</b>  | <b>\$ 1,377,863.00</b> | <b><u>Staff Summary Attached</u></b> |
| <b>Contract No. PSC-00-2570</b>   |                        |                                      |
| Additional design and design services during construction for Contract BB-28/BB-81, Rehabilitation of Tunnels Walls, Roadway and Drainage/Rebuild Tunnel Water System at the Brooklyn Battery Tunnel. |                        |                                      |

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

|   |                      |                                      |
|---|----------------------|--------------------------------------|
| <b>Conti of New York, LLC</b><br><b>Contract No. BW-89</b><br>Additional funding to perform as-needed deck and roadway repairs under Contract BW-89, Replacement of the Bronx Approach and Miscellaneous Repairs to the Queens Approach at the Bronx-Whitestone Bridge. | <b>\$ 400,000.00</b> | <u><b>Staff Summary Attached</b></u> |
|---|----------------------|--------------------------------------|

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

|   |                      |                                      |
|---|----------------------|--------------------------------------|
| <b>E-Transit, Inc.</b>  | <b>\$ 274,093.08</b> | <b><u>Staff Summary Attached</u></b> |
| <b>Contract No. 02-TD-2636</b>  |                      |                                      |
| Exercise the second two-year option for maintenance of the Video Surveillance System at all B&T facilities. |                      |                                      |



# Staff Summary

Page 1 of 2

| <b>Item Number 1 (Final)</b>  |  |         |   |      |       | <b>SUMMARY INFORMATION</b>   |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
|---|--|---------|---|------|-------|--|----------|-------|----------|------|--|---|-----------------------------------|--------|------------------------------------|---|---|---|--|---------|------------------------------|---|--|---|-----------|---------|--|--|--|------------------------------------|--|
| <b>Dept &amp; Dept Head Name:</b><br>Engineering and Construction, Joe Keane, P.E.<br><i>[Signature]</i>  |  |         |   |      |       | <b>Vendor Name</b><br>B&H Engineering, P.C.  |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
| <b>Division &amp; Division Head Name:</b><br>Engineering and Construction, Aris Stathopoulos, P.E.<br><i>[Signature]</i>  |  |         |   |      |       | <b>Contract Number</b><br>PSC-10-2881D   |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
| <b>Board Reviews</b>  |  |         |   |      |       | <b>Description</b><br>2011 Biennial Bridge Inspection and Design of Miscellaneous Structural Repairs at the Henry Hudson and QMT Approach Bridges                        |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
| <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>Order</th> <th>To</th> <th>Date</th> <th>Approval</th> <th>Info</th> <th>Other</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>President</td> <td>5/9/11</td> <td><i>[Signature]</i></td> <td></td> <td></td> </tr> <tr> <td>2</td> <td>MTA B&amp;T Committee</td> <td>5/23/11</td> <td></td> <td></td> <td></td> </tr> <tr> <td>3</td> <td>MTA Board</td> <td>5/25/11</td> <td></td> <td></td> <td></td> </tr> </tbody> </table>   |  |         |   |      |       | Order  | To       | Date  | Approval | Info | Other                                      | 1 | President                         | 5/9/11 | <i>[Signature]</i>                 |   |   | 2 | MTA B&T Committee                            | 5/23/11 |                              |   |  | 3 | MTA Board | 5/25/11 |  |  |  | <b>Total Amount</b><br>\$1,105,927 |  |
| Order   | To   | Date    | Approval                                    | Info | Other |  |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
| 1   | President                                    | 5/9/11  | <i>[Signature]</i>                          |      |       |  |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
| 2   | MTA B&T Committee                            | 5/23/11 |   |      |       |  |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
| 3   | MTA Board                                    | 5/25/11 |   |      |       |  |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
| <b>Internal Approvals</b>   |  |         |   |      |       | <b>Contract Term (including Options, if any)</b><br>Two (2) years  |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
| <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>Order</th> <th>Approval</th> <th>Order</th> <th>Approval</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Chief Financial Officer <i>[Signature]</i></td> <td>4</td> <td>Chief of Staff <i>[Signature]</i></td> </tr> <tr> <td>2</td> <td>General Counsel <i>[Signature]</i></td> <td>5</td> <td>Executive Vice President <i>[Signature]</i></td> </tr> <tr> <td>3</td> <td>Chief Procurement Officer <i>[Signature]</i></td> <td>6</td> <td>President <i>[Signature]</i></td> </tr> </tbody> </table> |  |         |   |      |       | Order  | Approval | Order | Approval | 1    | Chief Financial Officer <i>[Signature]</i> | 4 | Chief of Staff <i>[Signature]</i> | 2      | General Counsel <i>[Signature]</i> | 5 | Executive Vice President <i>[Signature]</i> | 3 | Chief Procurement Officer <i>[Signature]</i> | 6       | President <i>[Signature]</i> | <b>Option(s) Included in Total Amount?</b><br><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |   |           |         |  |  |  |                                    |  |
| Order   | Approval                                     | Order   | Approval                                    |      |       |  |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
| 1   | Chief Financial Officer <i>[Signature]</i>   | 4       | Chief of Staff <i>[Signature]</i>           |      |       |  |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
| 2   | General Counsel <i>[Signature]</i>           | 5       | Executive Vice President <i>[Signature]</i> |      |       |  |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
| 3   | Chief Procurement Officer <i>[Signature]</i> | 6       | President <i>[Signature]</i>                |      |       |  |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
|   |  |         |   |      |       | <b>Renewal?</b><br><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No   |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
|   |  |         |   |      |       | <b>Procurement Type</b><br><input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive  |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
|   |  |         |   |      |       | <b>Solicitation Type</b><br><input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:   |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |
|   |  |         |   |      |       | <b>Funding Source</b><br><input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |          |       |          |      |  |   |                                   |        |                                    |   |   |   |  |         |                              |   |  |   |           |         |  |  |  |                                    |  |

## 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 the 2011 Biennial Bridge Inspection and Design of Miscellaneous Structural Repairs at the Henry Hudson and Queens Midtown Tunnel Approach Bridges to B&H Engineering, P.C. for a period of two years at a cost of \$1,105,927.

