



Metropolitan Transportation Authority

October 2011

MTA Board Action Items



MEETING AGENDA
METROPOLITAN TRANSPORTATION AUTHORITY BOARD
October 26, 2011 9:30 a.m.
 347 Madison Avenue
 Fifth Floor Board Room
 New York, NY

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Date of next MTA Board meeting: Wednesday, November 16, 2011 at 9:30 a.m.

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

**Wednesday, September 28, 2011
9:30 a.m.**

The following members were present:

**Hon. Jay H. Walder, Chairman & CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. Jonathan A. Ballan
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. James F. Blair
Hon. Allen P. Cappelli
Hon. Patrick J. Foye
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. Carl V. Wortendyke**

The following members were absent:

**Hon. Fernando Ferrer
Hon. Jeffrey A. Kay
Hon. Ed Watt**

Diana Jones Ritter, MTA Managing Director, Fredericka Cuenca, Chief of Staff, 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 of MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Hilary Ring, Director, Community Affairs also attended the meeting.

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

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

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

Chairman Walder called the meeting to order.

1. **PUBLIC SPEAKERS.** The following speaker addressed items specific to the MTA agenda.

William Henderson, PCAC – Mr. Henderson expressed his gratitude to Chairman Walder for moving the MTA organization forward and he wished the Chairman well in his future endeavors.

2. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the regular Board meeting held on July 27, 2011.

3. **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 and documentation.

1. File for and Accept Federal Grants – Approved filing of applications in request of Federal capital assistance for the balance of FFY 2011 and FFY 2012; authorized the Chairman/Chief Executive Office or any of his designees to make required certifications; and authorized the acceptance of grants.
2. 2 Broadway Certificates of Participation (“COPs”)/MTA and/or TBTA Refunding. Approved resolutions, documents and all other actions described in the staff summary, including the execution and delivery of such other documents, and the taking of all actions, including without limitation, the combined purchase pursuant to a tender offer for auction rate securities and a redemption of fixed-rate securities to retire all or a portion of outstanding 2 Broadway COPs to be accomplished in conjunction with the contemporaneous refunding of certain MTA Transportation Revenue and/or TBTA bonds.
3. Transportation Revenue Bonds, Series 2011D. Approved, in connection with the proposed issuance of Transportation Revenue Bonds, the necessary documentation to issue new money bonds, notes or other obligations to provide net proceeds (exclusive of premiums) sufficient to fund up to \$500 million of capital projects contained in the approved capital program of the transit and commuter systems.

B. Procurement Items. Upon motion duly made and seconded, the Board approved the following procurement items, described in further detail in the attached staff summaries and documentation.

1. Texas Engineering Extension Services (“TEEX”) – Department of Homeland Security (“DHS”) Grant for Incident Management and Decision Making Training – No. 11174-0100. Approved a non-competitive contract with TEEX to provide regional emergency responders with incident management and decision making training. This contract is federally-funded by the DHS.
2. Meggitt Training Systems – Maintenance of MTA Police’s Mobile Firearms Road Range – No. 1166-0100. Approved a non-competitive contract with Meggitt Training Systems to continue to provide routine and remedial maintenance services for two MTAPD mobile firearm training ranges that were purchased in 2001 and 2004.
3. Various Contractors – All-Agency Internet Service Providers – Nos. 11001-0100 thru -0300. Approved competitive contracts with Abovenet Communications, Inc., Sidera Networks, LLC and Sprint Communications Co., LP to provide access to internet services for the MTA and its agencies.
4. Dwight Asset Management Co. – Portfolio Manager for First Mutual Transportation Assurance Company (“FMTAC”) – No. 11031-0100. Approved a competitive contract to provide portfolio management services in connection with the assets held within FMTAC, MTA’s wholly-owned captive insurance company.
5. Willis of New York – Insurance Broker Services – No. 11020-0100. Approved the use of Owner Controlled Insurance Program (OCIP) coverage for projects within the 2010-2014 Capital Program; and the award of a competitively negotiated broker services contract to Willis of New York, as broker of record for designated projects within the OCIP 2010-2014 Capital Program.
6. George F. Grieco (d/b/a Cedar Creek Farm Maintenance) – As-Needed, All Seasonal Ground Maintenance & Landscaping Services – No. 11109-0100. Approved a competitive contract to provide as-needed ground maintenance and landscaping services for the MTA Police K-9 Facility located in Stormville, NY.
7. Shared Technologies, Inc. – All-Agency Telecommunication Maintenance Services – No. 11012-0100. Approved a competitive all-agency contract to provide telephone network maintenance services.

8. UtiliSave, LLC – Expense Reduction Services – No. 08174-0100, S/A #3. Approved a competitive contract (riding NY State Contract No. 20518) to continue to conduct independent audit of MTA's water and sewage bills.
9. Autodesk, Inc. – Web-Based Project Management System – No. 03153-0100. Approved increase funding for the second and third years of the three-year option with Autodesk, Inc. for licensing fees and technical training for the proprietary all-agency Web-Based Project Management System (WPMS) to support MTA capital program design projects.
10. Yardi Systems, Inc. – Software Maintenance Renewal/Licensing and Programming Services – No. 96069-0100. Approved increase funding to extend the maintenance of the Proprietary Voyager Business Application Software for a period of five years and procure additional licensing and custom programming services.
11. Cambridge Systematics, Inc. – On-Board Bus Hardware Subsystem Hosting and Maintenance – No. 11084-0100. Ratification of a competitive contract to build, host and maintain a Bus Customer Information System (CIS) Server subsystem for a period of seventy-six months.

C. **Real Estate Items.** Upon motion duly made and seconded, the Board approved the following real estate items. The specifics are set forth in the attached staff summaries and documentation.

Metro-North Commuter Railroad

1. Resolution authorizing the termination, by negotiation or condemnation, of Nextel of New York, Inc. communications leasehold interest at 525 North Broadway, North White Plains, in support of Metro-North's White Plains Parking Garage Project in White Plains, N.Y.

Long Island Commuter Rail Road

2. License agreement with Outreach Development Corp. for employee and customer parking, west of Hillside Avenue, between Babbage and Bessemer Streets, Richmond Hill, N.Y.
3. License agreement with RKSS, LLC for employee and customer parking, west of Hillside Avenue, between Babbage and Bessemer Streets, Richmond Hill, NY.
4. License agreement with Caribbean Auto Sales II Inc., for the sale of used automobiles and placement of an office trailer, located at 76-21 Queens Boulevard, Elmhurst, N.Y.

New York City Transit Authority

5. Modification of a license agreement with Transit Wireless, LLC for the installation, operation and maintenance of a commercial cellular/PCS and WiFi wireless telecommunications network.

5. CHAIRMAN'S REMARKS.

Chairman Walder announced that this meeting is his last Board meeting serving as Chairman of the MTA. Chairman Walder stated that it has been an honor and a privilege working with the Board members and the staff, and he thanked everyone for their support during his tenure. Several Board members commented on Chairman Walder's tenure, and thanked him for serving on the Board. Board members' comments with respect thereto are included in the videotape of the meeting produced by the MTA and maintained in MTA records.

6. **EXECUTIVE SESSION.** Upon motion duly made and seconded, the Board voted to convene an executive session to discuss matters concerning litigation, at which the Board approved a resolution authorizing representation and indemnification in a lawsuit involving an employment matter. Chairman Walder recused himself from the vote. Upon motion duly made and seconded, the Board voted to return to public session.

7. ADJOURNMENT.

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:35 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, September 28, 2011
9:30 a.m.**

The following members were present:

**Hon. Jay H. Walder, Chairman & CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. Jonathan A. Ballan
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. James F. Blair
Hon. Allen P. Cappelli
Hon. Patrick J. Foye
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. Carl V. Wortendyke**

The following members were absent:

**Hon. Fernando Ferrer
Hon. Jeffrey A. Kay
Hon. Ed Watt**

Diana Jones Ritter, MTA Managing Director, Fredericka Cuenca, Chief of Staff, 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 of MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Hilary Ring, Director, Community Affairs also attended the meeting.

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

2. **PUBLIC COMMENT PERIOD**

One public speaker addressed NYC Transit/MTA Bus issues.

William Henderson, PCAC, expressed his appreciation for Chairman Walder and his continuing concern for the future financing of mass transportation.

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 NYC Transit, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Railway Transit Operating Authority, and MTA Bus Company held on July 27, 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 modification of a License Agreement with Transit Wireless, LCC for the installation, operation and maintenance of a commercial cellular/PCS and WIFI service in NYCT's underground subway stations.

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

Action Item(s):

Agreement for 1322 Second Avenue (Block 1444, Lot 51): Upon motion duly made and seconded, the Board authorized/ratified an agreement with the owner of 1322 Second Avenue for a not-to-exceed amount of \$286,000.00 to advance the design and implementation of certain changes to 1322 Second Avenue which are necessary to accommodate Entrance 1 of the 72nd Street Station. In addition, the Board ratified certain payments made to entities covered under the agreement.

Details of the above item are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of the NYC Transit/SIR/MTA Bus Company.

Procurements

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

Non-Competitive Procurements: Upon motion duly made and seconded, the Board approved the non-competitive procurements requiring a majority vote (Schedule J 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.

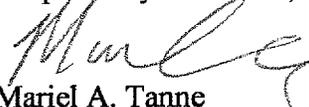
7. EXECUTIVE SESSION

Upon motion duly made and seconded, the Board voted to convene an executive session to discuss matters concerning proposed, pending or current litigation.

8. ADJOURMENT

Upon motion duly made and seconded, the Board voted to resume public session whereupon, upon motion duly made and second, the meeting was adjourned at 10:35 a.m.

Respectfully submitted,


Mariel A. Tanne
Assistant Secretary

Minutes of the Regular Meeting
Metro-North Commuter Railroad Company
Wednesday, September 28, 2011
9:30 a.m.

The following members were present:

Hon. Jay H. Walder, Chairman & CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. Jonathan A. Ballan
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. James F. Blair
Hon. Allen P. Cappelli
Hon. Patrick J. Foye
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. Carl V. Wortendyke

The following members were absent:

Hon. Fernando Ferrer
Hon. Jeffrey A. Kay
Hon. Ed Watt

Diana Jones Ritter, MTA Managing Director, Fredericka Cuenca, Chief of Staff, 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 of MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Hilary Ring, Director, Community Affairs also attended the meeting.

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

1. Public Comment:

There was one public speaker who did not discuss items specific to Metro-North. The subject matter of the public speaker's comments is contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

2. Approval of Minutes – Upon motion duly made and seconded, the minutes of the Regular Board Meeting of July 27, 2011 were unanimously approved.

3. Committee on Finance

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

Action Items:

- Authorization to file for and Accept Federal Grants – Authorization to file for and accept Federal grants for Federal Fiscal Year (FFY) 2011 and 2011.
- Authorization to Issue Transportation Revenue Bonds, Series 2011D – Authorization and approval of the necessary documentation to issue new money bonds, notes or other obligations to provide net proceeds (exclusive of premiums) sufficient to fund up to \$500 million of capital projects contained in approved capital programs of the transit and commuter systems.

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

Metropolitan Transportation Authority Procurements:

The Board voted on Metropolitan Transportation Authority items. Among the items approved is a non-competitive procurement requiring majority vote to award a non-competitive personal service contract, federally funded by the Department of Homeland Security, to Texas Engineering Extension Services to provide emergency responders with incident management and decision making training. The Board also approved two competitive procurement requiring majority vote: (1) to award an all-agency competitive miscellaneous procurement contract to three vendors to provide internet services to for the MTA and its agencies and (2) a personal service contract to Willis of New York as broker of record for the Owner Controlled Insurance Program (OCIP) and (3) to award an all-agency miscellaneous service contract to Shared Technologies, Inc. to provide telephone network services. The details of the above item, are contained in the minutes of the Metropolitan Transportation Authority held this day and the staff summaries and reports filed with those minutes.

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.

- Approval to proceed with termination or condemnation of Nextel Communications leasehold interest at 525 Broadway, North White Plains in support of Metro-North's North White Plains Parking Garage Project in White Plains, New York.

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

4. New York City Transit Procurements:

The Board voted on New York City Transit items. Among the items approved is a competitive procurement requiring majority vote to award a personal service contract to five temporary staffing firms to provide temporary professional and technical staff on an as-needed basis for capital projects. The details of this item are contained in the minutes of New York City Transit held this day and the staff summary filed with those minutes.

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

Action Items:

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

- Approval of Fairfield Metro Station Fares for the New Haven Line.
- Acceptance of NYSDOT CMAQ Grant for Connecting Services.
- Port Jervis Line Ratification of Action Items – Board Members Metzger and Wortendyke thanked Chairman Walder and all who worked to provide alternative transportation options to Port Jervis commuters. They noted that Orange and Rockland counties were also appreciative of the work done following Tropical Storm Irene. Chairman Walder stated that he had taken a tour with President Permut of the flood ravaged area, noting that he had never seen such destruction of a railroad right-of-way in his career. He commended Metro-North on its response following the storm; noting that the entire MTA came together to assist Metro-North in devising a transportation plan following the storm. A video recording containing the remaining comments is located at (<http://www.mta.info/mta/webcasts/archive.htm>).

MNR/LIRR Joint Action Item

- Revised Rules of Conduct – Approval to proceed with the process of modifying LIRR and Metro-North rules to conform with recent state law banning smoking at certain outdoor areas at railroad stations.

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

- Mitsui & Co. (USA) Inc. – Two-year purchase authorization – M-4 railcar replacement parts.

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

Miscellaneous Procurement Contracts

- Railware, Inc. – Centralized traffic control software maintenance.

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

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

- Pilot Program – Request to use the RFP Process – Engineering and construction services for the repair of concrete grout pads on the Park Avenue Viaduct.

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

Miscellaneous Service Contracts

- Air Compressor Engineering, Inc. – Preventative maintenance, repair and emergency services for Metro-North air compressors.

Modifications to Purchase and Public Work Contracts

- Ducci Electrical Contractors, Inc. – Danbury Signalization Project – Relocation of transformer.

Modifications to Miscellaneous Procurement Contracts

- RPM Technology, Inc. – Purchase of cold air snow blower & retrofit services.

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

Ratification of Completed Procurement Actions

- Simmons Machine Tool Corporation – Preventative maintenance, repair and emergency service of wheel truing machines.

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

6. Chairman's Comments: Chairman Walder stated that this would be his last Board meeting as Chairman of the MTA. He thanked the Board for the opportunity to serve the City and metropolitan region, as well as, the men and women who work for the MTA and its agencies. The details of Chairman Walder's comments are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

7. Executive Session:

Upon a motion duly made and seconded, the Board unanimously voted to convene in Executive Session to discuss an proposed, pending or current litigation.

8. Public Session:

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

9. Adjournment:

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 10:35 a.m.

Respectfully submitted,



Linda Montarino
Assistant Secretary

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

**Meeting Held At
347 Madison Avenue
New York, NY 10017
Wednesday, September 28, 2011
9:30 a.m.**

The following members were present:

Hon. Jay H. Walder, Chairman & CEO
Hon. Andrew M. Saul, Vice-Chairman
Hon. Jonathan A. Ballan
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. James F. Blair
Hon. Allen P. Cappelli
Hon. Patrick J. Foye
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. Carl V. Wortendyke

The following members were absent:

Hon. Fernando Ferrer
Hon. Jeffrey A. Kay
Hon. Ed Watt

Diana Jones Ritter, MTA Managing Director, Fredericka Cuenca, Chief of Staff, 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 of MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Hilary Ring, Director of 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 was one public speaker who did not address 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 July 27, 2011.

3. COMMITTEE ON FINANCE

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

- Three competitively negotiated, all-agency miscellaneous procurement contracts with Sprint Solutions, Inc., Sidera Networks LLC, and Abovenet Communications for access to Internet services.
- A competitively negotiated, all-agency, miscellaneous service contract with Shared Technologies, Inc., to provide comprehensive telecommunications maintenance services and upgrades.
- Additional funding to a miscellaneous procurement contract with Autodesk, Inc. for licensing fees and technical training for the proprietary, all-agency web-based project management system to support MTA capital program design projects.
- Authorization for MTA to use Owner Controlled Insurance Program ("OCIP") for certain projects contained in the 2010-2014 Capital Program and to award a competitively negotiated broker services contract with Willis of New York to serve as broker of record for designated projects within the OCIP 2010-2014 Capital Program.

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

In addition, upon motion duly made and seconded, the Board approved the following real estate items recommended by the Committee on Finance:

- License agreement with Outreach Development Corp. for employee and customer parking, west of Hillside Avenue, between Babbage and Bessemer Streets, Richmond Hill, New York.
- License agreement with RKSS LLC for employee and customer parking, west of Hillside Avenue, between Babbage and Bessemer Streets, Richmond Hill, New York.
- License agreement with Caribbean Auto Sales II Inc. for the sale of used automobiles and placement of an office trailer, located at 76-21 Queens Blvd., Elmhurst, New York

Board Member Moerdler expressed concern about pollution at the 76-21 Queens Blvd. location and requested that a plan be put into place to address this issue.

4. 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

Upon motion duly made and seconded, the Board approved items presented by 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. Included among those items was the following:

- Two multi-agency contracts (NYCT and LIRR) with Natural Languages LLC and Russian & Slavic Language services for as-needed interpreting services.

Details of this item are on file with the records of this meeting.

5. LONG ISLAND COMMITTEE

Upon motion duly made and seconded, the Board approved an action item recommended by the Long Island Committee requesting approval to commence a rulemaking pursuant to the New York State Administrative Procedure Act to amend the LIRR and Metro-North codes of conduct to conform to a new state law that prohibits smoking in LIRR and Metro-North outdoor ticketing, boarding or platform areas.

In addition, the Board approved the following procurement items recommended by the Long Island Committee:

- A sole source miscellaneous service contract in the not-to-exceed amount of \$133,171 to Basin Haulage, Inc. for rubbish removal services at LIRR's Bethpage facility.
- Issuance of a change order in the amount of \$25,614 to DVI/Federal Engineering, Inc. to include additional required scope to complete its work.
- Award of a contract in the lump sum amount of \$9,950,394 to Conti of New York, LLC to provide construction services to rehabilitate three Montauk bridges.
- Approval to ride NYCT's contract with Richmond Elevator Co., Inc., for scheduled and unscheduled maintenance and repair of elevators in an amount not to exceed \$1,494,228.
- Five competitively bid multi-agency (Metro-North, MTA HQ, MTA PD, Long Island Bus) miscellaneous service contracts with Total Fire Protection, Inc. and Campbell Fire Protection in the aggregate amount of \$353,956 for as-needed inspection, testing, maintenance, repair, fill and recharge of fire extinguishers.

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

6. CHAIRMAN'S REMARKS

Chairman Walder acknowledged his departure from the Metropolitan Transportation Authority, thanked the Board and staff, and discussed his tenure at MTA. Refer to the minutes of the Metropolitan Transportation Authority held this day for details regarding the Chairman's remarks and for the remarks of various Board members concerning Chairman Walder's departure and his service at MTA.

7. EXECUTIVE SESSION

Upon motion duly made and seconded, the Board unanimously voted to convene in Executive Session to discuss issues related to proposed, pending or current litigation. Upon motion duly made and seconded, the Board unanimously voted to re-convene in Public Session.

8. ADJOURNMENT

Upon motion duly made and seconded, the Board unanimously voted to adjourn the meeting. The meeting was adjourned at 10:35 AM.

Respectfully submitted,



Catherine A. Rinaldi
Secretary

**Minutes of the Regular Meeting
Triborough Bridge and Tunnel Authority
September 28, 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. Jonathan A. Ballan
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. James F. Blair
Hon. Allen P. Cappelli
Hon. Patrick J. Foye
Hon. Mark D. LeBow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. James E. Sedore, Jr.
Hon. Nancy Shevell
Hon. Carl V. Wortendyke

Not Present:

Hon. Fernando Ferrer
Hon. Jeffrey A. Kay
Hon. Ed Watt

Diana Jones Ritter, MTA Managing Director; Fredericka Cuenca, Chief of Staff;
James B. Henly, General Counsel, MTA; Board Member Andrew Albert; Board Member
Norman Brown; James Ferrara, President, MTA Bridges and Tunnels; Michael Horodniceanu,
President, MTA Capital Construction; 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, Community Affairs, MTA also attended the meeting.

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

1. Public Speakers

There was one public speaker who did not comment on issues regarding the Triborough Bridge and Tunnel Authority. The subject matter of the speaker's 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 July 27, 2011

Upon a motion duly made and seconded, the minutes of the Meeting held July 27, 2011 were unanimously approved.

3. Committee on Finance

Upon a motion duly made and seconded, the MTA and TBTA Boards unanimously approved a combined purchase pursuant to a tender offer for auction rate securities and a redemption of fixed-rate securities to retire all or a portion of outstanding 2 Broadway Certificates of Participation ("COPs") to be accomplished in conjunction with the contemporaneous refunding of certain MTA Transportation Revenue and/or TBTA bonds. The Boards approved the aforementioned transaction, and approved the following:

- 1) a public tender offer for outstanding auction rate COPs at a price not to exceed 100% plus accrued interest;
- 2) the attached supplemental resolutions authorizing the issuance of fixed-rate refunding bonds the net proceeds of which in the aggregate shall not exceed \$350 million either as MTA Transportation Revenue Bonds and/or TBTA Subordinate Revenue Bonds to refund MTA and TBTA bonds maturing between November 1, 2011 and January 1, 2012, freeing-up MTA and TBTA debt service funds ("MTA/TBTA Refunding Bonds");
- 3) the application of such freed-up MTA and TBTA debt service funds as a result of the MTA/TBTA bond refunding (along with, to the extent necessary, application of TBTA revenues to fund the retirement of the COPs related to TBTA's applicable percentage of the Two Broadway rent) to retire via the tender offer up to \$348 million of outstanding COPs that are in the auction rate mode and to retire via redemption all or a portion of the \$26.505 million outstanding fixed rate COPs;

- 4) the re-assignment or novation of the outstanding swaps related to the auction rate COPs that will be retired.

Such Board approvals are conditioned upon the MTA Chief Financial Officer, the Director of Finance or other Authorized Officer of the MTA determining that, based on such assumptions as are determined by such officer to be reasonable including future variable rates assumed to be the lesser of implied forward rates for the one-month LIBOR Index or its 20-year average for the failed auction rate COPs, the combined transaction, when analyzed in the aggregate is expected to: (1) generate overall Present Value savings of not less than 5% of the MTA/TBTA Refunding Bonds to be issued, (2) reduce total debt service, including payments on the COPs, over the life of the issues, (3) not increase assumed debt service in any future year, and (4) be beneficial to each of the obligors thereof and/or their affiliates and subsidiaries.

A copy of the Series 2011B 2001 Subordinate Revenue Bond Supplement Resolution, staff summary, and details of the above item are filed with the minutes of this meeting.

4. Committee for MTA Bridges and Tunnels Operations

Procurements

Commissioner Cappelli stated there are no non-competitive procurements. He stated that there are five competitive procurements which total \$59.47 million.

Competitive Procurements

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

Competitive Procurements

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

Kapsch TrafficCom IVHS, Inc.	Contract No. 07-IAG-2782 Furnish and provide Electronic Toll Technology and Associated Subsystems for the Operation of E-ZPass System.	\$58,000,000.00
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Personal Service Contracts

Elzly Technology Corp.	Contract No. PSC-10-2882 B&T requires the services of a consultant to assist the Authority on issues related to studying, analyzing and evaluating existing coating systems (e.g., paint, water repellents, etc.) on B&T owned and operated facilities and ancillary buildings on an as-needed basis. The Consultant shall (i)	\$550,000.00
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recommend compatible coating systems, surface preparations and other construction methods for future maintenance painting activities, and (ii) review and/or prepare technical specifications for the Authority's maintenance painting contracts based on its findings from site investigations and current available data. The required services are assigned on an as-needed basis by the issuance of Work Orders.

Miscellaneous Service Contracts

InterCity Tire & Auto Center, Inc.	Contract No. 11-MNT-2881 Contractor to provide all labor, material and equipment necessary for tire repair, mounting, balancing and emergency road service for its vehicles on an as-needed basis.	\$15,839.50
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**Modifications to Personal Service Contracts and Miscellaneous Service Contracts
Awarded as Contracts for Services**

Environmental Planning & Management ATC Associates, Inc. The Louis Berger Group	Contract No. PSC-07-2815A - C Increase funding in the aggregate amount of \$101,000 for three personal service contracts to provide design, supervision and air monitoring services of asbestos and incidental lead abatement projects on an as-needed basis.	\$101,000.00 (aggregate not-to-exceed amount for the 3 contracts)
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Modifications to Purchase & Public Work Contracts

Conti of New York, LLC	Contract No. BW-97/BW-97A Additional work under Contract BW-97/BW-97A Concrete Repairs at the Queens Anchorage and Rehabilitation of the Bronx and Queens Eyebar Chambers at the Bronx-Whitestone Bridge.	\$806,121.32
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Ratifications

Commissioner Cappelli stated that there are two ratifications this month which total \$9.85 million.

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

Ratifications

Ratification of Completed Procurement Actions

DeFoe Corp.	Contract No. TB-23 Design/Build Services for the Reconstruction of the Harlem River Drive Ramp at the Robert F. Kennedy Bridge.	\$8,745,000.00
NYC Dept. of Parks and Recreation	Contract No. PERMIT – 11-01 Permit granted by the NYC Department of Parks and Recreation to enable B&T to access park property under the Bronx- Whitestone Bridge in order to perform construction work for the replacement of the Bridge's Queens Approach.	\$1,100,500.00

5. **Chairman's Remarks**

Chairman Walder stated that this would be his last Board meeting as Chairman of the MTA. He thanked the Board for the opportunity to have served the City and metropolitan region, as well as the men and women who work for the MTA and its agencies. The details of Chairman Walder's comments are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

6. **Executive Session**

Upon a motion duly made and seconded, the Board unanimously voted to convene in Executive Session to discuss proposed, pending or current litigation.

7. **Public Session**

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

8. **Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 10:35 a.m.

Respectfully submitted,



Cindy L. Dugan
Assistant Secretary

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

Wednesday, September 28, 2011
9:30 a.m.

The following members were present:

Hon. Jay H. Walder, Chairman & CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. Jonathan A. Ballan
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. James F. Blair
Hon. Allen P. Cappelli
Hon. Patrick J. Foye
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. Carl V. Wortendyke

The following members were absent:

Hon. Fernando Ferrer
Hon. Jeffrey A. Kay
Hon. Ed Watt

Diana Jones Ritter, MTA Managing Director, Fredericka Cuenca, Chief of Staff, 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 of MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Hilary Ring, Director, Community Affairs also attended the meeting.

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

Chairman Walder called the meeting to order.

Public Comment Period

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

Approval of Minutes

Upon motion duly made and seconded, the MTA Board unanimously approved the minutes of the regular Board meeting held on July 27, 2011.

MTA Capital Construction Action Items

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

- A ratification of an agreement with the owner of 1322 Second Avenue for 72nd Street Station work in support of Second Avenue Subway project and a ratification of payments made to entities under the agreement.

MTA Capital Construction Procurements

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

- A ratification of a modification to the Second Avenue Subway design services contract with AECOM/Arup for final design scope and criteria changes.
- Ratification of two modifications to the Second Avenue Subway contract for civil, structural, and utility relocation for 96th St with E.E. Cruz and Tully Construction Company, JV, LLC.
- A ratification of a modification for additional professional liability insurance (PLI) for Fulton Street Transit Center Dey Street Concourse Structural Box design and construction work with Slattery Skanska, Inc.
- A request adoption of a resolution to use a competitive Request for Proposal (RFP) for the design, development, fabrication, testing and delivery of two low emission locomotives for the East Side Access project.
- Modification to the East Side Access Harold Structures Part I contract with Perini Corporation.
- Modification to the East Side Access 44th Street Vent Plant and 245 Park Avenue Street Entrance contract with Yonkers Contracting Company.
- Modification to the East Side Access Northern Boulevard Crossing contract with Schiavone/Kiewit, JV, transferring permanent plaza structure invert slab scope and corresponding budget from Plaza Substation and Queens Structures contract to this contract, eliminating the need for a temporary structure and re-support work.
- Modification to the East Side Access General Engineering Services contract with General Engineering Consultant for additional design services.

Adjournment

Upon motion duly made and seconded, the MTA Board voted to adjourn the public meeting at 10:35 a.m.

Respectfully submitted,

Patrick Killackey
Secretary

Staff Summary



Subject Termination of Leveraged Lease
Department Finance/Legal
Department Head Name Robert Foran/James B. Henly
Department Head Signature
Project Manager Name Patrick McCoy/Jerome F. Page

Date October 26, 2011
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/24/2011	X		
2	Board	10/26/2011	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Chief of Staff		

PURPOSE:

Authorize the Chairman and Chief Executive Officer, Chief Financial Officer and/or Director of Finance to terminate a leveraged lease transaction (the "Hillside Lease Transaction") that MTA entered into in January 1997 with Grant Transit Co. (an affiliate of Philip Morris Capital Corporation) relating to the LIRR's Hillside Maintenance Facility.

DISCUSSION:

In January 1997, MTA entered into the Hillside Lease Transaction following MTA Board approval. MTA economically defeased its rent and purchase option payment obligations under the lease back from the lessor and received an up-front net benefit of approximately \$22.7 million which was used as a source of funding for the MTA capital program. The transaction is scheduled to terminate in 2019, at which time the securities and other obligations acquired by MTA at the 1997 closing to defease its rent and purchase option payment obligations would be used to satisfy such obligations. The source of payment for the debt portion of the purchase option price is a payment undertaking agreement from an affiliate of the lender. The source of payment for the equity portion of the purchase option price is a U.S. Treasury zero coupon security that is held in a custodial defeasance collateral account and matures just prior to the purchase option date.

Philip Morris Capital Corporation recently approached MTA and proposed that the Hillside Lease Transaction be terminated early by mutual agreement of the parties. Under the terms of the proposed early termination, Philip Morris Capital Corporation would take possession of the U.S. Treasury zero coupon security, the debt would be repaid early through the payment undertaking agreement and all rights to the Hillside Maintenance Facility would revert to MTA. There are several benefits from an early termination, including elimination of risk and inconvenience associated with (a) potential casualty to the leased assets that triggers termination payments that would require MTA to go out of pocket to pay the stipulated loss value, (b) encumbered title to the Hillside Maintenance Facility, (c) ongoing administrative costs, and (d) other potential defaults under the transaction documents for the remaining seven years of the transaction. The only cost to MTA would be outside counsel legal fees, which are not expected to exceed \$50,000 and would, in any case, be incurred at the end of the lease term in similar or greater amount.

The current market value of the U.S. Treasury zero coupon security held in the custodial defeasance collateral account is approximately \$82 million, which is higher than its accreted value because its yield is substantially higher than current U.S. Treasury yields for similar maturities. However, MTA is unable to take advantage of such increased value because it has no right under the leveraged lease agreements to substitute defeasance instruments. Thus, MTA can either go forward with an early termination on the terms offered by Philip Morris Capital Corporation and receive the noted benefits or maintain the status quo until 2019.

RECOMMENDED:

That the MTA Board authorize the MTA Chairman and Chief Executive Officer, the Chief Financial Officer and/or the Director of Finance to terminate the Hillside Lease Transaction, and to take all other actions, including the execution and delivery of documents, from time to time deemed necessary or desirable by the MTA Chairman and Chief Executive Officer, Chief Financial Officer and/or Director of Finance to effectuate the termination of the Hillside Lease Transaction.

RESOLUTION

WHEREAS, the Metropolitan Transportation Authority (the "MTA") is a party to the Hillside Maintenance Facility leverage lease transaction (the "Hillside Lease Transaction");

WHEREAS, the equity investor in the Hillside Lease Transaction has offered to terminate the transaction early upon the transfer to it by MTA of certain U.S. Treasury securities that are being held in a custodial defeasance collateral account; and

WHEREAS, MTA has determined that it is in its best interests to terminate the Hillside Lease Transaction;

NOW, THEREFORE, BE IT:

RESOLVED, that MTA be and hereby is authorized to terminate the Hillside Lease Transaction, all as generally described in the related Staff Summary, on the terms and conditions approved by the Chairman and Chief Executive Officer, the Chief Financial Officer and/or the Director of Finance; and

RESOLVED, that each of the Chairman and Chief Executive Officer, the Chief Financial Officer and the Director of Finance, acting singly, is hereby authorized, empowered and directed, on behalf of MTA, to execute and deliver any and all documents and writings and to take all such actions as each of them may deem necessary, desirable or appropriate to effectuate the transactions contemplated by the foregoing resolution, including the delegation of each such officer's signing authority to another employee of MTA.



**Investment Performance by Type of Fund
For the Period Jan. 1, 2011 to Jun. 30, 2011**

Type of Fund	Net Earnings this Period	Average Daily Portfolio Balance	End of Period Portfolio Balance	Weighted Average Yield at End of Period	Weighted Average Days to Maturity	Net Portfolio Yield, 365-day Basis
All Agency Investments	\$ 634,107	\$ 709,311,840	\$ 202,149,965	0.14%	123	0.18%
MTA Special Assistance Fund	876,490	598,877,743	576,000,555	0.27%	153	0.30%
TBTA Investments	64,010	90,781,860	66,168,004	0.04%	10	0.14%
MTA Finance Fund	263,740	331,907,980	433,039,754	0.17%	105	0.16%
MTA Transportation Resolution Funds	1,433,620	851,650,228	607,826,352	0.36%	381	0.34%
State Service Contract Debt Service Fund	1,002	15,586,271	82,495,000	0.01%	1	0.01%
MTA Dedicated Tax Fund Resolution Funds	83,578	124,041,697	130,346,194	0.10%	139	0.14%
2 Broadway Certificates' Funds	28,203	25,496,187	30,411,385	0.20%	152	0.22%
TBTA General Purpose Resolution Funds	257,880	287,571,052	284,903,241	0.10%	117	0.18%
TBTA Convention Center Debt Service Fund	316	6,776,559	-	0.00%	-	0.01%
TBTA Subordinate Resolution Funds	22,835	34,015,402	44,160,993	0.07%	100	0.14%
Other Capital Restricted Funds	271,793	102,968,778	102,977,425	0.53%	158	0.53%
	\$ 3,937,573	\$ 3,178,985,596	\$ 2,560,478,868	0.23%	183	0.25%

Average Yield on 6 month Generic Treasury Bill (1/1/11 – 6/30/11)

0.15%

Average Yield on 12 month Generic Treasury Note (1/1/11 – 6/30/11)

0.22%

Note: Table above only includes information on funds actively managed by MTA Treasury in accordance with the Board approved Investment Guidelines. Does not include defeasance investments for tax benefit lease transactions or insurance set asides.