### II. DISCUSSION

B&T requires the services of a consultant to provide biennial bridge inspection and miscellaneous design services at the Henry Hudson and Queens Midtown Tunnel Approach Bridges (Group D). The inspection is required by the New York State Department of Transportation.

The requirements for this Contract were publicly advertised along with requirements for three other 2011 biennial bridge inspection contracts (in total, Groups A, B, C and D). Sixteen firms submitted qualification information for review and evaluation by the selection committee. Eight firms which included HAKS Engineers, Architects and Land Surveyors, P.C. (HAKS), B&H Engineering, PC (B&H) and Stantec Consulting Services Inc. (Stantec) were chosen to receive the RFP based on a review of those qualifications and all eight firms submitted proposals. The proposals were evaluated against established criteria set forth in the RFP including technical work proposed, depth of understanding of the project, qualifications of the firm for specific personnel proposed and cost. During the Board meeting in April 2011 awards were approved to three consultants for biennial bridge inspection services as follows: WSP Sells Transportation & Infrastructure for Group A (Throgs Neck Bridge); HNTB NY Engineering and Architecture, PC for Group B (Bronx-Whitestone Bridge); and Hardesty & Hanover, LLP for Group C (Marine Parkway and Cross Bay Bridges).

# Staff Summary

Page 2 of 2

Based on the Selection Committee's detailed review of all submittals and its consideration of proposed costs under Group D, the committee recommended that negotiations be conducted with B&H, HAKS and Stantec and that these firms submit best and final offers (BAFOs). After evaluating the three BAFOs, the Selection Committee unanimously recommended award to B&H. This recommendation was supported by: (i) B&H's extensive and relevant experience based on past performance at the RFK Bridge in 2006 and the Verrazano-Narrows Bridge in 2010 and (ii) B&H's submission of the lowest BAFO. Haks and Stantec each submitted sound technical proposals, however, their proposals were not as cost effective.

The following represents a summary of the estimate and B&H's proposed cost and BAFO for the recommended contract.

| <u>Contract #</u> | <u>2009 Contract</u> | <u>Estimate</u> | <u>Proposed</u> | <u>BAFO</u> | <u>Allowance</u> | <u>Contract</u> |
|-------------------|----------------------|-----------------|-----------------|-------------|------------------|-----------------|
| PSC-10-2881D      | \$945,891            | \$951,324       | \$994,067.79    | \$730,927   | \$375,000        | \$1,105,927     |

BAFOs under Group D resulted in a 23% lower cost compared with the estimate and 23% lower than the 2009 contract value, which excludes the allowance in each case. Based on the above, the negotiated amount is considered fair and reasonable. B&H is deemed to be a responsible consultant.

The total amount for the contract will include the allowance as shown in the table above, which is based on historical cost information. The allowance is to provide support services based on the results of the inspection and includes: (i) interim or special inspections; (ii) sign gantries and light standard inspections; (iii) auxiliary design services for the repair of various structural conditions; (iv) preliminary design investigations toward alternative solutions; and (v) auxiliary testing services for elements such as concrete cores, steel coupons, and cable wires. All of these services will be provided via work order on an as-needed basis to permit B&T to quickly respond to the needs of each facility.

### III. D/M/WBE INFORMATION

The MTA DDCR has established goals of 0% MBE and 0% WBE for this contract.

### IV. IMPACT ON FUNDING

Funding is available in the Operating Budget under GFM-498, Project# R610AWAF, General Ledger# 711102.

### V. ALTERNATIVES

There are no recommended alternatives. B&T does not have the resources needed to perform these New York State inspection requirements.

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

|   |  |                           |
|---|--|---------------------------|
| <b>Vendor Name (&amp; Location)</b><br>PB Americas, Inc., New York, NY  | <b>Contract Number</b><br>PSC-00-2570                                  | <b>AWO/Modification #</b> |
| <b>Description</b><br>Design and Design Services during Construction for Contract BB-28/BB-81, Rehabilitation of Tunnels Walls, Roadway and Drainage/Rebuild Tunnel Water System at the Brooklyn Battery Tunnel |  |                           |
| <b>Contract Term (including Options, if any)</b><br>July 28, 2000 – July 31, 2011   |  |                           |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |  |                           |
| <b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive  |  |                           |
| <b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:   |  |                           |
| <b>Funding Source</b><br><input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:  |  |                           |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Engineering & Construction, Joe Keane, P.E.   |  |                           |
|   | <b>Original Amount:</b>  | \$4,028,689.00            |
|   | <b>Prior Modifications:</b>  | \$118,370.45              |
|   | <b>Prior Budgetary Increases:</b>                                      | N/A                       |
|   | <b>Current Amount:</b>   | \$4,147,059.45            |
|   | <b>This Request:</b>   | \$1,377,863.00            |
|   | <b>% of This Request to Current Amount:</b>                            | 33.2%                     |
|   | <b>% of Modifications (including This Request) to Original Amount:</b> | 37.1%                     |

**Discussion:**

B&T is seeking Board approval under the All Agency Guidelines for the Procurement of Services to amend PSC-00-2570 with PB Americas, Inc. (PBA) to incorporate the scopes of services for two related projects resulting in design improvements, cost savings and efficiencies. The scopes of service for the two related projects are: (i) Risk Assessment and Feasibility Study for Fire Hardening and Reconfiguration of Exhaust Fan Chambers at the Brooklyn Battery Tunnel (AW-28) and (ii) Comprehensive Tunnel Inspection at the Brooklyn Battery Tunnel (BBM-339). The amendment for PSC-00-2570 totals \$1,377,863 and the contract will be extended through July 31, 2013.