**Investment Inventory with Market Value
By Instrument Type**

As of: 6/30/2011

Instrument	Sched Par	Original Settlement Amount	Sched Book Value	Market Value*	Accrued Interest	Accrued (Prem)/Disc
CD ACT/360	\$ 2,766,598	\$ 2,766,598	\$ 2,766,598	\$ 2,766,598	\$ 9,686	\$ -
COMM PAPER	\$ 240,000,000	\$ 239,907,144	\$ 239,907,144	\$ 239,907,144	\$ 8,597	\$ 56,661
FFCB BONDS	\$ 64,657,000	\$ 66,482,752	\$ 65,293,292	\$ 65,053,688	\$ 516,068	\$ (406,740)
FFCB DISC	\$ 180,500,000	\$ 180,234,071	\$ 180,234,071	\$ 180,428,069	\$ 113,801	\$ -
FHLB BONDS	\$ 39,580,000	\$ 39,630,815	\$ 39,603,182	\$ 39,605,940	\$ 18,810	\$ (4,355)
FHLB NOTES	\$ 125,524,000	\$ 125,336,045	\$ 125,336,045	\$ 125,459,719	\$ 60,148	\$ -
FNMA BONDS	\$ 50,000,000	\$ 50,409,722	\$ 50,409,722	\$ 50,300,500	\$ 120,833	\$ (48,548)
FNMA NOTES	\$ 109,289,000	\$ 109,146,367	\$ 109,146,367	\$ 109,240,736	\$ 69,878	\$ -
FRED MAC	\$ 122,339,000	\$ 122,190,407	\$ 122,190,407	\$ 122,226,842	\$ 21,141	\$ -
FREDDIE MA	\$ 69,566,000	\$ 70,807,348	\$ 70,447,047	\$ 70,386,119	\$ 268,657	\$ (174,970)
REFCO STRP	\$ 70,275,000	\$ 41,820,100	\$ 41,820,100	\$ 42,962,932	\$ -	\$ 2,555,195
REPO INT	\$ 306,390,000	\$ 306,390,000	\$ 306,390,000	\$ 306,390,000	\$ 196	\$ -
T-BILL	\$ 617,293,000	\$ 616,354,019	\$ 616,354,019	\$ 617,131,706	\$ 449,775	\$ -
T-NOTE-MID	\$ 497,425,000	\$ 501,544,506	\$ 501,544,506	\$ 500,572,770	\$ 1,111,772	\$ (843,510)
T-STRIPS	\$ 76,849,000	\$ 70,398,733	\$ 70,398,733	\$ 73,849,893	\$ -	\$ 1,895,766
TVA INT	\$ 17,490,000	\$ 18,637,636	\$ 18,637,636	\$ 18,512,072	\$ 125,355	\$ (44,491)
Grand Total	\$ 2,589,943,598	\$ 2,562,056,263	\$ 2,560,478,868	\$ 2,564,794,728	\$ 2,894,718	\$ 2,985,007

* If no Market Price, then Market Value = Book Value



Metropolitan Transportation Authority

Portfolio Statistics
By Instrument Type

As Of: 6/30/2011

Instrument Type	Wtd Avg Rate	Wtd Avg Yield	Wtd Avg Days to Mat	Scheduled Par Value	Scheduled Book Value
CD'S Actual/360	0.50	0.50	116	\$ 2,766,598	\$ 2,766,598
Commercial Paper	0.00	0.18	23	\$ 240,000,000	\$ 239,907,144
Federal Farm Credit Bank Bonds	2.42	0.62	143	\$ 64,657,000	\$ 65,293,292
Federal Farm Credit Bank Discount Notes	0.00	0.19	168	\$ 180,500,000	\$ 180,234,071
Federal Home Loan Bank Bonds	0.33	0.22	125	\$ 39,580,000	\$ 39,603,182
FHLB Discount Notes	0.00	0.18	210	\$ 125,524,000	\$ 125,336,045
Federal National Mortgage Association Bonds	1.00	0.20	279	\$ 50,000,000	\$ 50,409,722
Federal National Mortgage Association Discount No	0.00	0.17	157	\$ 109,289,000	\$ 109,146,367
Freddie Mac Discount Notes	0.00	0.15	232	\$ 122,339,000	\$ 122,190,407
FHLMC FREDDIE MAC	1.81	0.28	205	\$ 69,566,000	\$ 70,447,047
REFCO Strip Principal	0.00	2.68	3,244	\$ 70,275,000	\$ 41,820,100
Repurchase Agreement - Interest	0.02	0.02	1	\$ 306,390,000	\$ 306,390,000
US Treasury Bill	0.00	0.19	129	\$ 617,293,000	\$ 616,354,019
US Treasury Notes Middle of Month	1.75	0.10	138	\$ 497,425,000	\$ 501,544,506
US Treasury Strips	0.00	1.17	370	\$ 76,849,000	\$ 70,398,733
TVA INTEREST NOTE	6.79	0.23	328	\$ 17,490,000	\$ 18,637,636
	0.65	0.23	183	\$ 2,589,943,598	\$ 2,560,478,868

Investment Maturity Distribution

As of: 6/30/2011

Maturity Curve	No. of Secs.	Principal Cost*	%	Cum %
Zero to 1 Month	27	648,826,510	23.10%	23.10%
1 to 2 Months	9	187,526,109	6.68%	29.78%
2 to 3 Months	11	110,644,176	3.94%	33.72%
3 to 4 Months	8	72,674,255	2.59%	36.31%
4 to 5 Months	37	761,817,679	27.12%	63.43%
5 to 6 Months	7	118,426,074	4.22%	67.65%
6 to 12 Months	54	715,129,071	25.47%	93.12%
12 to 18 Months	5	3,781,335	0.13%	93.26%
18 to 24 Months	2	3,899,190	0.14%	93.39%
24 to 120 Months	13	3,277,063	0.12%	93.51%
> 120 Months	32	182,257,630	6.49%	100.00%
Grand Total	205	2,808,259,092	100.0%	

* Principal Cost includes current purchase interest.



Metropolitan Transportation Authority

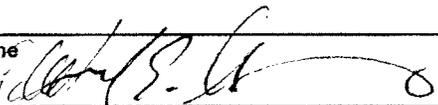
Broker Activity Distribution

From: 6/1/2011

To: 6/30/2011

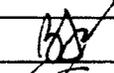
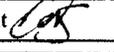
Broker	Total Trans Count	Purchase of Securities	Principal Roll In s	% Purchase & Roll In Sale of Securities	% Sales	REPOS	% REPOS	Total
-	1	-	-	0.00%	269,235	0.20%	-	269,235
Barclays	13	-	-	0.00%	49,116,777	36.39%	-	49,116,777
Bank of America	9	-	-	0.00%	33,451,450	24.78%	40,000,000	73,451,450
Citigroup	6	31,115,233	-	100.00%	48,073,147	35.62%	-	79,188,380
Daiwa	22	-	-	0.00%	-	0.00%	2,425,521,000	2,425,521,000
HSBC	7	-	-	0.00%	4,068,575	3.01%	12,000,000	16,068,575
Mizuho	4	-	-	0.00%	-	0.00%	540,087,000	540,087,000
Grand Total	62	31,115,233	-	100.00%	134,979,183	100.00%	3,017,608,000	3,183,702,417

Staff Summary

Subject Request for Authorization to Award Various Procurements
Department Managing Director
Department Head Name Diana Jones Ritter
Department Head Signature
Division Head Name Clifford Shockley 

Date October 7, 2011
Vendor Name Various
Contract Number Various
Contract Manager Name Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	10/24/11			
2	Board	10/26/11			

Internal Approvals			
Order	Approval	Order	Approval
			Office of Civil Rights
			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:

	<u># of Actions</u>	<u>\$ Amount</u>
None		\$ - 0 -

MTAHQ proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote

Schedule F: Personal Services Contracts

	3	\$ 2,104,750
SUBTOTAL	3	\$ 2,104,750

MTAHQ presents the following procurement actions for Ratification:

Schedule D: Ratification of Completed Procurement Actions (Schedules A-C)

	1	\$ 3,000,000
TOTAL	4	\$ 5,104,750

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

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

BOARD RESOLUTION

METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

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

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

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

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

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

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

LIST OF PROCUREMENTS FOR BOARD APPROVAL, OCTOBER 2011
COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

F. Personal Service Contracts

Staff Summaries required for items greater than: \$100k Sole Source; \$250 other Non-Competitive, \$1 million Competitive

1-3. AFT Projects at NYCT and MNR Hudson Line Stations. AFT to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials at the three stations specified below.

Competitively negotiated – 72 proposals – 24 months – Peekskill Station – MNR –

Joy Taylor (**Contract No. 11192-0100 – \$193,700**)

Federally funded, competitively negotiated – 105 proposals – 36 months, 63rd Street Station/Second Avenue Subway Project – NYCT – Jean Kyoung Shin (**Contract No. 11193-0100 – \$931,000**);

New York City funded, competitively negotiated –56 proposals – 38 months – Flushing Line Extension -34th Street and 11th Avenue – Sherilyn (Xenobia) Bailey (**Contract No. 11194-0100 – \$980,050**)

LIST OF PROCUREMENTS FOR BOARD APPROVAL, OCTOBER 2011
PROCUREMENTS FOR RATIFICATION

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Two-Thirds Vote:

D. Ratifications of Completed Procurement Actions (Involving Schedules A-C)

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

- | | | |
|--|---------------------------------------|--------------------------------------|
| 1. On-Board Bus Hardware Subsystem
Mobile Commons, Inc.
Contract No. 11145-0100 | \$3,000,000
(not-to-exceed) | <u>Staff Summary Attached</u> |
|--|---------------------------------------|--------------------------------------|

To recommend that the Board ratify the award of a competitively, negotiated miscellaneous procurement contract made to Mobile Commons, Inc. to provide short message services (SMS) gateway services to enable MTA bus customers to access the bus customer information using standard wireless telephone texting technologies and the internet. In order to ensure timely set up, testing and operation of this gateway by the deadline, the Contractor was issued a Notice to Proceed on October 7, 2011. The amount obligated under this contract for the three-year term is not to exceed \$3,000,000. The initial unit costs ranging from \$0.015 for up to 500,000 messages to \$0.009 for over 10,000,000 messages were reduced as a result of negotiations to a range of \$0.0135 and \$0.0055 respectively. These negotiated rates are the lowest pricing when compared to the other two proposers who proposed unit pricing of \$0.015. Based on the above, the negotiated unit pricing is deemed fair reasonable.

Staff Summary

Schedule D: Ratification of Completed Procurement Actions (Involving Schedules A-C)

Item Number:

Vendor Name (& Location): Mobile Commons, Inc	Contract Number: 11145-0100	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Description: On-Board Bus Hardware Subsystem	Total Amount: \$3,000,000 (not-to-exceed)	
Contract Term (including Options, if any): Thirty-Six Months	Funding Source: <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Requesting Dept/Div & Dept/Div Head Name: Executive/Customer Info. System & C. Monheim/S. Nair	
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Contract Manager: Caron Christian	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		

DISCUSSION:

To recommend that the Board ratify the award of a competitively, negotiated miscellaneous procurement contract made to Mobile Commons, Inc. to provide short message services (SMS) gateway services to enable MTA bus customers to access the bus customer information using standard wireless telephone texting technologies and the internet. The deadline for the rollout of the MTA Bus Time for Staten Island is December 31, 2011. In order to ensure timely set up, testing and operation of this gateway by this deadline, the Contractor was issued a Notice to Proceed on October 7, 2011. The amount obligated under this contract for the three-year term is not to exceed \$3,000,000.

In 2010-2011, the MTA successfully conducted a pilot test for a real-time bus information system ("MTA Bus Time™") on NYCT's B63 bus route in Brooklyn. The pilot was part of the MTA's initiative to alert subway and bus riders to the status of their commute in real time. With MTA Bus Time, customers can use the web, text messaging devices, or smartphones, to find out the actual location of their buses in real time. Based on the success of the pilot, MTA Bus Time is being expanded across the city with an initial roll-out to every bus on Staten Island by December 31, 2011, under the first phase of this project. This contract is one of three contracts that are integral for the success of the BUS CIS project. They are: i) the supply and installation of the BUS CIS hardware subsystem which was approved by the Board in July 2011; ii) the build, host and maintenance of the software server which was approved by the Board in September 2011; and iii) this contract for Short Messaging Service (SMS) gateway service provider.

MTA informed the Board in September 2011 that a competitive contract for the SMS gateway provider would be forthcoming. An RFP was publicly advertised and letters were mailed to potential proposers advising them of the RFP's availability. Three firms submitted proposals: CooCoo, Mobile Commons and Twilio. The Selection Committee, consisting of representatives from MTA Headquarters and MTA New York City Transit, evaluated the proposals and invited two firms in for oral presentations, namely, Mobile Commons and Twilio. After oral presentations, the selection committee determined that Mobile Commons was the most technically qualified and best suited firm to provide the gateway services. MTA has conducted a responsibility review and other due diligence on Mobile Commons, Inc. and has deemed it to be responsible for award.

The initial unit costs ranging from \$0.015 for up to 500,000 messages to \$0.009 for over 10,000,000 messages were reduced as a result of negotiations to a range of \$0.0135 and \$0.0055 respectively. These negotiated rates are the lowest pricing when compared to the other two proposers who proposed unit pricing of \$0.015. Based on the above, the negotiated unit pricing is deemed fair and reasonable.

OCTOBER 2011
MTA REAL ESTATE
LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL

ACTION ITEMS

MTA METRO-NORTH RAILROAD

Ratification of temporary easement with 150 Route 17 Corp. in support of Metro-North's reconstruction of Port Jervis Line From MP 31 To MP 45 in Town of Ramapo, Rockland County, New York

Lease with Miss Matched, Inc. for the retail sale of tenant-branded children's apparel and accessories in Retail Space MC-83 at Grand Central Terminal

MTA NEW YORK CITY TRANSIT

Lease modification and extension agreement with Raisin Realty for warehouse space at 70-10 74th Street, Glendale, New York

Lease modification and extension agreement with 1 Penn Plaza LLC, for concourse level office and adjunct space at One Penn Plaza, New York, New York

MTA LONG ISLAND RAIL ROAD

Termination of easements affecting the City of New York's Hunters Point South development project site in Long Island City, New York

METROPOLITAN TRANSPORTATION AUTHORITY

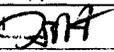
Authorization to award a competitively-negotiated All-Agency personal services contract to Greystone Corporate Realty Services for tenant management and accounting services

Staff Summary

Subject TEMPORARY EASEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name BENSON GOODWYN

Date OCTOBER 24, 2011
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/24/11	X		
2	Board	10/26/11	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal 
3	Chief of Staff 		
2	Chief Financial Officer 		

Narrative

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

GRANTOR: 150 Route 17 Corporation ("150 Corp.")

LOCATION: 150 Route 17, Sloatsburg, New York

ACTIVITY: Access for the reconstruction of the Port Jervis Line

ACTION REQUESTED: Approval of terms

TERM: 10 months

SPACE: Approximately 4,000 square feet

COMPENSATION: \$3,500 per month

COMMENTS:

In support of Metro-North's reconstruction of the Port Jervis Line from MP 31 To MP 45, MTA Real Estate negotiated terms and executed on an emergency basis a temporary easement for access over and across 150 Corp. property for purposes reaching the Port Jervis Line and staging areas. Access at this location was and remains critical to the ongoing reconstruction of areas washed-out by severe flooding from the Ramapo River during Hurricane Irene.

The term of the agreement will expire on July 18, 2012 and is in a form approved by MTA Legal.

As the compensation exceeds the \$2,000 per month authorization threshold set forth in the Board's policy dated February 22, 2010. MTA Real Estate requests ratification of the agreement on the above-described terms and conditions.

Staff Summary

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

Date October 24, 2011
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/24/11	X		
2	Board	10/26/11	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal <i>CBH</i>
3	Chief of Staff <i>AFC</i>		
2	Chief Financial Officer <i>OT</i>		

Narrative

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

LESSEE: Miss Matched, Inc. d/b/a Little Miss Matched ("Little Miss Matched")

LOCATION: Retail Space MC-83

ACTIVITY: Retail sale of tenant-branded children's apparel and accessories

ACTION REQUESTED: Approval of terms

TERM: Ten years

SPACE: Approximately 529 square feet

COMPENSATION: Annual Base Rent plus 8% of gross sales over Breakpoint, as follows:

<u>Year</u>	<u>Annual Base Rent</u>	<u>PSF</u>	<u>Breakpoint</u>
1	\$158,700.00	\$300.00	\$1,983,750.00
2	\$163,461.00	\$309.00	\$2,043,262.50
3	\$168,364.83	\$318.27	\$2,104,560.38
4	\$173,415.77	\$327.81	\$2,167,697.19
5	\$178,618.25	\$337.65	\$2,232,728.10
6	\$183,976.80	\$347.78	\$2,299,709.94
7	\$189,496.10	\$358.21	\$2,368,701.24
8	\$195,180.98	\$368.96	\$2,439,762.28
9	\$201,036.41	\$380.03	\$2,512,955.15
10	\$207,067.50	\$391.43	\$2,588,343.80

FINANCE COMMITTEE MEETING

Miss Matched, Inc. d/b/a Little Miss Matched (Cont'd)

MARKETING:	\$10.30 per sq. ft. per year, increasing annually by 3%
TRASH:	\$6.00 per sq. ft. per year, subject to increase to reflect increased expenses
SECURITY:	Three months minimum rent
INSURANCE:	Standard
CONSTRUCTION PERIOD:	60 days

COMMENTS:

In response to a recent MTA request for proposals for Retail Space MC-83 at Grand Central Terminal (the "RFP") proposals were received from Little Miss Matched, Campo Marzio America Inc, Tiecoon Inc, Joon New York, Le Palais de Thes LLC, Aesop USA Inc., and Face Stockholm.

Per the Guidelines for Selection of Tenants for Grand Central Terminal, requests for proposals may identify preferred, mandatory, disfavored and/or prohibited uses, as and where appropriate, to encourage or ensure an appropriate mix of merchandise and services in various sections of GCT. In order to manage the overall mix in the Lexington Passage, the RFP prohibited food-related uses and skincare, cosmetic and bath and body care products. Food uses were prohibited because this location is close to one of the entrances to the Grand Central Market, where a full range of food offerings is available, and because 70% of the Terminal's overall tenant mix is already food-related. Skincare, cosmetics and bath and body care products were prohibited because a significant number of the existing tenants in the Lexington Passage are already selling such products. The Guidelines stipulate that a proposal received in response to an RFP should be deemed to be "not responsive" (and thus disqualified and eliminated from further consideration by the Director of GCT Development) if such proposal contemplates uses that such RFP identified as prohibited uses. Three of the proposers (Le Palais de Thes, Aesop, and Face Stockholm) proposed prohibited uses, and their proposals were therefore eliminated from further consideration.

Per the Guidelines the proposals received were independently evaluated by Williams Jackson Ewing and Jones Lang LaSalle, and subsequently evaluated by the Director of GCT Development. When evaluating the proposals, two evaluation criteria were taken into account. Selection Criterion A, which accounts for 70% of the score, is designed to evaluate the direct economic value of a proposal. Selection Criterion B, which accounts for 30% of the score, is the evaluator's determination of a proposer's potential indirect benefit to the MTA. The Total Selection Criteria Score as evaluated by the Director of GCT Development was higher for Little Miss Matched than for the remaining proposers; however Little Miss Matched did not offer the highest Unadjusted Guaranteed Rent Amount (i.e. proposed guaranteed minimum rent, on a present value basis determined using a discount rate of 6%), and consequently a selection committee was convened.

The selection committee reviewed and scored the four responsive proposals. Two of the three selection committee members gave higher scores to Little Miss Matched, and the overall selection committee score was highest for Little Miss Matched. (In the chart on page 4, the scores shown in columns B, E and I represent the sums of the scores from the three selection committee members divided by 3). The base rent proposed by Little Miss Matched equals the estimated fair market rental value of the subject space, as determined by Williams Jackson Ewing.