PBA was selected as the preferred firm for two solicitations, Projects AW-28 and BBM-339. Subsequent to these selections, PBA was acquired by Balfour Beatty Plc and awards could not be rendered until a responsibility review was successfully completed. Also, B&T performed a "Best Value Analysis" (BVA) that determined additional savings and efficiencies could be obtained by combining Projects AW-28 and BBM-339 with the Contract, since PBA previously performed similar design elements under Project BB-28/BB-81.

The previously negotiated amounts for the two solicitations totaled \$1,606,019.75. Subsequent to the BVA, PBA submitted a revised combined proposal in the amount of \$1,521,148. The Engineer's revised combined estimate was \$1,148,540. It was determined that the estimate understated the comprehensive tunnel inspection (BBM-339) by approximately 700 hours and negotiations resulted in B&T and PBA agreeing to a not to exceed amount of \$1,377,863, which is considered fair and reasonable. In addition to the cost savings and efficiencies totaling \$228,156.75 (\$1,606,019.75 - \$1,377,863), the consolidation of Projects AW-28 and BBM-339 will result in the elimination of Project BBM-339 from the operating budget. Funding for the amendment in the total of \$1,377,863 is available from the 2000 – 2004 Capital Program under Project BB-28/BB-81.

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

Item Number: **3** (Final)

|  |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
|--|--|---------------------------------|---------------------------|--|--|---|--|--|--|---|--|-----------------------------------|--|--|--|---|--|
| <b>Vendor Name (&amp; Location)</b><br>Conti of New York, LLC, Edison, New Jersey  | <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;"><b>Contract Number</b><br/>BW-89</td> <td style="width: 50%;"><b>AWO/Modification #</b></td> </tr> <tr> <td colspan="2"><b>Original Amount:</b> \$192,777,291.00</td> </tr> <tr> <td colspan="2"><b>Prior Modifications:</b> \$12,830,784.45</td> </tr> <tr> <td colspan="2"><b>Prior Budgetary Increases:</b> \$0.00</td> </tr> <tr> <td colspan="2"><b>Current Amount:</b> \$205,608,075.45</td> </tr> <tr> <td colspan="2"><b>This Request:</b> \$400,000.00</td> </tr> <tr> <td colspan="2"><b>% of This Request to Current Amount:</b> 0.2%</td> </tr> <tr> <td colspan="2"><b>% of Modifications (including This Request) to Original Amount:</b> 6.9%</td> </tr> </table> | <b>Contract Number</b><br>BW-89 | <b>AWO/Modification #</b> | <b>Original Amount:</b> \$192,777,291.00 |  | <b>Prior Modifications:</b> \$12,830,784.45 |  | <b>Prior Budgetary Increases:</b> \$0.00 |  | <b>Current Amount:</b> \$205,608,075.45 |  | <b>This Request:</b> \$400,000.00 |  | <b>% of This Request to Current Amount:</b> 0.2% |  | <b>% of Modifications (including This Request) to Original Amount:</b> 6.9% |  |
| <b>Contract Number</b><br>BW-89  | <b>AWO/Modification #</b>  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>Original Amount:</b> \$192,777,291.00   |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>Prior Modifications:</b> \$12,830,784.45  |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>Prior Budgetary Increases:</b> \$0.00   |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>Current Amount:</b> \$205,608,075.45  |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>This Request:</b> \$400,000.00  |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>% of This Request to Current Amount:</b> 0.2%   |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>% of Modifications (including This Request) to Original Amount:</b> 6.9%  |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>Description</b><br>Replacement of the Bronx Approach and Miscellaneous Repairs to the Queens Approach at the Bronx-Whitestone Bridge                                  |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>Contract Term (including Options, if any)</b><br>October 23, 2008 – October 22, 2012  |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive   |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>Solicitation Type</b> <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:  |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>Funding Source</b><br><input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Engineering & Construction/Joe Keane, P.E.   |  |                                 |                           |  |  |   |  |  |  |   |  |                                   |  |  |  |   |  |

**Discussion:**

B&T is seeking the Board's approval under the All Agency Procurement Guidelines to modify this Contract with Conti of New York, LLC (Conti) for additional funding to perform as-needed roadway repairs in the amount of \$400,000.

Contract Item 02507 – As-Needed Deck/Roadway Repairs AOB (As Ordered By Engineer) contains provisions for the Contractor to make any necessary repairs to the plaza and approach roadways, including any on-grade concrete or asphalt pavement, concrete deck slabs and steel or concrete supporting deck structures as directed by the Engineer. This past winter's inclement weather conditions has resulted in a significantly greater use of the item that had been anticipated. Consequently the current allowance of \$1,050,000 for these repairs is not sufficient to support the future requirements of the Project. The Authority projects that an additional \$400,000 will be required to continue the as-needed deck and roadway repair work through substantial completion of the Project in October 2012. The Contractor will be compensated in accordance with the terms of the Contract. The additional funding is considered fair and reasonable. Funding for this amendment is available in the Major Maintenance Budget under Project WBM-342, GL #711102.

**Schedule J: Modifications to Miscellaneous Procurement Contracts**

Item Number: **4** (Final)

|  |  |  |                         |
|--|--|--|-------------------------|
| <b>Vendor Name (&amp; Location)</b><br>E-Transit, Inc., Bridgeport, PA   |  | <b>Contract Number</b><br>02-TD-2636                                   | <b>AWO/Modification</b> |
| <b>Description</b><br>Design, Furnish and Install a Video Surveillance System  |  | <b>Original Amount:</b>  | \$850,157.08            |
| <b>Contract Term (including Options, if any)</b><br>August 28, 2002 - June 30, 2011  |  | <b>Prior Modifications:</b>  | \$359,476.39            |
| <b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No   |  | <b>Prior Budgetary Increases:</b>                                      | \$0.00                  |
| <b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive   |  | <b>Current Amount:</b>   | \$1,209,633.47          |
| <b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:  |  | <b>This Request:</b>   | \$274,093.08            |
| <b>Funding Source</b><br><input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: |  | <b>% of This Request to Current Amount:</b>                            | 22.7%                   |
| <b>Requesting Dept/Div &amp; Dept/Div Head Name:</b><br>Internal Security Dept., Donald Look   |  | <b>% of Modifications (including This Request) to Original Amount:</b> | 74.5%                   |

**Discussion:**

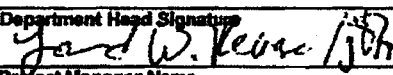
B&T is seeking Board approval under the All-Agency Procurement Guidelines to modify a miscellaneous procurement contract with E-Transit, Inc. (E-Transit) to exercise the second two-year option for maintenance of the Video Surveillance System (VSS) at all B&T facilities in the amount of \$274,093.08.

The VSS provides recording and playback of traffic activity at each of the ten (10) toll facilities and playback at 2 Broadway and the Randall's Island offices. The system records toll transaction data as vehicles travel through the lane. The transaction details are overlaid onto video images, recorded and then archived. The VSS captures images needed for traffic verification and enables other investigative functions, e.g., monitoring real time collection activity by identifying a specific lane, time frame and/or toll collector.

This proposed amendment is to exercise the second two-year option period for maintenance of the VSS that will begin on July 1, 2011. Maintenance services will be performed as required on a twenty-four (24) hour seven (7) day per week basis.



The two year option price of \$274,093.08 is based on the current terms of the contract and is considered fair and reasonable. Funding for this amendment is available in the Operating Budget chargeable to General Ledger No. 711418.

# Staff Summary

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

|                                       |
|---------------------------------------|
| <b>Date</b><br>MAY 25, 2011           |
| <b>Vendor Name</b><br>N/A             |
| <b>Contract Number</b><br>N/A         |
| <b>Contract Manager Name</b><br>N/A   |
| <b>Table of Contents Ref #</b><br>N/A |

| Board Action |             |         |          |      |       |
|--------------|-------------|---------|----------|------|-------|
| Order        | To          | Date    | Approval | Info | Other |
| 1            | Long Island | 5/23/11 |          |      |       |
| 2            | Metro North | 5/23/11 |          |      |       |
| 3            | Transit     | 5/23/11 |          |      |       |
| 4            | MTA Bus     | 5/23/11 |          |      |       |
| 5            | TBTA        | 5/23/11 |          |      |       |
| 6            | Security    | 5/23/11 |          |      |       |
| 7            | Board       | 5/25/11 |          |      |       |

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

## Purpose:

To amend committee charters to reflect the creation of a committee dedicated to oversight of security matters and the increased focus on safety at the operating committees.

## Discussion:

The MTA has reconstituted the Safety and Security Committee to focus solely on security matters in order to enhance the Board's oversight and focus on this high-priority concern. Responsibility for oversight of agencies' safety performance will rest exclusively with the operating committees. The charters of the committees have been amended to reflect these changes.

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

## Recommendation:

That the Board adopts 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, November 17, 2010, and May 25, 2011.

#### **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 service~~;
- 2     ~~monitor and update the Board Chair and the Board on the safety record of NYCT; such monitoring shall include reviewing and monitoring customer and employee safety as well as crime statistics;~~
- 23    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;



- ~~34~~ review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of NYCT that require Board approval;
- ~~45~~ review and make recommendations to the Board Chair and the Board on proposed capital projects of NYCT and monitor the status of such projects;
- ~~56~~ review and make recommendations to the Board Chair and the Board regarding NYCT service and policy changes that require Board approval; and
- ~~67~~ 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**

### **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, November 17, 2010, and May 25, 2011.

#### **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, bus and paratransit service;
- 2     monitor and update the Board Chair and the Board on the safety record of NYCT; such monitoring shall include reviewing and monitoring customer and employee safety as well as crime statistics;
- 3     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;

- 4 review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of NYCT that require Board approval;
- 5 review and make recommendations to the Board Chair and the Board on proposed capital projects of NYCT and monitor the status of such projects;
- 6 review and make recommendations to the Board Chair and the Board regarding NYCT service and policy changes that require Board approval; and
- 7 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.

## **Metropolitan Transportation Authority**

### **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**

This Charter for 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 (hereafter referred to as the "Bus 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 24th day of March, 2010. This charter was amended on May 25, 2011.

#### **I. PURPOSE**

The Bus Committee shall assist the Board Chair and the Board in fulfilling their responsibility to monitor and oversee the 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 (referred to as the "Bus Operations").