FINANCE COMMITTEE MEETING

Miss Matched, Inc. d/b/a Little Miss Matched (Cont'd)

The Little Miss Matched brand has grown since it first appeared in the Grand Central Terminal Holiday Fair, then as a Graybar Passage Kiosk vendor, and finally as a popular tenant in the Lexington Passage. Its merchandise is fun and affordable, making it well suited for tourists, commuters, office workers and neighborhood residents, and its products make great gifts. Little Miss Matched offers clothing and accessories primarily for children and teens (though its customers are of all ages), and so will refill the girl's clothing and accessories niche, which has been missing in the merchandise mix at the Terminal since Little Miss Matched's store in Retail Space MC-81 closed in April 2011. Having a shopping option for a younger demographic is important for the Terminal in attracting a diverse customer base. The return of Little Miss Matched to Lexington Passage should therefore prove a benefit to other merchants in the Terminal as well as to its own customers.

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

Staff Summary

Scoring	A	B	C	D	E	F	G	H	I	J
	<u>Unadjusted Guaranteed Rent Amount*</u>	<u>Guaranteed Rent Adjustment Factor**</u>	<u>Adjusted Guaranteed Rent Amount (A x B)</u>	<u>Unadjusted Percentage Rent Amount</u>	<u>Percentage Rent Adjustment Factor***</u>	<u>Adjusted Percentage Rent Amount (D x E)</u>	<u>Adjusted Total Rent Amount (C + F)</u>	<u>Selection Criterion A Score **** (0-70)</u>	<u>Selection Criterion B Score (0-30)</u>	<u>Total Selection Criterion Score (H + I)</u>
Campo Marzio America Inc dba Campo Marzio	\$1,363,157.60	1.0	\$1,363,157.60	0	0	0	\$1,363,157.60	70.0	21.33	91.33
Miles Matched Inc. dba Little Miles Matched	\$1,320,194.15	1.0	\$1,320,194.15	0	0	0	\$1,320,194.15	67.8	25.33	93.13
Tiecoon Inc dba Tiecoon	\$1,320,194.15	1.0	\$1,320,194.15	0	0	0	\$1,320,194.15	67.8	12.33	80.13
Joon New York dba Joon Pen	\$1,265,321.97	1.0	\$1,265,321.97	0	0	0	\$1,265,321.97	65.0	15	80.0
Aesop	Disqualified- Use is prohibited									
Palais de Thee	Disqualified- Use is prohibited									
Face Stockholm	Disqualified- Use is prohibited									

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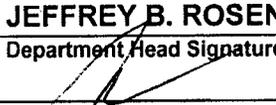
* Present value, calculated using 6% discount rate

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

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

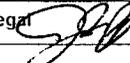
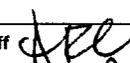
**** Selection Criterion A Score: 70 multiplied by the ratio of the Adjusted Total Rent Amount for the proposer to the highest Adjusted Total Rent Amount (from column G)

Staff Summary

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

Date OCTOBER 24, 2011
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/24/11	X		
2	Board	10/26/11	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal 
3	Chief of Staff 		
2	Chief Financial Officer 		

Narrative

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

LEASOR: Raisin Realty Inc.

LOCATION: 70-10 74th Street, Glendale, NY

SPACE: Approximately 60,000 square feet square feet of multi-level warehouse with ancillary office space and an adjoining outside yard.

ACTION REQUESTED: Approval of terms

TERM: April 12, 2012 – April 11, 2017

RENT: \$445,000 per annum / \$7.41 per square foot

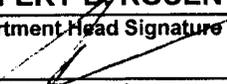
RENEWAL OPTION: One, for 5 years at \$530,000 per annum / \$8.08 per square foot

COMMENTS:

NYCT still requires this facility, which has been occupied since September 2001 by two subway departments, Infrastructure Capital Construction and Automatic Fare Control. While the current lease contains a fixed rate renewal option, MTA Real Estate has succeeded in negotiating a market rate renewal for \$40,000 less per annum than the current lease contemplates. In addition, the landlord has agreed to grant NYCT a new five year fixed rate renewal option. Relocation was considered as an alternative, but deemed too expensive, in light of relocation cost estimates provided by NYCT.

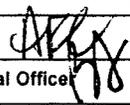
Based upon the foregoing, MTA Real Estate requests authorization to enter into a lease extension and modification agreement on the above-described terms and conditions.

Staff Summary

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

Date October 24, 2011
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/24/11	X		
2	Board	10/26/11	X		

Internal Approvals			
Order	Approval	Order	Approval
3	Chief of Staff 	1	Legal 
2	Chief Financial Officer 		

Narrative

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

LANDLORD: One Penn Plaza, LLC

LOCATION: One Penn Plaza - concourse level immediately adjoining Penn Station

SPACE: Approximately 21,289 rentable square feet ("RSF")

USE: Station-related operations of MTA Police Department ("MTAPD") and LIRR .

ACTION REQUESTED: Approval of terms

EXTENSION TERM: Three years, commencing on January 1, 2012

RENT ABATEMENT: January 2012

BASE RENT: \$1,170,895.00 per annum (\$55.00 per RSF)

OPERATING COSTS: Tenant pays for its proportionate share of the increases over a 2007 calendar base year

TAXES: Tenant pays for its proportionate share of the increases over tax year 2007/2008

ELECTRICITY: \$6.07 per RSF, subject to future adjustment resulting from use and/or electricity rate changes (determined by periodic electrical surveys).

SERVICES: Landlord is responsible for standard cleaning. Tenant is responsible for extermination service and supplemental HVAC to the leased space.

MAINTENANCE AND REPAIRS: Tenant is responsible for repairs within the leased premises.

COMMENTS:

LIRR's current lease at One Penn Plaza commenced on January 1, 2007 and expires on December 31, 2011. Approximately one quarter of the space is occupied by MTAPD to house detectives and canines. The rest is occupied by LIRR. The LIRR space houses critical transportation operations staff, who must be located within Penn Station, and a train crew facility.

Given that the "Access to the Region's Core" project has been cancelled and the Moynihan Station project has been deferred, LIRR, MTA Real Estate, Amtrak, Moynihan Station Redevelopment Corporation, the Port Authority, the New York City Department of City Planning and New Jersey Transit are in the process of developing a new "Penn Vision," which is intended to improve pedestrian flow, expand customer amenities and create substitute facilities for LIRR and MTAPD personnel. However, implementing such plan will take time and require the repurposing of space that is not yet available. In the meanwhile, MTA Real Estate has had no alternative but to arrange for an extension the current lease. The rent under the extended lease will remain unchanged.

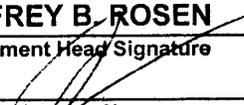
CAPITAL CONSTRUCTION/PLANNING/REAL ESTATE COMMITTEE MEETING

One Penn Plaza, LLC (Cont'd)

COMMENTS: (cont'd)

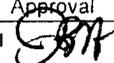
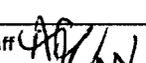
Based on the foregoing, MTA Real Estate requests authorization to enter into a lease extension agreement with One Penn Plaza, LLC on the above-described terms and conditions.

Staff Summary

Subject TERMINATION OF EASEMENTS
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name STEPHEN BROWN

Date OCTOBER 24, 2011
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/24/11	X		
2	Board	10/26/11	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal 
3	Chief of Staff 		
2	Chief Financial Officer 		

Narrative

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

GRANTEE: City of New York (the "City")

LOCATION: Queens Block 6, P/O Lots 1 and 2

ACTIVITY: Termination of easements

ACTION REQUESTED: Approval of terms

AREA: Approximately 15,696 square feet (including 9,007 square feet under water)

COMPENSATION: \$1, payment waived

COMMENTS:

The City of New York is currently engaged in the initial phase of construction of its Hunters Point South project, a 30-acre mixed-use development on the Queens waterfront, bounded by 50th Avenue, Second Street, Newtown Creek and the East River, that will be the City's largest new affordable housing complex to be completed in over three decades. Hunter's Point South will include approximately 5,000 new units of low- and middle-income housing, more than 11 acres of landscaped waterfront parkland, new retail shops, community facility space and a new school, and is expected to create more than 4,600 jobs.

In order to facilitate infrastructure improvements, the City has requested that LIRR extinguish two easements that encumber the development site. The first easement (the "Maritime Easement") comprises approximately 9,007 square feet of land under water and docking rights to the East River bulkhead, and was reserved in 1962 by LIRR to dock and anchor floating equipment. A second easement containing approximately 6,689 square feet (the "Utility Easement") was reserved in 1971 by LIRR for the future placement of utility cables, poles and duct lines along a ten-foot wide strip running 668 feet south of 50th Avenue along Second Street. The Maritime Easement is no longer needed by LIRR, and the Utility Easement has never been used.

As required by the Public Authorities Law, MTA Real Estate obtained an independent appraisal that valued the Maritime Easement and Utility Easement at \$18,700 and \$13,900 respectively. However, notwithstanding such appraisal, as a practical matter the easements could not be sold to anyone other than the City, and effectively have no "market" value.

Consistent with Public Authorities Law section 2897(7)(a)(i), the ownership of the effected property will remain in the City and remain dedicated exclusively to public use, with the deed to the City to so stipulate. Given the important governmental and public purposes served by the project and the fact that LIRR has no current or anticipated use for the easements, MTA Real Estate and LIRR believe that the reasonable course of action is to relinquish the subject easement rights for nominal consideration and there is no reasonable alternative that would achieve the purposes of the transaction.

FINANCE COMMITTEE MEETING

City of New York (Cont'd)

COMMENTS: (Cont'd)

Based on the forgoing, MTA Real Estate requests the Board adopt the accompanying resolution authorizing termination of the above-described easements on the above-described terms.

RESOLUTION OF THE BOARD OF THE
LONG ISLAND RAIL ROAD

WHEREAS, as described in more detail in the Staff Summary to which these Resolutions are attached, the City of New York (the "City") is currently engaged in the initial phase of construction of its Hunters Point South project, a 30-acre mixed-use development on the Queens waterfront;

WHEREAS, the Long Island Rail Road ("LIRR") currently has rights under two easements (the "Easements") that encumber the Hunters Point South project site;

WHEREAS, LIRR has no current or anticipated use for the Easements and the City has requested that LIRR surrender its interests under such Easements to facilitate the planned development;

WHEREAS, given the important governmental and public purposes served by the project, as further described in the Staff Summary, and the fact that LIRR has no current or anticipated use for the easements, LIRR believes that the reasonable course of action is to relinquish the Easements for nominal consideration; and

WHEREAS, consistent with Public Authorities Law § 2897(7)(a)(i), the ownership of the property interests represented by the surrendered Easements will remain in the City and remain dedicated exclusively to public use, with the deed to the City to so stipulate;

WHEREAS, there is no reasonable alternative to the proposed surrender of the easements that would achieve the purposes of the transaction;

NOW THEREFORE, the Board of the LIRR resolves as follows:

1. LIRR hereby adopts the attached SEQRA Findings Statement.
2. The Chairman of LIRR and his designees, including the MTA Director of Real Estate and the President of LIRR, are hereby authorized to execute and deliver any and all documents and other necessary or appropriate agreements, leases, deeds, writings and other instruments and to take any other necessary or appropriate steps as he or she may deem necessary, desirable or appropriate to implement the surrender of the easements.

Dated: October 26, 2011

STATEMENT OF FINDINGS & DECISION

HUNTER'S POINT SOUTH REZONING AND RELATED ACTIONS

Lead Agency: Office of the Deputy Mayor for Economic Development

Lead Agency Contact: Robert R. Kulakowski, Ph.D.
253 Broadway—14th Floor
New York, NY 10007
(212) 788-9956

CEQR No. 08DME006Q

SEQRA Classification: Type I

Date Issued:

Location: Hunter's Point South consists of two sites in the Hunter's Point section of Long Island City, Queens.

Involved Agency: MTA/LIRR

Involved Agency Contact: Debra Winthrop Pollack
Senior Environmental Counsel
MTA Legal Department
347 Madison Avenue- 9th Floor
New York, NY 10017
(212) 878-1034

Date Final Environmental Impact Statement Filed: September 12, 2008

FINDINGS & DECISION

This Statement of Findings and Decision has been prepared in accordance with the environmental review requirements of Article 8 of the New York State Environmental Conservation Law, the State Environmental Quality Review Act (SEQRA), as set forth in Section 617.11 of its implementing regulations. This Statement of Findings 1) certifies that the procedural requirements of 6 NYCRR Part 617 have been met; 2) has taken into consideration the relevant environmental impacts, facts, and conclusions disclosed in the Final Environmental Impact Statement (FEIS); 3) has weighed and balanced the relevant environmental impacts of the proposed actions with social, economic, and other considerations; and 4) provides a rationale for the decision of the Board of the Metropolitan Transportation Authority. The MTA/LIRR was an Involved Agency relative to this project for the purposes of SEQRA.

Under SEQRA, the MTA must examine the environmental review conducted by the Office of the Mayor's Economic Development and Rebuilding Office that determined whether the proposed action would have significant impacts on public health and the environment. For Hunter's Point South Rezoning and Related Actions, a FEIS was certified as being complete and a Notice of Completion was issued on September 12, 2008. The Modified Project Alternative, which introduced modifications to the urban

design of the project, was adopted by the City Planning Commission (CPC) on September 24, 2008. After considering the FEIS, the Office of the Deputy Mayor for Economic Development and Rebuilding also adopted a Statement of Findings and a Decision to proceed with the Project.

The City of New York is currently engaged in the initial phase of construction of its Hunter's Point South project, a 30-acre mixed-use development on the Queens waterfront, bounded by 50th Avenue, 2nd Street, Newtown Creek and the East River, that will be the City's largest new affordable housing complex to be completed in over three decades. Hunter's Point South will include approximately 5,000 new units of low- and middle-income housing, more than 11 acres of landscaped waterfront parkland, new retail shops, community facility space and a new school, and is expected to create more than 4,600 jobs.

In order to facilitate infrastructure improvements, the City has requested that LIRR extinguish two easements that encumber the development site. The first easement (the "Maritime Easement") comprises approximately 9,007 square feet of land under water and docking rights to the East River bulkhead, and was reserved in 1962 by LIRR to dock and anchor floating equipment. A second easement containing approximately 6,689 square feet (the "Utility Easement") was reserved in 1971 by LIRR for the future placement of utility cables, poles and duct lines along a ten-foot wide strip running 668 feet south of 50th Avenue along Second Street. The Maritime Easement is no longer needed by LIRR, and the Utility Easement has never been used, but will be maintained in the future by the City of New York.

As required by the Public Authorities Law, MTA Real Estate obtained an independent appraisal valuing both the Maritime Easement and Utility Easement. Each were found to have a nominal value. However, notwithstanding the appraisal, as a practical matter the easements could not be sold to anyone other than the City, and effectively have no "market" value.

The LIRR has no current or anticipated use for the easements. The Maritime Easement is not of any current or future value to LIRR. The Utility Easement will be left in place and maintained by NYC after the transfer. Its use will remain unchanged for the foreseeable future. Once the easements are turned over to NYC they will be used for public purposes, and will not impact on the ongoing or future operations or plans of the LIRR.

For the reasons set forth in the FEIS, the MTA adopts and incorporates by reference into its Statement of Findings, that Statement of Findings and report on the environmental review contained therein adopted by the CPC, a copy of which is attached. Consistent with social, economic and other considerations, the extinguishment of these two easements does not cause any adverse environmental impacts associated with the Hunter's Point South Rezoning and Related Activities Project. The MTA certifies that the requirements of 6 NYCRR Part 617 have been met, and that consistent with social, economic and other essential considerations from among the reasonable alternatives available, the action is one that avoids or minimizes adverse environmental impacts to the maximum extent practicable, and that adverse environmental impacts will be avoided or minimized to the maximum extent practicable by incorporating as conditions to the decision those mitigative measures that were identified as practicable in the FEIS.

For the foregoing reasons, and pursuant to our obligations as an Involved Agency under SEQRA, the Board of the MTA hereby issues these Findings, and approves the termination of the two easements described herein.

DATED: October 26, 2011

CITY PLANNING COMMISSION

September 24, 2008/Calendar No. 9

N 080363 ZRQ

IN THE MATTER OF an application submitted by the New York City Economic Development Corporation pursuant to Section 201 of the New York City Charter for an amendment of the Zoning Resolution of the City of New York, concerning the addition of Article XII, Chapter 5 (Special Southern Hunters Point District) to establish a special district and modify related regulations, in Community District 2, Borough of Queens.

The application for an amendment to the New York City Zoning Resolution was filed by the New York City Economic Development Corporation (EDC) on April 2, 2008 to establish the Special Southern Hunters Point District (SHP District), establish a Waterfront Access Plan (WAP) for a portion of the Newtown Creek shoreline, and modify certain other provisions of the Zoning Resolution. The proposed zoning text amendments, in conjunction with the related actions, would facilitate new development in Hunter's Point, in Community District 2, Queens.

RELATED ACTIONS

In addition to the application for the amendment of the New York City Zoning Resolution that is the subject of this report (N 080363 ZRQ), implementation of the proposed developments also requires action by the City Planning Commission on the following applications that are being considered concurrently with this application:

C 080276 MMQ: Amendment to the City Map involving the elimination of mapped but unbuilt streets and parkland and the establishment of new streets, public place, and parkland. The application was filed by EDC and the New York City Department of Parks and Recreation (DPR).

C 080362 ZMQ: Amendment of the Zoning Map. This application was filed by EDC and the New York City Department of Housing Preservation and Development (HPD).

C 080364 PQQ: Acquisition of the Hunter's Point South site as well as portions of land under water owned by the State of New York. This application was filed by the New York City Department of Housing Preservation and Development (HPD).

C 080365 HAQ: Designation of an Urban Development Action Area and Project, and the disposition of city-owned property. This application was filed by HPD.

BACKGROUND

The Office of the Deputy Mayor for Economic Development and Rebuilding, in coordination with EDC, HPD, and DPR, is sponsoring an initiative by the City of New York (the city) to implement the Hunter's Point South Rezoning and Related Actions project in the Hunter's Point neighborhood of Long Island City, Queens. The project includes two sites: Hunter's Point South and Site B, together comprising approximately 37.5 acres along portions of the Hunter's Point East River and Newtown Creek waterfronts, located in the southwesternmost corner of Queens.