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

In discharging its role, the Bus Committee is empowered to investigate any matter brought to its attention. To facilitate any such investigation, the chairperson of the Bus Committee shall have access to all books, records, facilities and staff of the MTA and/or any of the Bus Operations. 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 Bus Committee shall consist of the members of the Board appointed by the Board Chair. If not otherwise a member of the Bus Committee, each Vice-Chair of the Board shall be an *ex officio* member of the Bus Committee. The Board Chair shall appoint the chairperson of the Bus Committee. In the absence of the chairperson at a meeting of the Bus Committee, the Board Chair shall appoint a temporary chairperson to chair such meeting. A member of the Bus Committee may be removed, for cause or without cause, by the Board Chair.

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

The Bus Committee shall meet on a regularly-scheduled basis at least 11 times per year, and more frequently as circumstances dictate. The Bus Committee shall cause to be kept adequate minutes of all its proceedings, which shall include records of any action taken. Bus Committee members will be furnished with copies of the minutes of each meeting. Meetings of the Bus Committee shall be open to the public, and the Bus 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 Bus Committee may form and assign responsibilities to subcommittees when appropriate.

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

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

The chairperson of the Bus Committee shall report regularly to the Chairman and the Board on the Bus Committee's proceedings, and any recommendations made.

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

The following responsibilities are set forth as a guide with the understanding that the Bus Committee may diverge as appropriate given the circumstances. The Bus 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 Bus Committee shall:

- 1 monitor and update the Board Chair and the Board on the operating performance of the Bus Operations, including information on bus and paratransit service;
- 2 monitor and update the Board Chair and the Board on the safety record of Bus Operations; such monitoring shall include reviewing and monitoring customer and employee safety;
- 3 monitor and update the Board Chair and the Board on the finances of each of the Bus Operations, including financial reports, ridership reports, and the use of Bus Operations' funds;

- 4 review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of the Bus Operations that require Board approval;
- 5 review and make recommendations to the Board Chair and the Board on proposed capital projects of the Bus Operations and monitor the status of such projects;
- 6 review and make recommendations to the Board Chair and the Board regarding service and policy changes that require Board approval;
- 7 review periodically with the Counsel of the MTA, the Chief Compliance Officer, and the Counsel of the Bus Operations: (i) legal and regulatory matters that may have a material impact on the Bus Operations; and (ii) the scope and effectiveness of compliance policies and programs;
- 8 conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter;
- 9 review and assess the adequacy of this Charter annually; and
- 10 report regularly to the Board Chair and the Board on Bus Committee findings and recommendations and any other matters the Bus Committee deems appropriate or the Board Chair or the Board requests, and maintain minutes or other records of Bus Committee meetings and activities.

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

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.

## **Metropolitan Transportation Authority**

### **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**

This Charter for 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 (hereafter referred to as the "Bus 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 24th day of March, 2010. This charter was amended on May 25, 2011.

#### **I. PURPOSE**

The Bus Committee shall assist the Board Chair and the Board in fulfilling their responsibility to monitor and oversee the 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 (referred to as the "Bus Operations").

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

In discharging its role, the Bus Committee is empowered to investigate any matter brought to its attention. To facilitate any such investigation, the chairperson of the Bus Committee shall have access to all books, records, facilities and staff of the MTA and/or any of the Bus Operations. 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 Bus Committee shall consist of the members of the Board appointed by the Board Chair. If not otherwise a member of the Bus Committee, each Vice-Chair of the Board shall be an *ex officio* member of the Bus Committee. The Board Chair shall appoint the chairperson of the Bus Committee. In the absence of the chairperson at a meeting of the Bus Committee, the Board Chair shall appoint a temporary chairperson to chair such meeting. A member of the Bus Committee may be removed, for cause or without cause, by the Board Chair.



#### IV. COMMITTEE MEETINGS

The Bus Committee shall meet on a regularly-scheduled basis at least 11 times per year, and more frequently as circumstances dictate. The Bus Committee shall cause to be kept adequate minutes of all its proceedings, which shall include records of any action taken. Bus Committee members will be furnished with copies of the minutes of each meeting. Meetings of the Bus Committee shall be open to the public, and the Bus 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 Bus Committee may form and assign responsibilities to subcommittees when appropriate.

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

#### V. COMMITTEE REPORTS.

The chairperson of the Bus Committee shall report regularly to the Chairman and the Board on the Bus Committee's proceedings, and any recommendations made.

#### VI. KEY RESPONSIBILITIES

The following responsibilities are set forth as a guide with the understanding that the Bus Committee may diverge as appropriate given the circumstances. The Bus 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 Bus Committee shall:

- 1 monitor and update the Board Chair and the Board on the operating performance of the Bus Operations, including information on bus ~~service, safety~~ and paratransit service;
- 2 ~~monitor and update the Board Chair and the Board on the safety record of Bus Operations; such monitoring shall include reviewing and monitoring customer and employee safety;~~
- 23 monitor and update the Board Chair and the Board on the finances of each of the Bus Operations, including financial reports, ridership reports, and the use of Bus Operations' funds;

- 34 review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of the Bus Operations that require Board approval;
- 45 review and make recommendations to the Board Chair and the Board on proposed capital projects of the Bus Operations and monitor the status of such projects;
- 56 review and make recommendations to the Board Chair and the Board regarding service and policy changes that require Board approval;
- 67 review periodically with the Counsel of the MTA, the Chief Compliance Officer, and the Counsel of the Bus Operations: (i) legal and regulatory matters that may have a material impact on the Bus Operations; and (ii) the scope and effectiveness of compliance policies and programs;
- 78 conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter;
- 89 review and assess the adequacy of this Charter annually; and
- 910 report regularly to the Board Chair and the Board on Bus Committee findings and recommendations and any other matters the Bus Committee deems appropriate or the Board Chair or the Board requests, and maintain minutes or other records of Bus Committee meetings and activities.