HUNTER'S POINT SOUTH LAND USE

The Hunter's Point South site is approximately 30 acres and located generally between 50th Avenue, Second Street, Newtown Creek, and the East River. The site is zoned M3-1 and is occupied by a variety of low density commercial uses. Tennisport, a private tennis club with accessory parking and restaurant, occupies the northernmost six acres of the Hunter's Point South site. Adjacent to the tennis facility at the intersection of 50th Avenue and Second Street is a vacant area currently used as a dog run.

A ferry landing now used seasonally by the New York Water Taxi and Water Taxi Beach and a public parking lot occupy the central portion of the site. New York Water Taxi provides service from Hunter's Point to stops in Brooklyn and Manhattan between May and September. Water Taxi Beach, located just north of the ferry landing, is a 44,000-square-foot concession operated by New York Water Taxi. It is open from Memorial Day to Columbus Day and features volleyball nets, shaded tents, and a restaurant and bar. The water taxi site was formerly occupied by Norval Cement and contained several concrete silos.

The area directly south of the New York Water Taxi facility is used as a parking lot for approximately 100 cars as well as delivery trucks from the Anheuser-Busch facility on Site B.

The southernmost portion of the Hunter's Point South site is used as a temporary storage site for a local contractor. It was formerly the site of a vacant Daily News printing plant.

Beneath the Hunter's Point South site are tunnels for both vehicles (the Queens-Midtown Tunnel) and trains (Amtrak, Long Island Rail Road (LIRR), and NJ Transit) travelling between Queens and Manhattan. An emergency tunnel ventilation structure also occupies a small portion of the Hunter's Point South site fronting the west side of Second Street, just south of Borden Avenue. The structure is owned by Amtrak and is not part of the Hunter's Point South project.

SITE B LAND USE

Site B is approximately 7.5 acres and is generally located between 54th Avenue, the western edge of the prolongation of Fifth Street, Newtown Creek, and Second Street. Site B is zoned M1-4 and is occupied by several low-rise buildings used primarily by Anheuser Busch as a beverage distribution facility. Independent of the proposed actions, Anheuser Busch will relocate to a new 12-acre waterfront site in the Hunts Point Food Distribution Center in the Bronx. The company is constructing a new building that is expected to be completed sometime in 2008. A portion of one of the buildings on Site B is also occupied by NBC and is used for storage, office, and studio-related uses. NBC's lease runs through February 2010.

ZONING

The M3-1 District on the Hunter's Point South site allows heavy industries that generate noise, traffic, or pollutants, in addition to allowing light industrial uses, office uses, some retail uses, and radio, television or motion picture studio-related museums. All manufacturing and industrial uses are required to conform to performance standards for emissions, noise, vibrations. The maximum FAR (floor area ratio) for commercial and manufacturing uses is 2.0. The M3-1 District also allows Use Group 3A museums limited to 75,000 square feet of floor area if they are ancillary to and within 500 feet of an existing motion picture, television, or radio production studio. The maximum FAR for such museums is 6.5.

The M1-4 District on Site B allows manufacturing and industrial uses, office uses, most retail uses, and limited community facility uses as-of-right. M1 districts have the strictest performance standards of the manufacturing districts. The maximum FAR for commercial and manufacturing uses is 2.0 and the maximum FAR for community facility uses is 6.5.

The waterfront zoning provisions for each of the existing Manufacturing districts establish a maximum base height of 60 feet before a required setback and a maximum height limit for a building of 110 feet. Public waterfront access would be required of commercial and community facility developments in both of the existing zoning districts.

HISTORY

The Hunter's Point South site constitutes nearly the southern half of a publicly-sponsored development project now known as Queens West and formerly called the Hunters Point Waterfront Project. The Queens West project was approved by the Board of Estimate in August 1990 and by the New York State Urban Development Corporation (now the Empire State Development Corporation, or ESDC) in September 1990. Under an agreement reached with the City and the Port Authority of New York and New Jersey (PANYNJ) in the late 1980's as a way to implement the Queens West development project, the former Urban Development Corporation agreed to act as lead agency under the New York State Environmental Quality Review Act (SEQRA) and to exercise its power of condemnation and zoning override. A New York State General Project Plan (GPP) was adopted to serve as zoning for the site; the GPP went into effect only when the state took title to property. The project's street and park network was established through the approval of a ULURP application for changes to the City Map. After the project was approved, the Queens West Development Corporation was formed to implement the project. The QWDC includes representatives from ESDC, PANYNJ, and the City of New York. The Queens West Development Corporation (QWDC) initiated in April 2008 its formal process for removing the Hunter's Point South site from the Queens West project boundary to facilitate the plan that is the subject of these ULURP applications.

The approved Queens West development plan allows 9.3 million square feet of new development,

including nearly 6,400 apartments, 2.1 million square feet of office space, a 350-room hotel, retail and community facility space and 18.2 acres of public parkland. The blocks comprising the northern half of the site are largely residential with some local retail and a public school. Some have been developed and others will be developed following the conclusion of a soil remediation effort that started earlier this year. Four blocks in the southern half of the Queens West site, (now part of the Hunter's Point South site), were approved for office and hotel use, and the remaining blocks were approved for residential use. None of these blocks have been developed to date, leading the city to consider other plans for the property.

In 2004, New York City, in collaboration with New York State's Empire State Development Corporation and PANYNJ, developed a plan for a 48-acre area in Hunter's Point as part of the City's bid for the 2012 Summer Olympic Games. This area included the Hunter's Point South site, Site B, and additional privately-owned property along Newtown Creek and was proposed to be developed with the Olympic Village. The Olympic Village was to consist of a residential development of approximately 4,500 units in a mix of high-rise and low-rise buildings, a substantial amount of public parkland, and athlete training facilities, such as multi-sport fields and tennis courts.

When the city was not selected as the 2012 host city, it evaluated the Hunter's Point South site in light of changing market conditions. Demand for office space at the site was weak, and the city's need for affordable housing continued to grow. The site's size, at 30 acres, offered an important resource to help meet the city's plan to develop affordable housing. In October 2006, the city reached an agreement with PANYNY and ESDC to purchase the site and remove it from the Queens West project. Site B was placed on the market at roughly the same time and the city commenced a planning and development strategy for both sites that is the subject of this application.

PROPOSED PROJECT

The Hunter's Point South and Site B developments would include up to 6,650 housing units (up to 3,330 units would be affordable), local retail and community facility uses, a new public school, new public parks and open spaces, and new public streets and circulation space, as described in detail

below. The 30-acre Hunter's Point South site consists of seven blocks identified by the letters A through G that would be created by the proposed public street and park network. Site B consists of one block.

Residential

Up to 5 million square feet of residential space or 5,000 dwelling units would be developed on the Hunter's Point South site. Of these housing units, 60 percent (3,000 units) would be permanently affordable to households earning roughly between \$55,000 and \$158,000 for a family of four (80 to 165 percent of the HUD income limits). A range of income tiers is proposed within these income bands, including 80 percent, 130 percent, and 165 percent of the HUD income limits. The remaining 40 percent of the housing units (2,000 units) would be market-rate units. On Site B, up to 1.65 million square feet or 1,650 dwelling units could be built. Of these housing units, 20 percent (330 units) would be permanently affordable to families earning less than \$61,400, and the remaining 80 percent of the units (1,320 units) would be market-rate.

Retail

The project would include ground floor space for new local retail uses along Second Street, Borden Avenue, and four blocks along Center Boulevard. Up to 90,500 square feet of retail space is anticipated at the Hunter's Point South site and 36,000 square feet of retail is anticipated at Site B.

Community Facilities

School

An approximately 180,000 square foot public school would be located on western half of Block B on the Hunter's Point South site, with frontage along Center Boulevard, 51st Avenue, and Borden Avenue. It is estimated that this school would provide approximately 1,250 seats for grades 6 through 12.

Other Community Facility Uses

Approximately 45,000 square feet of space for community facilities, such as a community center, day care facility, medical or non-profit organization offices, or a similar type of use would also be provided for on the Hunter's Point South site.

Public Parks and Open Space

Two public parks would be constructed with city capital budget funds on the Hunter's Point South site. A waterfront park of more than 10 acres would be constructed along the East River and Newtown Creek frontages and would include passive and active recreational opportunities, as well as pedestrian and bicycle paths. An approximately .35 acre public park would also be constructed along the south side of 55th Avenue between Center Boulevard and Second Street.

Development on Site B would include a required 40 foot-wide publicly accessible shore public walkway along the site's Newtown Creek frontage in accordance with waterfront zoning. A supplemental public access area would also be required. As proposed in the SHP District, a 1.0 FAR floor area bonus proposed for Site B would provide for the development of a publicly accessible private street and a landscaped publicly accessible private open area. The street would be an extension of 55th Avenue, proposed to be established across Second Street to the west of Site B. It would roughly bisect the site and continue northerly to intersect with 54th Avenue. The landscaped, publicly accessible private open area would be located on the south side of 55th Avenue between Second Street and a required upland connection to be developed on the eastern edge of the site.

Class-1 Bikeway

A two-way bikeway would be integrated into the mapped street and park network. The bikeway would run in the proposed waterfront park parallel to Center Boulevard, extend into the street network at 57th Avenue, and continue northerly on the eastern side of Second Street. The bikeway on Second Street would be separated from traffic lanes by a planted median.

Parking

Accessory off-street parking would be provided to meet demand generated by the proposed uses. The Economic Development Corporation and HPD are proposing to provide accessory off-street parking spaces for up to 40 percent of the units on the Hunter's Point South site in above-grade parking facilities located in the bases of the proposed buildings and concealed by residential and retail uses that would wrap around the perimeter of the garages. The proposed HPS District would allow, but not require, parking for up to 40 percent of the units on Site B. On-street parking would

also be available.

REQUIRED ACTIONS

Zoning map and text amendments, acquisition and disposition of property, and amendments to the City Map are required to facilitate the proposed developments.

ZONING TEXT AMENDMENT (N 080363 ZRQ)

Zoning text amendments are proposed to establish the Special Southern Hunters Point District on Site B and the Hunter's Point South site to ensure their redevelopment is consistent with the design envisioned for the project. A Waterfront Access Plan is also proposed to modify the waterfront public access requirements for Site B.

Special Southern Hunters Point District

The proposed Special Southern Hunters Point District (SHP District) provisions would modify the use, bulk, and parking provisions of the proposed underlying R7-3, R10, and C2-5 districts. The SHP District would include the East River Subdistrict on the Hunter's Point South site and the Newtown Creek Subdistrict for Site B. The proposed SHP District includes a number of special use, bulk, and height and setback provisions applicable for both sites to ensure active, pedestrian-oriented ground floors, including pedestrian-scaled building bases located at the street line, a varied skyline with tapered building tops, allowing panoramic views through the two sites of Midtown Manhattan and the East River and Newtown Creek waterfronts, wrapped accessory parking garages, tree-planted sidewalks, and small, landscaped public pedestrian spaces at key locations.

Special Use Provisions

The proposed C2-5 District use provisions would be modified to ensure active, pedestrian-oriented ground floor uses and design.

- Non-residential uses would be required on the ground floors of buildings on the Hunter's Point South site as follows: on blocks A - E along Second Street, on blocks E and F along Center Boulevard, and on Block C along Borden Avenue. Non-residential uses would also be required on the ground floors of buildings along Second Street on Site B.

- For buildings with non-residential ground-floor uses, the SHP District would include special transparency provisions would apply to ensure that windows are provided in large portions of the building's street wall.
- Security gates for commercial or community facility uses would be required to allow visibility of seventy five percent of the area covered by the gate when closed. This provision would not apply to parking garage entrances or exits.

Special Floor Area Provisions

The floor area ratios of the proposed underlying R10 (10.0 FAR with a 2.0 FAR Inclusionary Housing bonus) and R7-3 (5.0 FAR) districts would be modified by the proposed subdistrict provisions. Within the East River Subdistrict, the underlying Inclusionary Housing bonus would be eliminated and special FARs would be established for each block: A, 12.0; B, 10.0; C, 10.5; D, 12.0; E, 12.0; F, 10.0; and G, 12.0.

The proposed Newtown Creek Subdistrict would lower from 5.0 to 2.75 the base FAR of the proposed underlying R7-3 District and include two floor area bonuses for development. A floor area bonus of 1.0 FAR would be available for the provision of a new publicly accessible private street and an abutting publicly accessible private open area. The private street would function as the easterly prolongation of 55th Avenue, curving northerly to intersect with 54th Avenue. A second floor area bonus of 1.25 FAR would be available for the provision of affordable housing through the Inclusionary Zoning program, and the SHP District would make the program applicable to the proposed R7-3 District. As defined in the Zoning Resolution, the Inclusionary Zoning program permits an increase in the floor area of residential developments in exchange for the permanent provision of below-market-rate housing for low-, moderate-, and middle-income households. The affordable housing may be provided on-site, within Community District 2 or an adjacent community district, and it must be developed and administered pursuant to a Lower Income Housing Plan with the Department of Housing, Preservation and Development. Other city, state, and federal housing finance programs could be used to provide further assistance in the creation of the affordable housing. The proposed 1.0 FAR bonus could be exercised without the additional 1.25 FAR Inclusionary Zoning bonus; however, the Inclusionary Zoning bonus could be used only if the 1.0

FAR bonus was used.

Special Height and Setback Provisions

Special height and setback provisions are proposed to modify the underlying provisions of the proposed R7-3 and R10 districts. The proposed special district provisions were developed to ensure pedestrian-scaled building bases, a varied skyline, a variety of tower types and views throughout both sites.

- **Street wall Location.** Street walls would generally be required to be at the street line, except at key corner locations along Center Boulevard. Recesses of up to three feet in depth would be allowed on the ground floor of a building to allow building access and recesses of up to five feet in depth would be allowed on the ground floor of a building to allow for infrastructure access. After a height of 12 feet above grade, up to 30 percent of the aggregate width of a street wall could be recessed beyond the street line.
- **Building Bases.** Minimum and maximum base heights would be 40 and 70 feet, respectively. A building setback of 10 feet on a wide street and 15 feet on a narrow street would generally be required after the maximum base height. For the purposes of the proposed special district, certain narrow streets would be designated wide streets: Second Street between Borden Avenue and 54th Avenue; 55th Avenue between Center Boulevard and Second Street; any publicly accessible private street and open area constructed pursuant to the proposed zoning bonus for Block B; and Center Boulevard between 50th Avenue and 57th Avenue. Above the applicable maximum base height, the maximum building height would be 125 feet except where towers are allowed.
- **Tower Provisions.** The SHP District would regulate the locations, maximum heights, and maximum floor plates of towers (i.e., portions of buildings higher than 125 feet). Broad towers would be limited to a maximum floor plate of 11,000 square feet and point towers would be limited to a maximum floor plate of 9,000 square feet. Where tower heights are limited to 310 feet and 360 feet, such heights could be exceeded by a penthouse portion only if any additional story is at least 85 percent or less than the size of the floor plate below the height limit, and the maximum height of the penthouse does not exceed 40 feet. The location

and size of rooftop mechanical equipment would be limited in size and height and screening would be required.

- **Balconies.** Balconies would not be allowed below the minimum base height. Above the maximum base height, balconies would be allowed as long as at least 50 percent of the balcony is surrounded by building walls.

District Plan Elements

Special urban design and other provisions would be established for blocks within the proposed SHP District.

- Sidewalk widenings of two feet would be required along 50th Avenue and Second Street between Borden and 54th Avenues, and five-foot sidewalk widenings would be required along the Second Street frontages of Blocks A, B, D, E, and F.
- Street tree planting would be required on all sidewalks. Trees would be required every 25 feet, according the specifications and standards of the Department of Parks and Recreation.
- Enclosed and unenclosed sidewalk cafes would be allowed.

The design requirements for the publicly accessible private street and open area resulting from the proposed 1.0 FAR zoning bonus for the Newtown Creek Subdistrict would require the street and open area to be developed consistent with proposed 55th Avenue and abutting public parkland on Block D in the East River Subdistrict. The Chair of the City Planning Commission would be required to certify that an acceptable restrictive declaration is executed and filed binding the owners to develop and maintain the area in accordance with standards acceptable to the Department of Parks and Recreation.

Waterfront Access Plan

A Newtown Creek Waterfront Access Plan is proposed for Site B to locate a required Supplemental Public Access Area and Upland Connection. The Upland Connection would be located on the eastern edge of Site B, extending northerly from the Shore Public Walkway to intersect with 54th

Avenue. The Supplemental Public Access Area would be required to abut the Shore Public Walkway, with larger, triangular-shaped areas aggregated along Second Street and the Upland Connection.

Special Off-street Parking, Loading, and Curb Cut Provisions

The SHP District would modify applicable provisions of Article I Chapter 3, which regulates the provision of accessory and public parking facilities within the larger Long Island City neighborhood, including Site B.

The SHP District would allow off-street accessory parking to be provided on blocks within the East River Subdistrict without regard to zoning lot lines. Such parking is currently required to be provided on the same zoning lot as the development it serves. A maximum size of 780 spaces would be established for accessory off-street parking facilities for multiple-use developments in the East River Subdistrict, and the maximum size of accessory off-street parking facilities for multiple-use developments in the Newtown Creek Subdistrict would be limited to forty percent of the residential units. Other proposed parking provisions include:

- Parking would have to be provided in off-street, enclosed facilities so that no portion of the parking facility other than entrances and exits is visible from the street. In addition, parking garage exhaust vents would not be allowed to open onto the street.
- Forty percent of any parking garage roof with a surface area of at least 400 square feet would be required to be landscaped.
- Curb cuts would generally be limited to midblock locations on east-west, narrow streets and would be prohibited on wide streets except on Second Street in the Newtown Creek Subdistrict where one curb cut would be allowed.
- Indoor bicycle parking would be required. Residential uses would be required to provide bicycle parking equal to fifty percent of the number of units, up to a maximum of 200 spaces. For Use Group 6B uses with at least 10,000 square feet of floor area, the requirement would be one space for every 5,000 sq. ft. of floor area, up to a maximum of 200 spaces. For Use Group 6A or 6C retail uses, the requirement would also be one space for every 5,000 square feet of floor area but the maximum number of spaces would be limited to 100.

Modification of Height and Setback Provisions

Modification of the SHP District height and setback provisions could be made pursuant to an authorization by the City Planning Commission. In order to grant such modifications, the Commission would have to find that the modifications would be consistent with the special district goals, result in a better distribution of bulk on the zoning lot, and enhance and be compatible with the surrounding streetscape.

ZONING MAP AMENDMENT (C 080362 ZMQ)

The existing M3-1 and M1-4 districts on the Hunter's Point South site and Site B allow manufacturing, industrial, and commercial uses but they do not allow residential development. As-of-right community facility uses are allowed in M1-4 districts but they are limited to open uses listed within Use Group 4 B of the Zoning Resolution. Zoning Map amendments are proposed to allow for the largely residential redevelopment of Site B and the Hunter's Point South site:

- The Hunter's Point South site would be rezoned from M3-1 to R10 and a C2-5 commercial overlay would be established to a depth of 75 feet along Second Street and key locations along Center Boulevard and Borden Avenue.
- Site B would be rezoned from M1-4 to R7-3 and a C2-5 overlay would be established to a depth of 75 feet along Second Street.
- The Special Southern Hunters Point District would be mapped on both sites.

The proposed R7-3 and R10 Residence districts allow residential and community facility uses at 5.0 and 10.0 FAR (with a 2.0 FAR Inclusionary Housing bonus), respectively. The proposed C2-5 District has a maximum FAR of 2.0 and allows office and local retail uses such as grocery stores, banks, delicatessens, restaurants, and small repair shops.

AMENDMENT TO THE CITY MAP (C 080276 MMQ)

The street and park network established on the Hunter's Point South site as part of the 1990 approvals for the Hunters Point Waterfront Project was designed in part to facilitate the development of large floor plate office buildings and a more suburban-style residential street system of cul de sacs and circles. A new system of streets and parks was developed to ensure a better integration of the

project with the inland Hunter's Point neighborhood and to reflect the largely residential development now proposed for the site. Additionally, streets established in the inland community as part of the original approvals for the Hunters Point Waterfront Project would be de-mapped because they are no longer required due to the reduced traffic volumes associated with the proposed largely residential project.

Streets Proposed for Elimination

Center Boulevard, Newtown Creek Road, Newtown Creek Terrace, and Hunters Point Place, located generally between the East River and Second Street. None of the streets proposed for elimination is built or in city ownership.

Streets Proposed to be Established

- Center Boulevard in a new location between 50th Avenue and 57th Avenue;
- Second Street between 56th Avenue and 57th Avenue;
- 51st Avenue between Second Street and proposed Center Boulevard;
- 54th Avenue between its current mapped terminus, which is at former Center Boulevard, and proposed Center Boulevard;
- 55th Avenue between Center Boulevard and Second Street;
- 56th Avenue between Center Boulevard and Second Street; and
- 57th Avenue between Center Boulevard and Second Street.

Changes in Mapped Widths

Second Street would be widened from 74 feet to 75 feet between 50th Avenue and 56th Avenue, except for a portion between Borden Avenue and 54th Avenue where an existing building precludes a street widening; Borden Avenue would be narrowed from 114 feet to 92 feet between Second Street and Center Boulevard; and 50th Avenue would be narrowed from 74 feet to 60 feet between Second Street and Center Boulevard. The portion of Second Street generally between 50th Avenue and 54th Avenue is in city ownership; Borden Avenue is not in city ownership.

Changes to Mapped Parkland

Parkland mapped on the Hunter's Point South site in 1990 would be eliminated and new parkland totaling 10.65 acres would be established within the site, mostly along the East River and Newtown Creek. None of the parkland mapped in 1990 is in city ownership. A .35 acre linear park would also be established along the south side of proposed 55th Avenue between proposed Center Boulevard and Second Street. Permanent sewer corridors would also be delineated.

Off-site Changes

Three off-site changes to the City Map are proposed to reflect a reduction in projected traffic volumes resulting from the elimination of approximately 2.0 million square feet of office space from the development program for the Hunter's Point South site:

- Demapping of a mapped but unbuilt portion of 48th Avenue between Vernon Boulevard and 21st Street. The street was intended to serve as a vehicular tunnel to bypass the intersection of Jackson Avenue and 11th Street. The portion of 48th Avenue between Vernon Boulevard and 11th Street would be narrowed from 159 ft to 60 ft to reflect existing conditions and another unbuilt portion of 48th Avenue between Jackson Avenue and 21st Street would be eliminated from the City map to reflect the property's railroad use.
- Elimination of an approximately one-foot deep strip of mapped but unbuilt parkland between Vernon Boulevard and 11th Street.
- Re-establishment of a Public Place in the center of Vernon Boulevard between 50th and 51st Avenues to reflect existing and expected future conditions.

ACQUISITION OF PROPERTY (C 080364 PQQ)

Redevelopment of the Hunter's Point South site may require the acquisition of land by the city. Block 6, Lot 1 is currently owned by the QWDC. With QWDC's modification of its GPP, EDC may acquire this lot from QWDC in advance of the proposed acquisition action. In the event that EDC does not acquire the lot, the city would acquire the lot from QWDC. The remaining portion of the Hunter's Point South site (Block 1, lots 1 and 10; Block 5, Lot 1; and Block 6, lots 2, 14, and 38) is owned by PANYNJ. The Port Authority of New York and New Jersey also owns mapped but unbuilt portions of 54th Avenue and 55th Avenue between Second Street and the East River. The Economic Development Corporation plans to acquire these properties from PANYNJ and the city

would then acquire from EDC the portions of the land that would comprise future streets and parks. The city may acquire the remaining land comprising the development site; if not, the land would be disposed of by EDC for redevelopment. The city would also acquire portions of land under water that are necessary to effectuate the plan for Hunter's Point South. Some of this land is currently owned by the State of New York. The property to be acquired by the city would be disposed of to a developer selected by HPD as part of the related UDAAP application (C 080365 HAQ).

DESIGNATION AS AN URBAN DEVELOPMENT ACTIONS AREA PROJECT/DISPOSITION OF CITY-OWNED PROPERTY (C 080365 HAQ)

To facilitate the proposed development, HPD is seeking the designation of property located at Second Street (Block 1, Lots 1 and 10), 54-02 Second Street (Block 5, Lot 1), 51-24, 51-20, and 52-50 Second Street (Block 6, Lots 1, 2, and 14), and de-mapped portions of 54th and 55th Avenues, as an Urban Development Action Area; an Urban Development Action Area Project for such area; and disposition of such property to a developer selected by HPD.

ENVIRONMENTAL REVIEW

This application (N 080363 ZRQ), in conjunction with the related actions (C 080276 MMQ, C 080362 ZMQ, C 080364 PCQ, and C 080365 HAQ) was reviewed pursuant to the New York State Environmental Quality Review Act (SEQRA), and the SEQRA regulations set forth in Volume 6 of the New York Code of Rules and Regulations, Section 617.00 *et seq.* and the City Environmental Quality Review (CEQR) Rules of Procedure of 1991 and Executive Order No. 91 of 1977. The designated CEQR number is 08DME006Q. The lead is the Office of the Deputy Mayor for Economic Development.

It was determined that the proposed actions may have a significant effect on the environment, and that an environmental impact statement would be required. A Positive Declaration was issued on October 12, 2007, and distributed, published and filed, and the applicant was asked to prepare or have prepared a Draft Environmental Impact Statement (DEIS). A public meeting on the Draft Scope of Work for the DEIS was held on November 15, 2007, and the Final Scope of Work for the DEIS was issued on March 28, 2008.

The lead agency prepared a DEIS and a Notice of Completion for the DEIS was issued on April 2, 2008. Pursuant to the SEQRA regulations and the CEQR procedures, a joint public hearing was held on the DEIS on August 13, 2008, in conjunction with the public hearing on this non-ULURP item (C 080363 ZSQ) and the related items (C 080276 MMQ, C 080362 ZMQ, C 080364 PCQ, and C 080365 HAQ).

The Final Environmental Impact Statement (FEIS) was completed, and a Notice of Completion of the FEIS was issued on September 12, 2008. The Notice of Completion for the FEIS identified the following significant adverse impacts and proposed mitigation.

PROBABLE IMPACTS OF THE PROPOSED ACTIONS

LAND USE, ZONING, AND PUBLIC POLICY

The proposed actions are not expected to result in significant adverse impacts to the land use on the project sites or in the study area. The proposed actions would result in the redevelopment of Sites A and B according to new zoning district designations and a new Special Southern Hunter's Point District. The proposed special district would establish new allowable use and bulk regulations for Sites A and B. The redevelopment of Sites A and B according to these new zoning regulations would result in the transformation of an underutilized waterfront parcel and a site containing distribution uses to a higher density mixed-use neighborhood with residential, retail, community facility (including a school) and park and open space uses. The proposed development would be compatible and consistent with land uses surrounding the project sites, including the Hunter's Point mixed-use neighborhood to the east and the higher-density Queens West development to the north. The proposed actions would also be consistent with development trends in the study area, particularly residential redevelopment.

The proposed actions are not expected to result in adverse zoning impacts. The proposed actions would change the zoning of Site A and Site B to increase the maximum allowable FAR and to permit residential uses, thereby allowing the development of a dense residential neighborhood. These zoning changes would be compatible with the zoning of the mixed-use areas to the east and residential area to the north of Site A and would not be expected to have an adverse impact on the manufacturing areas adjacent to Site B.

SOCIOECONOMIC CONDITIONS

DIRECT BUSINESS AND INSTITUTIONAL DISPLACEMENT

The proposed actions would not result in significant adverse impacts due to direct business and institutional displacement. The proposed actions would directly displace a recreational use (Tennisport) from Site A and would eliminate the potential use of Site B for manufacturing uses similar to those there today. Collectively, the businesses on the project sites employ approximately 228 workers. Based on guidelines in the *CEQR Technical Manual*, the potentially displaced businesses were determined not to be of substantial economic value to the City or region; they do not provide products or services unique to New York City or regional area, and the study areas' residents and businesses are not dependent on the displaced businesses for day-to-day needs. The businesses on Site B do not appear to have site-specific needs unique to their current location and real estate data indicate suitable space is available in other industrial areas in Queens or elsewhere in the City. Further, the businesses on the two sites do not individually or collectively define neighborhood character within the study areas. The businesses on the sites do not have a substantial number of jobs in the economic sectors with the highest employment in the primary and secondary study areas (i.e., those that contribute substantially in an economic sense to the character of the neighborhood).

INDIRECT BUSINESS AND INSTITUTIONAL DISPLACEMENT

The proposed actions would not result in significant adverse impacts due to indirect business and institutional displacement. The direct displacement of the businesses on the project sites would not lead to indirect displacement because these businesses do not directly support other businesses in the area, nor do they bring large numbers of people to the area that form a customer base for local businesses. While the employees of directly displaced businesses and indirectly displaced residents may form a portion of the customer base of neighborhood service establishments (food and drink establishments, retail, etc.), they would be replaced by a substantial new residential population, as intended by the goals of the proposed actions.

For the portions of the study areas north of Borden Avenue, the combination of residential, retail, community facility, parking, and open space introduced by the proposed actions would not alter or accelerate trends to alter existing economic patterns, because these uses are already prominent and there is a well-established trend toward residential and commercial redevelopment that is expected to continue independent of the proposed actions. The area south of Borden Avenue and west of 11th Street, however, could experience increased rent pressures due to the introduction of residential uses south of Borden Avenue with the proposed actions. However, the potential for indirect displacement would likely be limited to locations on the north side of 54th Avenue north of Site B, which would be located closest to residential uses intended for Site B. All establishments in this area south of Borden Avenue and west of 11th Street are located within the Long Island City Industrial Ombudsman Area, which provides business support and services that enhance the

area's value as an industrial location and in doing so could temper market forces to convert to other uses. Overall, therefore, only limited indirect displacement of businesses is anticipated in the area south of Borden Avenue, and no indirect displacement of businesses would occur elsewhere in the study area.

ADVERSE EFFECTS ON SPECIFIC INDUSTRIES

The proposed actions would not result in significant adverse impacts on any specific industry within, or outside of, the study areas. The businesses on the project sites are not concentrated in any specific industry sector. None of the businesses subject to displacement are essential to the survival of an industry sector within, or outside of, the study areas.

DIRECT RESIDENTIAL DISPLACEMENT

Currently, the project sites do not contain any residential uses. Therefore, the proposed actions would not result in significant adverse impacts due to direct residential displacement.

INDIRECT RESIDENTIAL DISPLACEMENT

The proposed actions would not result in significant adverse impacts due to indirect residential displacement. The proposed actions would introduce 6,650 new residential units, or an estimated 12,968 new residents, to the study areas. Although this is a substantial addition to the study areas' population, the new population at Sites A and B would not be expected to introduce or accelerate a trend toward increased market rents in the study area. There is already a very strong trend in the primary study area for the development of new market-rate housing, which has substantially increased the population of the study area over the past 15 years and has been gradually shifting the socioeconomic characteristics of the study area. The proposed actions would offer housing opportunities for a wide range of incomes through the provision of both affordable and market-rate units and this mix of market-rate and affordable housing could serve to relieve rather than increase residential market pressure in the study area. Therefore, the proposed actions would not introduce or accelerate a trend toward increased market rents to cause indirect residential displacement.

COMMUNITY FACILITIES

PUBLIC SCHOOLS

The project sites are located within Planning Zone 3 (Zone 3) of Community School District 30 (CSD 30). The analysis of public schools considers the proposed actions' impact on elementary and intermediate schools within a 1½-mile study area and within Zone 3 and CSD 30, as well as on high schools within Queens.

The assessment finds that the proposed actions would not have a significant adverse impact on intermediate schools within Zone 3 or CSD 30, or on high schools within the borough of Queens. The proposed actions would result in a significant adverse impact on elementary schools within the 1½-mile study area, Zone 3, and CSD 30, as well as on intermediate schools within the 1½-mile study area. (Elementary and

intermediate schools in these study areas will be operating over capacity in the future without the proposed actions because of new students from the many residential projects expected to be complete by 2017.) The quantitative analysis does not account for new elementary and intermediate school seats that will be constructed in the future without the proposed actions (including seats that may be constructed within the 1½-mile study area). It also does not account for the school seats that would be provided under the proposed actions (an approximately 1,250-seat intermediate/high-school would be provided). However, even with the additional school seats planned in the future without the proposed actions, the Hunter's Point South Rezoning and Related Actions would result in significant adverse impacts on elementary schools within the 1½-mile study area, Zone 3, and CSD 30, and on intermediate schools within the 1½-mile study area. The estimated shortages of seats would be substantial:

- Elementary Schools: A deficit of 1,265 seats (153 percent utilization) in the 1½-mile study area, of 807 seats (115 percent utilization) in Zone 3; and of 1,486 seats (108 percent utilization) in CSD 30.
- Intermediate Schools: A shortfall of 949 intermediate school seats in the 1½-mile study area (358 percent utilization).

The impact on intermediate schools would be partially or fully addressed by the inclusion of new intermediate school seats in the new school planned at Hunter's Point South as part of the proposed actions. The impact on elementary schools would not be mitigated.

LIBRARIES

The new residents added by the proposed actions would increase the population served by the Court Square Library by 13 percent and the planned Queens West Branch by almost 40 percent. However, this increase would not constitute a significant adverse impact because the Queens West Branch library is planned specifically to meet the growing need for library services in Hunter's Point.

PUBLIC DAY CARE CENTERS

With the proposed actions, the residents of the affordable units at Site B would generate a new demand for 59 day care slots. Day care facilities near the project sites will already be operating above capacity because of the many other development projects under construction or planned in the future independent of the proposed actions. If no new day care facilities are added in the study area to respond to this new demand, the 59 new children from the proposed actions would exacerbate the predicted shortage in day care slots and would constitute 26 percent of the collective capacity of day care centers serving the area. This increase would result in a potential significant adverse impact on day care capacity in the area. However, the quantitative analysis does not account for a 5,000-square-foot day care facility that may be built at Queens West in the future without the proposed actions. Although it will likely be privately-run, these slots could be used by the children of income-eligible households with Administration for Children's Services vouchers to finance care at private day

care centers. However, if additional day care facilities are not added to the study area, the proposed actions would result in a significant adverse impact on day care facilities.

POLICE AND FIRE PROTECTION

The proposed actions would not affect the physical operations of, or access to and from, a police precinct house, fire station, or emergency medical facility. No significant adverse impacts on police, fire, and emergency medical services would result with the proposed actions.

HEALTH CARE FACILITIES

According to the thresholds in the *CEQR Technical Manual*, the proposed actions would not have significant adverse impacts on hospitals or health care facilities. The proposed actions would result in an increment of approximately 253 emergency room visits per year within the 1½-mile study area. This constitutes an increase of only 0.7 percent over the current number of visits and those expected in the future without the proposed actions. This is below the *CEQR Technical Manual* threshold of a 5 percent increase in demand for health care services and, therefore, would not represent a significant adverse impact with respect to health care services.

OPEN SPACE

The proposed actions would not result in a significant adverse impact on open space resources. In total, the proposed actions would create 13.42 acres of new open spaces on Sites A and B, 8.03 acres of which would be for passive recreation and 5.39 acres of which would be for active recreation. These open spaces would include a large waterfront park along Site A's entire East River shoreline, waterfront walkways and park spaces along the two project sites' entire Newtown Creek shoreline, and other smaller park spaces on the project sites.

Compared with conditions in the future without the proposed actions, the proposed actions would increase the commercial (¼-mile) study area's passive open space ratios, which would exceed the City's recommended guidelines. The proposed actions would also improve open space ratios in the residential (½-mile) study area, where the total open space ratio would increase slightly (by 1.2 percent) and the active open space ratio would increase by 5.0 percent. The passive open space ratio would decrease slightly (by 1 percent) but remains well above the City's guideline values.

Although the total and active open space ratios would continue to be below the recommended levels, the City recognizes that these goals are not feasible for many areas of the City and they are not considered impact thresholds. Further, by adding a substantial new park space, the proposed actions would result in a significant improvement to the area's open space that is not clearly reflected in the quantitative analysis.

SHADOWS

The incremental shadows that would be cast by the reasonable worst-case development scenario's (RWCDs's) buildings would not cause any significant adverse impacts to nearby sun-sensitive resources. Incremental shadows would fall on various parts of the East River for up to four hours during mornings throughout the year, but these shadows would not significantly affect aquatic resources. Incremental shadows would also fall on portions of Gantry Plaza State Park for more than five hours during the morning and early afternoon hours of the fall, winter, and early spring months and on Peninsula Park on winter afternoons. While the long duration of these shadows could reduce the attractiveness of the park's passive recreation facilities during these seasons, the overall usability of the park would not be significantly affected. In the late spring and summer months, the park would receive ample sunlight, and no significant adverse impact to the health and viability of the park's vegetation would result.