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

- 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.

## **The Metropolitan Transportation Authority**

### **COMMITTEE ON OPERATIONS OF THE LONG ISLAND RAIL ROAD AND THE METROPOLITAN SUBURBAN BUS AUTHORITY**

This Charter for the Committee on Operations of the Long Island Railroad and the Metropolitan Suburban Bus 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 December 17, 2008, December 16, 2009~~-and~~, March 24, 2010~~-~~, and May 25, 2011.

#### **I. PURPOSE**

The Committee on Operations of the Long Island Railroad and the Metropolitan Suburban Bus Authority (the "Committee") shall assist the Board Chair and the Board in fulfilling their responsibility to monitor and oversee the operations of the Long Island Railroad Company and the Metropolitan Suburban Bus Authority (referred to as "Long Island Bus" or "LIB" and with LIRR as the "LIRR/LIB").

#### **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 and/or the LIRR/LIB. 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 of the Committee. In the absence of the 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, 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, LIRR/LIB 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 the LIRR, the President of LIB 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 respective 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:

- 1 monitor and update the Board Chair and the Board on the operating performance of the LIRR/LIB, including information on railroad and bus service, safety and paratransit service;
- 2 monitor and update the Board Chair and the Board on the safety record of LIRR/LIB; such monitoring shall include reviewing and monitoring customer and employee safety;
- 23 monitor and update the Board Chair and the Board on the finances of the LIRR/LIB, including financial reports, ridership reports, and the use of LIRR/LIB funds;
- 34 review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of the LIRR/LIB that require Board approval;
- 45 review and make recommendations to the Board Chair and the Board on proposed capital projects of the LIRR/LIB and monitor the status of such projects;
- 56 review and make recommendations to the Board Chair and the Board regarding service and policy changes that require Board approval;

- 67 review periodically with the Counsel of the MTA, the Chief Compliance Officer, and the Counsel of the LIRR/LIB: (i) legal and regulatory matters that may have a material impact on the LIRR/LIB; and (ii) the scope and effectiveness of compliance policies and programs;
- 78 conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter;
- 89 review and assess the adequacy of this Charter annually; and
- 910 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.

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

- 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.

## **The Metropolitan Transportation Authority**

### **COMMITTEE ON OPERATIONS OF THE LONG ISLAND RAIL ROAD AND THE METROPOLITAN SUBURBAN BUS AUTHORITY**

This Charter for the Committee on Operations of the Long Island Railroad and the Metropolitan Suburban Bus 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 December 17, 2008, December 16, 2009, March 24, 2010, and May 25, 2011.

#### **I. PURPOSE**

The Committee on Operations of the Long Island Railroad and the Metropolitan Suburban Bus Authority (the "Committee") shall assist the Board Chair and the Board in fulfilling their responsibility to monitor and oversee the operations of the Long Island Railroad Company and the Metropolitan Suburban Bus Authority (referred to as "Long Island Bus" or "LIB" and with LIRR as the "LIRR/LIB").

#### **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 and/or the LIRR/LIB. 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 of the Committee. In the absence of the 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, 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, LIRR/LIB 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 the LIRR, the President of LIB 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 respective 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:

- 1 monitor and update the Board Chair and the Board on the operating performance of the LIRR/LIB, including information on railroad, bus and paratransit service;
- 2 monitor and update the Board Chair and the Board on the safety record of LIRR/LIB; such monitoring shall include reviewing and monitoring customer and employee safety;
- 3 monitor and update the Board Chair and the Board on the finances of the LIRR/LIB, including financial reports, ridership reports, and the use of LIRR/LIB funds;
- 4 review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of the LIRR/LIB that require Board approval;
- 5 review and make recommendations to the Board Chair and the Board on proposed capital projects of the LIRR/LIB and monitor the status of such projects;
- 6 review and make recommendations to the Board Chair and the Board regarding service and policy changes that require Board approval;

- 7 review periodically with the Counsel of the MTA, the Chief Compliance Officer, and the Counsel of the LIRR/LIB: (i) legal and regulatory matters that may have a material impact on the LIRR/LIB; and (ii) the scope and effectiveness of compliance policies and programs;
- 8 conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter;
- 9 review and assess the adequacy of this Charter annually; and
- 10 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.

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

- 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.



## **The Metropolitan Transportation Authority**

### **COMMITTEE ON OPERATIONS OF THE METRO-NORTH COMMUTER RAILROAD**

This Charter for the Committee on the Operations of the Metro-North Commuter Railroad 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 December 17, 2008, December 16, 2009 ~~and~~, March 24, 2010, and May 25, 2011.

#### **I. PURPOSE**

The Committee on the Operations of the Metro-North Commuter Railroad (the "Committee") shall assist the Board Chair and the Board in fulfilling their responsibility to monitor and oversee the operations of the Metro-North Commuter Railroad Company ("Metro-North").

#### **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 and/or Metro-North. 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 of the Committee. In the absence of the 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, 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, Metro-North or any other person whose advice and counsel are sought by the Committee, attend any meeting of the Committee to provide such pertinent information at the Committee requests. The President of Metro-North 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 organization, (2) provide the chairperson of the Committee with all information regarding the affairs of his or her 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:

- 1 monitor and update the Board Chair and the Board on the operating performance of Metro-North, including information on railroad service and safety;
- 2 monitor and update the Board Chair and the Board on the safety record of Metro-North; such monitoring shall include reviewing and monitoring customer and employee safety;
- 23 monitor and update the Board Chair and the Board on the finances of Metro-North, including financial reports, ridership reports, and the use of funds by Metro-North;
- 34 review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of Metro-North that require Board approval;
- 45 review and make recommendations to the Board Chair and the Board on proposed capital projects of Metro-North and monitor the status of such projects;
- 56 review and make recommendations to the Board Chair and the Board regarding Metro-North service and policy changes that require Board approval;
- 67 review periodically with the Counsel of the MTA, the Chief Compliance Officer, and the Counsel of Metro-North: (i) legal and regulatory matters that may have a

material impact on Metro-North; and (ii) the scope and effectiveness of compliance policies and programs;

78\_\_\_\_\_conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter;

89\_\_\_\_\_review and assess the adequacy of this Charter annually; and

910\_\_\_\_\_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.

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

- 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.

## **The Metropolitan Transportation Authority**

### **COMMITTEE ON OPERATIONS OF THE METRO-NORTH COMMUTER RAILROAD**

This Charter for the Committee on the Operations of the Metro-North Commuter Railroad 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 December 17, 2008, December 16, 2009, March 24, 2010, and May 25, 2011.

#### **I. PURPOSE**

The Committee on the Operations of the Metro-North Commuter Railroad (the "Committee") shall assist the Board Chair and the Board in fulfilling their responsibility to monitor and oversee the operations of the Metro-North Commuter Railroad Company ("Metro-North").

#### **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 and/or Metro-North. 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 of the Committee. In the absence of the 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, 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, Metro-North or any other person whose advice and counsel are sought by the Committee, attend any meeting of the Committee to provide such pertinent information at the Committee requests. The President of Metro-North 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 organization, (2) provide the chairperson of the Committee with all information regarding the affairs of his or her 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:

- 1 monitor and update the Board Chair and the Board on the operating performance of Metro-North, including information on railroad service;
- 2 monitor and update the Board Chair and the Board on the safety record of Metro-North; such monitoring shall include reviewing and monitoring customer and employee safety;
- 3 monitor and update the Board Chair and the Board on the finances of Metro-North, including financial reports, ridership reports, and the use of funds by Metro-North;
- 4 review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of Metro-North that require Board approval;
- 5 review and make recommendations to the Board Chair and the Board on proposed capital projects of Metro-North and monitor the status of such projects;
- 6 review and make recommendations to the Board Chair and the Board regarding Metro-North service and policy changes that require Board approval;
- 7 review periodically with the Counsel of the MTA, the Chief Compliance Officer, and the Counsel of Metro-North: (i) legal and regulatory matters that may have a

- material impact on Metro-North; and (ii) the scope and effectiveness of compliance policies and programs;
- 8 conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter;
  - 9 review and assess the adequacy of this Charter annually; and
  - 10 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.

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

- 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.

## **The Metropolitan Transportation Authority**

### **COMMITTEE ON OPERATIONS OF THE TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY**

This Charter for the Committee on Operations of the Triborough Bridge and Tunnel 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 ~~17<sup>th</sup> day of December 17,~~ 2008 ~~and further amended on,~~ December 16, 2009, and May 25, 2011.

#### **I. PURPOSE**

The Committee on Operations of the Triborough Bridge and Tunnel Authority (the "Committee") shall assist the Board Chair and the Board in fulfilling their responsibility to monitor and oversee the operations of the Triborough Bridge and Tunnel Authority (together with its subsidiaries, "B&T").

#### **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 and/or the B&T. 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 of the Committee. In the absence of the 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. 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 at the Committee requests. The President of the B&T shall (1) furnish the Committee with all material information pertinent to matters appearing on the Committee agenda relating to his or her organization, (2) provide the chairperson of the Committee with all information regarding the affairs of his or her 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:

1. monitor and update the Board Chair and the Board on the operating performance of B&T, including information on the service and conditions of the bridges and tunnels operated by B&T and the operation, maintenance, construction and reconstruction of B&T projects;
2. monitor and update the Board Chair and the Board on the safety record of B&T; such monitoring shall include reviewing and monitoring customer and employee safety;
- 2.3. monitor and update the Board Chair and the Board on the finances of B&T, including financial reports the use of funds by the B&T, and the collection and distribution of B&T revenue, such as tolls, fees and rentals charged for the use of B&T projects;
- 3.4. review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of B&T that require Board approval;
- 4.5. review and make recommendations to the Board Chair and the Board on proposed projects of B&T and monitor the status of such projects;
- 5.6. review and make recommendations to the Board Chair and the Board regarding B&T policy changes;
- 6.7. review periodically with the Counsel of the MTA, the Chief Compliance Officer, and the Counsel of B&T: (i) legal and regulatory matters that may have a material impact on B&T; and (ii) the scope and effectiveness of compliance policies and programs;



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

8.9. review and assess the adequacy of this Charter annually; and 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 TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY**

This Charter for the Committee on Operations of the Triborough Bridge and Tunnel 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 December 17, 2008, December 16, 2009, and May 25, 2011.

#### **I. PURPOSE**

The Committee on Operations of the Triborough Bridge and Tunnel Authority (the "Committee") shall assist the Board Chair and the Board in fulfilling their responsibility to monitor and oversee the operations of the Triborough Bridge and Tunnel Authority (together with its subsidiaries, "B&T").