HISTORIC RESOURCES

The proposed actions are not expected to result in any significant adverse impacts on archaeological or architectural resources in the study area. The project sites are not sensitive for archaeological resources, and the architectural resources (i.e., the LIRR car float gantries, Queens-Midtown Tunnel vent building, Pepsi-Cola sign, 108th Police Precinct, and St. Mary's Church) are located more than 90 feet from the project sites and, therefore, outside the area of potential physical impacts. In addition, the proposed actions would not result in adverse contextual impacts nor would any significant views of any architectural resource be blocked. Further, the proposed actions would not significantly alter the visual setting of any architectural resource, nor would they introduce incompatible elements to any architectural resource's setting in the study area.

URBAN DESIGN AND VISUAL RESOURCES

The proposed actions would not have any significant adverse impacts on the study area's urban design and visual resources. The height of the proposed buildings would be similar to the Queens West development buildings that are built or under construction, but the height and setback provisions would reduce the allowed tower dimensions to less than those at Queens West. With a consistent streetwall with heights ranging from 40 to 70 feet, street trees and landscaping, and new park spaces, the urban design of the new development would be compatible with the urban design of the nearby residential community, which includes Queens West and portions of the Hunter's Point neighborhood to the east, featuring a varied mix of building types. The new streets at Site A and Site B would continue the existing street hierarchy from the study area onto the project sites, connecting the new neighborhood to the surrounding area. The streetscape improvements on 50th and 51st Avenues would also serve to integrate the new residential neighborhood with the existing Hunter's Point community.

In addition, the new development would not block any significant view corridors or

views of visual resources, limit access to any resource, change the study area's urban design features so that a visual resource is no longer dominant in the area, or change the study area's urban design features so that the context of a visual resource is adversely altered. The proposed actions would maintain existing view corridors to the water and greatly enhance visual access to the waterfront, making available to the public sweeping views of the water and Manhattan skyline as well as the Brooklyn waterfront.

NEIGHBORHOOD CHARACTER

The proposed actions would dramatically transform Site A and Site B from low-density, industrial and commercial sites to a high-density development of residential buildings with retail and community facility uses. Together with the ongoing development at Queens West, the primary study area would have a band of high-rise residential development with a public waterfront park along the entire East River shoreline. Development of Site B would continue the high-density residential neighborhood eastward across 2nd Street, consistent with ongoing development trends in the primary study area (an example of which is the conversion of the Power House).

The new development on Site A would be connected to the Hunter's Point mixed-use neighborhood to the east by its new east-west streets; Site B would be connected by 2nd Street, a north-south street. From locations to the east, the development's towers would be visible in the distance. View corridors to the waterfront and Manhattan skyline beyond would remain between the new buildings, including the existing view corridors down 50th and 51st Avenues toward the Empire State Building.

The proposed actions would almost double the study area's population. However, the proposed actions' mix of affordable and market-rate housing could serve to relieve rather than increase residential market pressure in the study area. Additionally, given the very strong trend already in place in the neighborhood, the new population at Sites A and B would not be expected to introduce or accelerate a trend toward increased market rents in the study area that might cause significant indirect residential displacement. The redevelopment of Site B would introduce new residential uses to the Long Island City industrial area south of Borden Avenue. It is possible that the introduction of this residential use could lead to some limited indirect business displacement because of increased rent pressures. However, the potential for indirect displacement resulting from increased rent pressure is limited, and would not result in significant adverse indirect displacement impacts.

The proposed actions would substantially increase the amount of pedestrian activity and vehicular traffic on the study area's sidewalks and roadways. The increased activity and traffic would be clearly noticeable, but not necessarily adverse. In most locations, significant adverse traffic impacts could be mitigated.

Overall, the effects to neighborhood character would be noticeable but not adverse.

HAZARDOUS MATERIALS

On Site A, Phase I and Phase II Environmental Site Assessments first identified the

potential for contamination and then confirmed and characterized the contamination through sampling. Contaminants have been found in Site A's subsurface (related primarily to former petroleum underground storage tanks and historic fill) and inside its buildings (primarily related to asbestos and lead-based paint). With the implementation of protective measures (e.g., soil cap, vapor barrier, sub-slab depressurization system), no significant adverse impacts related to hazardous materials are expected to occur with the proposed actions.

NATURAL RESOURCES AND WATER QUALITY

The proposed actions would not cause any significant adverse impacts on terrestrial plant communities or wildlife, or on floodplains, wetlands, water quality, or aquatic biota in the East River and Newtown Creek. Potential benefits to natural resources that would result from the proposed actions include improved habitat for birds and other wildlife within the waterfront park and other open space areas. During final design of the project, stormwater management measures to reduce the amount and rate of stormwater generated within Site A (e.g., porous pavement, bioswales, etc.) will be considered.

WATERFRONT REVITALIZATION PROGRAM (WRP)

The RWCDs would be consistent with the City's 10 WRP policies and standards. Specifically, the development of 6,650 new apartments, ground-floor retail and community facility space, a school, and more than 13 acres of publicly accessible open space would be consistent with WRP's policies of supporting and facilitating residential and commercial development where appropriate, maintaining commercial boating, protecting coastal ecological systems, protecting and improving water quality in the coastal area, avoiding adverse effects to the coastal area as a result of solid waste and hazardous substances, providing public access to and along the City's coastal waters, protecting scenic resources that contribute to the visual quality of New York City, and avoiding adverse effects to historic and cultural resources.

INFRASTRUCTURE

The RWCDs would not cause any significant adverse impacts on water supply, sewage treatment, and stormwater discharge systems. To support the proposed new development on Site A, a new system of water mains, sanitary sewers, and separate storm water sewers would be installed in accordance with the NYCDEP Amended Drainage Plan. Creation of a new separate sanitary and storm sewer system would support the City's goals to reduce combined sewer overflow events. Use of separate storm sewers would allow rainfall on the project sites to be discharged to the East River and Newtown Creek, reducing the burden on the Bowery Bay Water Pollution Control Plant (WPCP), the wastewater treatment plant that serves the project sites. It is anticipated that stormwater attenuation and treatment mechanisms would also be included in the City's design of the streets and parks within Site A; and that the designs of these systems would be guided by the City's sustainability initiatives as described in PlaNYC, Best Management Practices, and CEQR standards to ensure

public and environmental health and safety.

With the proposed actions, water demand on Sites A and B would increase by 1,517,322 gallons per day (gpd). This additional demand would not result in a significant adverse impact on the City's water supply system. With the proposed improvements, the incremental demand for water supply from the RWCDs would not adversely affect the ability of the existing system to distribute water to, or maintain water pressure for, existing local users.

The RWCDs would also result in an increased wastewater flow of 1,508,509 gpd, which would be treated at the Bowery Bay WPCP. This increase would represent a small percentage of the total future flows to the plant and would not cause the plant to exceed its permitted capacity.

SOLID WASTE AND SANITATION

The proposed actions would not cause any significant adverse impacts on solid waste and sanitation services. While implementation of the proposed actions would create new demands on these services, the municipal systems serving the project sites would have adequate capacity to meet the projected increases in solid waste generation. The New York City Department of Sanitation (DSNY), which collects solid waste and recyclables, is expected to provide municipal solid waste and sanitation services to the project sites for residential and institutional uses. Private carters provide these services for non-DSNY managed solid waste.

The proposed actions are expected to generate three additional truckloads per day for DSNY collection and one additional truckload per day for private carter collection. Although the proposed actions would increase the volume of solid waste and recyclables, the delivery of these services would not be affected and no significant burden would be placed on the City's solid waste management services (either public or private).

ENERGY

To address the growth and extent of new development in Long Island City and reduce the potential for a power outage similar to one that occurred in July 2006, Con Edison has committed to invest \$58 million in planned improvements in the Long Island City network, including upgrades to equipment in the northern Queens substation, construction of a new substation in northwest Queens with operations starting 2015, additional phone lines to call centers, and tracking systems to alert Con Edison of power outages. With these planned improvements, the proposed actions would not have a significant adverse impact on energy systems and services. The proposed actions would increase demands on electricity and gas; however, relative to the capacity of these systems and the current levels of service in New York City, the increases in demand would be insignificant. Improvements would be made to the local electric and gas distribution grids to ensure proper service to the project sites. Therefore, the demands of the proposed actions would not result in a significant impact on the supplies of electricity and gas in the region or the City as a whole. In addition, with the future improvements to the distribution network, no

impact would occur locally on electrical or gas utilities.

TRAFFIC AND PARKING

The RWCDs that would be built as a result of the proposed actions is expected to generate a significant volume of vehicular traffic. In the weekday AM peak hour, it would generate 456 vehicle trips arriving at the project sites and 922 vehicle trips leaving the sites, for a total of 1,378 vehicle trips. In the weekday midday peak hour, it would generate 359 inbound vehicle trips plus 360 outbound vehicle trips for a total of 719 vehicle trips. In the weekday PM peak hour, it would generate 824 inbound vehicle trips plus 445 outbound vehicle trips for a total of 1,269 vehicle trips.

Of the 42 study area intersections analyzed, the proposed actions would result in significant traffic impacts at 23 intersections in the AM peak hour, 19 in the midday peak hour, and 23 in the PM peak hour. Traffic capacity improvements that would be needed to mitigate these significant impacts are addressed below in "Mitigation." Seven of the nine new intersections that would be created as part of the proposed actions would be signalized, and all nine new intersections are expected to operate at acceptable levels of service.

The proposed actions would create several new intersections within the Hunter's Point South project boundaries. As these are part of the proposed actions, traffic signals have been proposed at several locations where NYCEDC has committed to conducting a traffic study to monitor traffic and pedestrian conditions when the proposed project is built and fully occupied. The study will recommend improvement measures, including signal warrant analyses, for the New York City Department of Transportation's (NYCDOT) review and approval. NYCEDC has also agreed that during the project's construction phase, NYCEDC would pay for the cost and installation of conduits and foundations for any future installation at these newly created intersections for signalization. In addition, NYCEDC has agreed to pay for the cost and installation of all new signals (12), including three intersections located outside the project site boundaries that are warranted and necessary as mitigation. The proposed actions would include a site plan and roadway network that would provide for a one-way roadway loop around the project sites and that would promote non-motorized modes of transportation, specifically, a Class I bikeway along 2nd Street and Center Boulevard, wide sidewalks, and crosswalks to and from the proposed waterfront park. It is assumed that several of the newly created intersections would require traffic signals to provide for the safe and efficient movement of vehicular and pedestrian traffic.

The proposed actions would also include the construction of parking garages with a total of 2,000 parking spaces in buildings on Site A and 660 parking spaces in buildings on Site B. This number of parking spaces would be sufficient to accommodate daytime needs in the area (i.e., from about 8 AM to 7 PM). However, there would be a shortfall of approximately 500 spaces during the nighttime/overnight hours that would only be partially compensated by the approximately 115 on-street parking spaces created as part of the proposed actions.

As a result, project residents returning home after about 7 PM would need to find additional on-street parking spaces elsewhere in the surrounding neighborhood to the north and east of the project sites. A nighttime survey was conducted for a ½-mile radius to determine the extent to which additional on- and off-street spaces may be available, and to determine whether a shortfall would still occur. The survey showed that, at 7 PM, there would potentially be 1,100 off-street and 500 on-street parking spaces available. However, with the buildout of Queens West, which is expected to add more than 2,000 additional apartments to the study area, some or all of these available spaces could be occupied by residents who are unable to find spaces within that project's accessory parking lots. Hence, future off-street and on-street parking occupancies could be higher, and there might be fewer or no spaces available. In this case, the Hunter's Point South project could continue to have an overall parking shortfall during nighttime to early morning hours.

TRANSIT AND PEDESTRIANS

With the proposed actions, significant adverse transit impacts would result at the S7 and S8 street-level stairways at the Vernon Boulevard-Jackson Avenue No. 7 subway station (the stairways at the southwest and northeast corners of Vernon Boulevard and 50th Avenue, respectively). The proposed actions would also result in significant adverse impacts on the Q103 and B61 bus routes. In addition, the proposed actions would result in significant adverse pedestrian impacts on the west sidewalk along Vernon Boulevard between 50th and 51st Avenues, the northwest corner of Vernon Boulevard and 50th Avenue, the north and west crosswalks at Vernon Boulevard and 50th Avenue, and the east and west crosswalks at the newly signalized intersection of 2nd Street and Borden Avenue. Potential measures to mitigate these projected significant adverse impacts are described below in "Mitigation."

AIR QUALITY

The proposed actions would not cause any significant adverse impacts from mobile source emissions. Maximum predicted pollutant concentrations and concentration increments from mobile sources would comply with corresponding guidance thresholds and ambient air quality standards. The proposed actions' parking facilities would also not result in any significant adverse air quality impacts.

In addition, there would be no potential significant adverse air quality impacts from emissions of fossil fuel-fired heat and hot water systems in proposed buildings. For developments on certain parcels, restrictions would be placed on fuel type and stack placement on the rooftops to ensure that no significant adverse air quality impacts on nearby taller buildings would occur; for Site A, other than the portion of Parcel B that would be developed as a school, these restrictions would be set forth in anLDA; for the school on Parcel B, the New York City School Construction Authority would undertake appropriate measures to avoid impacts related to air quality. For Site B, an (E) Designation would be placed on the site. The concentrations of industrial source pollutants at the proposed uses would be lower than the corresponding guidance thresholds. Therefore, no significant adverse air quality impacts from existing nearby

industrial sources on the proposed uses are predicted. Based on the analysis of the school laboratories' exhaust system, in the event of a chemical spill in a school laboratory there would be no predicted significant impacts in the proposed school, on other proposed uses, or on the surrounding community in the event of a chemical spill.

NOISE

Noise levels from project-generated traffic would result in a significant adverse noise impact during the weekday PM time period on the two blocks of 51st Avenue between Vernon Boulevard and 2nd Street. At this location, the increase in noise levels from project-generated traffic would be barely perceptible, but would exceed the *CEQR Technical Manual* impact criteria and therefore result in a significant adverse noise impact during the weekday PM time period. However, the noise levels on 51st Avenue would still fall within CEQR's "marginally acceptable" range, which is not unusual for New York City residential areas.

The *CEQR Technical Manual* has set noise attenuation values for new buildings based on exterior noise levels. To achieve these interior noise levels, window-wall attenuation would be required to ensure that no significant adverse noise impacts occur. These requirements would be set forth in an LDA for the Site A parcels other than the portion of Parcel B that would be developed as a school; for the school, the New York City School Construction Authority would undertake appropriate measures to avoid impacts related to noise.

On Site B, an (E) Designation would be placed to ensure that CEQR requirements for building attenuation are met.

In addition, noise levels within the proposed actions' new open space areas would be above the 55 dBA $L_{10(1)}$ noise level, recommended in the *CEQR Technical Manual* noise exposure guidelines, for outdoor areas requiring serenity and quiet. While noise levels in these new areas would be above the 55 dBA $L_{10(1)}$ guideline noise level, they would be comparable to noise levels in a number of open spaces and parks in New York City, including Hudson River Park, Riverside Park, Bryant Park, Fort Greene Park, and other urban open space areas. Consequently, no significant noise impact on the new open spaces would result.

CONSTRUCTION IMPACTS

Construction activities on Site A are expected to begin in mid-2009, with complete build-out of the development parcels and associated parkland assumed to be completed by late 2017. Buildings would generally be constructed on Site A from north to south. Site B construction would fall within this timeframe, with construction expected to begin in the spring of 2010 and continuing through early summer 2015.

No significant adverse impacts are expected as a result of the project's construction, with the exception of construction-related traffic. During peak construction (year 2012), vehicle trips associated with workers and deliveries would increase traffic on nearby roadways, but the total number of vehicle trips generated would be

approximately 45 to 50 percent lower than the total number of vehicle trips generated by the completed proposed actions during the AM and PM peak hours, respectively. However, significant adverse traffic impacts could still occur at some of the study area locations during construction, possibly at lower magnitudes than impacts identified under the Build conditions. Of the 11 intersections analyzed, significant impacts could be mitigated at four intersections during both peak hours. Impacts could not be mitigated at four intersections during the AM peak hour, and at two intersections during the PM peak hour. The intersections of Jackson Avenue and 21st Street, Northern Boulevard/Queens Plaza East and Bridge Plaza, and Van Dam Street and the LIE Exit Ramp would have unmitigatable impacts during the AM peak hour, while the intersection of Van Dam Street and Borden Avenue would have unmitigatable impacts during the PM peak hour. The intersection of Van Dam Street and Thomson Avenue/Queens Boulevard could not be mitigated during both peak analysis hours.

Construction activities associated with the proposed actions would not result in significant adverse air quality impacts from construction-related vehicles on the area's roadways or from stationary and non-road sources. Based on the construction traffic volumes during the peak construction period and the expected use of diesel particulate filters (DPF) in concrete trucks, which would constitute a large portion of the construction trucks, significant adverse impacts on air quality from on-road construction sources would not be expected. The potential for construction-related air quality impacts from non-road equipment and activities would be limited by the fact that the project sites are large, and with the exception of the northern portion (Parcels A and B of Site A), are well removed from any existing sensitive receptor. Standard fugitive dust control measures would be employed to minimize the dust associated with construction activities. Moreover, with construction proceeding incrementally, by the time buildings on a parcel are ready for occupancy, the construction of the neighboring parcels would typically be past the construction phases that are of most concern for air quality.

While construction activities would be noisy and intrusive to the nearest sensitive receptors surrounding the project sites (Gantry Plaza State Park, the Avalon Riverview, and the Power House) and to the residential and school buildings to be constructed, the noisiest activities (foundations) would take place for limited periods of time (less than 18 consecutive months), and the level of construction activity would vary and move throughout the site, and no immediate area would experience the effects of the project's construction for the full construction duration. Therefore, no significant adverse noise impacts are expected to occur. While it is possible that construction activities may result in noise impacts on the open spaces to be constructed as part of the proposed actions, they would not be considered significant adverse impacts.

PUBLIC HEALTH

The proposed actions would not cause any significant public health impacts. No significant air quality impacts from increased vehicular traffic or emissions from

stationary sources would result from the proposed actions. In addition, as discussed in "Hazardous Materials" above, applicable regulations would be closely followed and appropriate measures would be implemented to address the management of soil and groundwater at the project sites and to ensure that any subsurface disturbance or demotion of on-site structures does not cause unnecessary or unacceptable hazards to construction workers and the surrounding community from hazardous materials. Finally, the proposed actions would not create a new source of significant noise or odors.