#### **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 and/or the B&T. 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 of the Committee. In the absence of the 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. 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 at the Committee requests. The President of the B&T shall (1) furnish the Committee with all material information pertinent to matters appearing on the Committee agenda relating to his or her organization, (2) provide the chairperson of the Committee with all information regarding the affairs of his or her 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.

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2. monitor and update the Board Chair and the Board on the safety record of B&T; such monitoring shall include reviewing and monitoring customer and employee safety;
3. monitor and update the Board Chair and the Board on the finances of B&T, including financial reports the use of funds by the B&T, and the collection and distribution of B&T revenue, such as tolls, fees and rentals charged for the use of B&T projects;
4. review and make recommendations to the Board Chair and the Board regarding proposed procurement contracts of B&T that require Board approval;
5. review and make recommendations to the Board Chair and the Board on proposed projects of B&T and monitor the status of such projects;
6. review and make recommendations to the Board Chair and the Board regarding B&T policy changes;
7. review periodically with the Counsel of the MTA, the Chief Compliance Officer, and the Counsel of B&T: (i) legal and regulatory matters that may have a material impact on B&T; and(ii) the scope and effectiveness of compliance policies and programs;

8. conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter; and
9. review and assess the adequacy of this Charter annually; and 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**

### **SECURITY COMMITTEE**

This Charter for the Security 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 December 17, 2008, December 16, 2009, and May 25, 2011.

#### **I. PURPOSE**

The Security Committee (the "Committee") shall assist the Board Chair and the Board by reviewing, providing guidance, and making recommendations with respect to security on an MTA-wide basis.

#### **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 (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.

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

The Committee shall meet on a regularly-scheduled basis at least 4 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 action taken consistent with the applicable provisions of the Public Authorities Law and Article 7 of the Public Officers Law Open Meetings Law. Committee members will be furnished with copies of the minutes of each meeting. Meetings of the Committee shall be conducted in accordance with 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

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any meeting of the Committee to provide such pertinent information as the Committee requests. The Director of Security and/or his or her designee shall (1) furnish the Committee with all material information pertinent to matters appearing on the Committee agenda relating to security on an MTA-wide basis, (2) provide the chairperson of the Committee with all information regarding security on an MTA-wide basis that is material to the Committee's monitoring and oversight of security on an MTA-wide basis, 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 security on an MTA-wide basis.

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To fulfill its purpose, the Committee shall:

- 1 Monitor the implementation of the security programs of the MTA and each of its subsidiaries and constituent authorities;
- 2 Provide a forum for the discussion of, security issues among representatives from the MTA and each of its subsidiaries and constituent agencies;
- 3 Facilitate the identification of approaches and solutions that address MTA-wide security issues, including best practice in national and international security;
- 4 Set the annual agenda for the Committee;
- 5 Review and assess the adequacy of this Charter annually;
- 6 Conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter; and
- 7 Report regularly to the Board Chair and 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.

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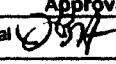
**FMTAC**

# Staff Summary

|   |
|---|
| <b>Subject</b><br>FMTAC Annual Meeting  |
| <b>Department</b><br>General Counsel/Risk and Insurance Management  |
| <b>Department Head Name</b><br>James B. Henly   |
| <b>Department Head Signature</b><br> |
| <b>Project Manager Name</b><br>Laureen Coyne, Director, Risk and Insurance Management                                 |

|                                |
|--------------------------------|
| <b>Date</b><br>May 6, 2011     |
| <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 | 5/23/2011 |          | X    |       |
| 2            | Board   | 5/25/2011 |          | X    |       |
|              |         |           |          |      |       |
|              |         |           |          |      |       |

| Internal Approvals |  |       |   |
|--------------------|--|-------|---|
| Order              | Approval   | Order | Approval  |
| 2                  | Chief of Staff  | 1     | Legal  |
|                    | Chief Financial Officer  |       | IST&P   |
|                    | Procurement  |       | Office of Civil Rights  |
|                    |  |       |   |

## Narrative

### Purpose:

To provide information concerning the First Mutual Transportation Assurance Company's (FMTAC's) 2010 activities and operations to board members in connection with the May 25, 2011 annual FMTAC Board meeting.

### Discussion:

The monthly MTA board meeting of May 25, 2011 will also be the thirteenth annual board meeting of MTA's captive insurer, the First Mutual Transportation Assurance Company. For informational purposes, the FMTAC Board Book is being distributed to board members in advance of the meeting.

The FMTAC Board Book contains the Annual Meeting Newsletter (at Section 1), which provides a summary update on the activities of FMTAC for the year ended December 31, 2010; historical comparative balance sheet and income statement summaries (Section 2); the FMTAC Audited Financial Statements for the years ended December 31, 2010 and 2009 (Section 3); and the Statement of Actuarial Opinion prepared by Milliman, Inc, setting forth the independent actuary's determination that the reserves recorded by FMTAC for the year ended December 31, 2010 meet the requirements of the captive insurance laws of the State of New York and make reasonable provision for unpaid loss and loss adjustment expense obligations of FMTAC (Section 3).

Also included in the FMTAC Board Book is the regulatory compliance checklist for 2011 (Section 4), a Report on Investments (Section 5), and materials describing the captive manager advisers (Marsh Captive Solutions) and FMTAC's investment managers (Dwight Asset Management Company) and actuaries (Milliman, Inc.) (Section 6). An informational presentation concerning FMTAC's 2010 operations and activities will be on the agenda of the Finance Committee meeting of May 23, 2011.