MITIGATION

Potential significant adverse impacts from the proposed action—on community facilities (public schools and public day care centers), traffic, transit and pedestrians, and noise—have been identified. Measures to minimize or eliminate these impacts are summarized below. Significant adverse impacts that cannot be fully mitigated through reasonably practicable measures are also summarized below in "Unavoidable Adverse Impacts."

COMMUNITY FACILITIES

PUBLIC SCHOOLS

The analysis of schools concludes that the proposed actions would result in significant adverse impacts on elementary school enrollment within the 1½-mile study area, within Zone 3 of CSD 30, and within CSD 30 overall; and significant adverse impacts on intermediate schools within the 1½-mile study area (see "Community Facilities," above).

Potential mitigation measures for the impacts of the proposed actions on elementary school enrollment, and for the potential impact on intermediate school enrollment, could include administrative actions undertaken by the New York City Department of Education (DOE), such as shifting the boundaries of school catchment areas within the CSD to move students to schools with available capacity, or creating new satellite facilities in less crowded schools. As an alternative, the school to be constructed as part of the proposed actions could be programmed with elementary school seats if this better meets the needs of Zone 3 in CSD 30 as identified by DOE. If none of these potential mitigation measures are undertaken, the proposed actions would result in an unmitigated significant adverse impact on elementary school enrollment and potentially on intermediate school enrollment.

PUBLIC DAY CARE CENTERS

As discussed above in "Community Facilities," the proposed actions would result in a potential significant adverse impact on day care capacity in the area if no new day care facilities are added in the study area. Possible mitigation measures for this significant adverse impact include adding capacity to existing facilities, if feasible through consultation with the Administration for Children's Services (ACS), or providing a new day care facility within or near the project sites.

At this point, however, it is not possible to know exactly which type of mitigation would be most appropriate or when its implementation would be necessary because the demand for publicly funded day care depends not only on the amount of residential development in the area but on the proportion of new residents who are children of low-income families. If additional day care facilities are not added to the study area, then the proposed actions would result in a significant adverse impact on day care facilities. The proposed actions would provide 45,000 gsf of space for community facility use. A portion of this space might be leased as a public or private day care center. A typical ACS day care center requires 10,000 gross square feet of space, which typically can accommodate approximately 125 children.¹ If the center is privately run, these slots could be used by the children of income-eligible households with ACS vouchers.

TRAFFIC AND PARKING

As discussed above in "Traffic and Parking," the proposed actions would cause significant adverse traffic impacts at a number of locations in the traffic study area. Table 1 summarizes the significant adverse traffic impacts and whether they could be fully or partially mitigated, or remain unmitigated, with the implementation of traffic improvement measures. The vast majority of the 51 locations analyzed for the weekday AM, midday, and PM peak hours would either not be significantly impacted or could be mitigated with traffic improvement measures, including: signal phasing and/or timing changes; parking regulation changes to gain a travel lane at key intersections; intersection or street channelization improvements; lane markings and signage, prohibition of turn movements, and installation of traffic signals at currently unsignalized intersections; and, creation of one-way traffic flow on 51st Avenue between 2nd and 5th Streets. These measures represent the standard range of traffic capacity improvements to improve operating conditions and mitigate impacts and are implemented by the NYCDOT.

Table 1
Traffic Impact Mitigation Summary

Intersections	AM Peak Hour	Midday Peak Hour	PM Peak Hour
No significant impact	28	32	28
Fully mitigated impact	15	14	13
Partially mitigated impact	3	1	4
Unmitigated impact	5	4	6

¹ A minimum of 30 square feet per child of usable interior classroom space is required for an early childhood education center to be administered by ACS (usable activity space does not include bathrooms, halls, offices, food preparation, storage areas, and space occupied by fixed furniture and fixtures).

In the AM peak hour, impacts at three intersections would be partially mitigated and five would remain unmitigated; in the midday peak hour, impacts at one intersection would be partially mitigated and four would remain unmitigated; in the PM peak hour, impacts at four intersections would be partially mitigated and six would remain unmitigated. These intersections include Van Dam Street/Thomson Avenue, Van Dam Street at the exit from the westbound Long Island Expressway, Borden Avenue at 11th Street and the ramps to/from the Queens-Midtown Tunnel toll plaza, Jackson Avenue/11th Street at the Pulaski Bridge, Jackson Avenue/21st Street, Jackson Avenue at 44th Drive, Vernon Boulevard at Borden Avenue, Center Boulevard at 48th and 49th Avenues, 5th Street and 49th Avenue, Jackson Avenue/Queens Plaza East and Queens Boulevard and Northern Boulevard/Queens Plaza East and Bridge Plaza. Not all of these intersections would be unmitigated or partially mitigated during all peak periods.

With the implementation of the prescribed traffic mitigation measures, several new parking prohibitions would result in the removal of approximately 85 to 90 on-street parking or "standing" spaces. If it is determined that on-street parking should be retained at locations where such mitigation was proposed, additional unmitigated impacts could result.

In order to verify the need for, and effectiveness of, the proposed mitigation measures identified in the FEIS, the lead agency will develop and conduct a detailed traffic monitoring plan at full buildout of Site A in 2017. The lead agency will inform NYCDOT of the progress of the plan's development and submit for NYCDOT's review and approval a scope of work that will include all locations where significant traffic impacts have been identified in the FEIS and any locations analyzed in the FEIS where NYCDOT believes improvement measures may be warranted. Data collection conducted for the monitoring plan will include 24-hour Automatic Traffic Recorder (ATR) machine counts, manual turning movement counts, vehicle classification counts, pedestrian counts, intersection geometry and field information, signal timing and signal progression, and any relevant information necessary for conducting the traffic monitoring plan.

The lead agency will submit to NYCDOT design drawings for any mitigation measures as per American Association of State Highway and Transportation Officials (AASHTO) and NYCDOT specifications. NYCDOT will participate in the review process relating to all future modifications to geometric alignment, striping, and signage during the preliminary and final design phases. In addition, the lead agency or the future developer will be responsible for any cost associated with the monitoring effort. The City or future developer will be responsible for the cost of the design and construction of any or all improvement measures identified in the FEIS or through the traffic monitoring plan as warranted due to project-generated traffic.

TRANSIT AND PEDESTRIANS

The proposed actions would result in significant adverse impacts to two stairways (S7 and S8) at the Vernon Boulevard-Jackson Avenue subway station on the No. 7 line, bus line-haul on the B61 and Q103 routes, and street level pedestrian facilities (one

sidewalk, one corner, and four crosswalks) at the Vernon Boulevard and 50th Avenue and the 2nd Street and Borden Avenue intersections, primarily because of high volumes of pedestrians headed to and from the subway station. Mitigation for the impact on the subway stairs could include stairway widening. The implementation of these mitigation measures would be coordinated with the Metropolitan Transportation Agency (MTA)/New York City Transit (NYCT) to allow enough time for design and specification approvals by MTA/NYCT and for the stairway's construction. Crosswalk widening and restriping would be necessary to mitigate the pedestrian impacts.

Two options were evaluated to mitigate the significant adverse impacts on buses and pedestrian conditions, including the "Capacity Improvement Option," which would increase the number of buses on impacted bus routes and augment the physical capacity at impacted street-level pedestrian facilities; and the "Enhanced Bus Service Option," which would extend the Q103 service to Site A. With more convenient bus service for residents at Sites A and B, this second option would introduce more riders to the Q103; at the same time, it would reduce or eliminate pedestrian impacts because pedestrians would instead ride the bus. The two options are as follows:

- **Capacity Improvement Option.** To mitigate the proposed actions' impacts on the northbound and southbound B61 during the AM and PM peak periods, respectively, two additional (or 11 total) northbound buses would be required during the AM peak period. During the PM peak period, two additional (or eight total) southbound buses would be required. To mitigate the proposed actions' impacts on the northbound and southbound Q103 during both peak periods, two additional (or four total) northbound buses and two additional (or four total) southbound buses would be required during the AM peak period. During the PM peak period, two additional (or four total) northbound buses and three additional (or five total) southbound buses would be required. With implementation of this option, pedestrian impacts at the north and west crosswalk at Vernon Boulevard and 50th Avenue, and the west crosswalk at 2nd Street and Borden Avenue would remain unmitigated.
- **Enhanced Bus Service Option.** Recognizing that the new development anticipated as a result of the proposed actions would be better served with more nearby bus service, discussions were initiated with the MTA and MTA Bus to explore opportunities to extend the Q103 route from Vernon Boulevard to the project sites.

One possible route would be to extend the Q103 route east-west along Borden Avenue, looping it through the project sites southbound along 2nd Street to 54th Avenue, westbound towards the newly extended Center Boulevard, then northbound back towards Borden Avenue. To accommodate this potential service improvement, new bus stops and layover areas would be needed in and around the project sites. This bus routing option, developed in concert with the City, MTA, and QWDC was analyzed and determined as feasible for implementation when future ridership demand warrants it.

The reduced pedestrian levels associated with this option would eliminate the significant adverse impacts associated with Vernon Boulevard west sidewalk between 50th and 51st Avenues; Vernon Boulevard and 50th Avenue northwest corner; and 2nd Street and Borden Avenue east crosswalk. With implementation of

this option, the significant adverse impacts at the north and west crosswalks at Vernon Boulevard and 50th Avenue, and the west crosswalk at 2nd Street and Borden Avenue would remain unmitigated.

AIR QUALITY

Implementation of the traffic mitigation measures would not result in any significant adverse impacts on air quality.

NOISE

Implementation of the traffic mitigation measures would not significantly affect noise levels.

As discussed above in "Noise," vehicular traffic generated by the proposed actions would cause a significant adverse impact on 51st Avenue between Vernon Boulevard and 2nd Street during the weekday PM time period that would affect residences and pedestrians on those two blocks. At residences where project impacts are predicted to occur, to mitigate project impacts, the City of New York would make storm windows and/or window air conditioners available, at no cost to owners of existing residences on 51st Avenue between Vernon Boulevard and 2nd Street, where such measures are not already installed. With these measures, interior noise levels would meet CEQR interior requirements and project impacts would be mitigated at residences.

There are no feasible or practicable mitigation measures that could be implemented to eliminate the noise impact predicted at this location for pedestrians. However, predicted noise levels on 51st Avenue between 2nd Street and Vernon Boulevard for Build conditions would still fall within CEQR's "marginally acceptable" range.

CONSTRUCTION IMPACTS

Where traffic-related impacts during construction may occur, measures recommended to mitigate impacts of the proposed actions could be implemented early to aid in alleviating congested traffic conditions. However, where unmitigatable operational impacts are identified, there is also the potential for such impacts to occur during construction.

UNAVOIDABLE ADVERSE IMPACTS

COMMUNITY FACILITIES

Without the implementation of any needed mitigation measures described above in "Mitigation," the proposed actions could have an unmitigated significant adverse impact on elementary and potentially on intermediate school enrollment.

If additional day care facilities are not added to the study area in the future without the proposed actions and without additional mitigation as a result of the proposed actions, the proposed actions would result in a significant adverse impact on day care facilities.

TRAFFIC AND PARKING

Nearly all of the locations that would be significantly impacted could be mitigated using traffic improvements such as new traffic signals, modifying existing signal timing/phasing plans, parking regulation changes, lane reconfigurations, and prohibition of turn movements.

Under the proposed actions, a maximum of 12 intersections would experience unmitigatable impacts in the 2017 Build year (but not in all peak hours); of these, four intersections could be partially mitigated. The eight intersections that would remain unmitigated are the intersections of Van Dam Street with Thomson Avenue/Queens Boulevard, and with the Long Island Expressway (LIE) exit ramp, Jackson Avenue and 44th Drive Jackson Avenue/Queens Plaza East and Queens Boulevard, Northern Boulevard/Queens Plaza East and Bridge Plaza, Center Boulevard with 48th and 49th Avenues, and 5th Street with 49th Avenue. The four intersections where significant traffic impacts could be partially mitigated include Vernon Boulevard and Borden Avenue, Jackson Avenue and 11th Street, Jackson Avenue and 21st Street, and 11th Street and Borden Avenue at the Queens-Midtown Tunnel Toll Plaza Exit Ramp. At these intersections, traffic improvements would be able to mitigate one or more—but not all—approaches that would be significantly impacted.

TRANSIT AND PEDESTRIANS

Significant adverse impacts associated with the proposed actions were identified for subway stairways, bus line-haul, and pedestrian elements. Potential mitigation measures identified include widening of existing stairways and/or construction of a new stairway, increase and/or extension of existing bus service, removal of sidewalk obstructions, installation of a corner bulb-out, and widening of existing crosswalks. However, there could be up to six unmitigatable transit and pedestrian impacts. Transit-related mitigation measures are subject to further discussions with MTA and NYCT, and if the potential stairway widenings and/or the construction of a new stairway are deemed not practicable, the significant adverse impacts identified for the S7 and S8 street-level stairways at the Vernon Boulevard-Jackson Avenue subway station would remain unmitigated. For several of the pedestrian crosswalk impacts, because the necessary widenings exceed the maximum typically permitted by NYCDOT, impacts could not be fully mitigated. As a result, significant adverse impacts identified at four study area crosswalks, including the north and west crosswalks at the Vernon Boulevard and 50th Avenue intersection, and the east and west crosswalks at the 2nd Street and Borden Avenue intersections would remain unmitigated.

NOISE

There are no feasible or practicable mitigation measures that could be implemented to eliminate the noise impact predicted at 51st Avenue between Vernon Boulevard and 2nd Street for pedestrians. Consequently, the predicted impacts at this location would be considered unmitigated significant impacts.

PUBLIC REVIEW

On April 21, 2008, this text change application (N 080363 ZRQ) was duly referred to Community Board 2 and the Borough President for information and review in accordance with the procedure for referring non-ULURP matters. The related applications (C 080276 MMQ, C 080362 ZMQ, C 080364 PQQ, and C 080365 HAQ) were certified as complete by the Department of City Planning on April 21, 2008 and were duly referred to Community Board 2 and the Borough President in accordance with Title 62 of the Rules of the City of New York, Section 2-02(b).

Community Board Public Hearing

Community Board 2 held three public hearings on this application (N 080363 ZRQ) on April 24, 2008, May 28, 2008, and June 23, 2008. On June 23, 2008, by a vote of 20 in favor, 0 opposed, and 0 abstentions recommended approval of the application with conditions as summarized below:

Affordable Housing. Hunter's Point South: Provide affordable housing to families with incomes ranging from below 30 percent of AMI to 145 percent of AMI; provide housing for senior citizens and the disabled with a 50 percent preference for residents of community districts 1 and 2; provide home ownership opportunities. Site B: Provide affordable housing on site or within CB 2.

Transportation. Improve off-site traffic circulation and mass transit, including water-borne transit.

Design. Establish a 390' height limit and improve 50th and 51st avenues

Uses. Ensure that the school proposed for Hunter's Point South meets the needs of the neighborhood, include day care, medical offices, and a YMCA in the project, and provide funding to build Queens West library.

Public Parks and Open Spaces. Ensure good security and the smooth administration and operation of Queens West and Hunter's Point South parks. Provide access for kayaks and other water-related uses, include community in design process, balance passive and active uses, and integrate neighborhood's history and public art in the design. Commence park construction if project not underway within three years of approval

Environmental. Maximize sustainable design features, close existing CSO, and upgrade sewers in Hunter's Point inland community. Provide air conditioners as outlined in FEIS.

Jobs. Encourage development of local, independent shops instead of national chain stores and establish affordable rents. Partner with unions for jobs and training and pay prevailing wages.

Other. Provide Community Board 2 full voting rights on LDC board if board is established. Work to relocate 108th Precinct. Establish rules for construction that minimize community impacts. Conduct community health care needs analysis.

Borough President Recommendation

The Borough President held a public hearing on this application (N 080363 ZRQ) on July 24, 2008 and issued a report on July 30, 2008 recommending approval of the application with the following conditions:

- The Office of the Queens Borough President should be a member with full voting rights on the proposed Local Development Corporation that will be responsible for construction and implementation of the Hunters Point South Project.;
- The Office of Small Business Services should develop a program to match Queens-based businesses to the procurement needs of the not-for-profit Local Development Corporation and its consultants.;
- For the duration of the development process beginning with the selection of a developer there must be an ongoing outreach effort that will inform and promote opportunities available to the community and MWBE firms for the provision of goods and services for the project.;
- Every effort should be made to provide home ownership opportunities and to broaden affordability. All inclusionary affordable units should be built onsite.
- Mass transit improvements should include shuttles to the subways, new bus service to Hunters Point South, express bus service and expanded ferry service.
- Engine Company 261 should be reopened in recognition that Hunters Point south and Queens West will bring tens of thousands of new people in high rise buildings into the area. We must be certain that fire safety and protection is adequate to service the increased population.

City Planning Commission Public Hearing

On July 23, 2008 (Calendar No. 7), the City Planning Commission scheduled August 13, 2008, for a public hearing on this application (N 080363 ZRQ). The hearing was duly held on August 13, 2008 (Calendar No. 7), in conjunction with the hearing for the related actions (C 080276 MMQ, C 080362 ZMQ, C 080364 PQQ, and C 080365 HAQ). There were nine speakers in favor of the applications

and 10 speakers in opposition.

The speakers in favor of the applications included the project applicants and their consultants, the Borough President of Queens, and the chair of Community Board 2. The applicant's representatives and the Queens Borough President testified about the importance of middle income housing to the city's economy in light of recent declines in the middle income housing stock and the dearth of housing programs for the middle class and also explained that the mapped parkland proposed for the Hunter's Point South site would be under the department's jurisdiction, programmed with a mix of active and passive uses, and would connect the larger Hunter's Point neighborhood to the waterfront. The Community Board 2 Chair noted that a good inter-agency working relationship had produced a good plan, and also reviewed many of the recommendations in the board's resolution, including its recommendation for broader income bands for the affordable housing on the Hunter's Point South site.

Speakers testifying against the applications included representatives from the Pratt Center for Community Development, Queens Community House, Catholic Charities of Brooklyn and Queens, the New York Immigration Coalition, and Congregations United in Queens. While all of the speakers testifying in opposition support the idea of redeveloping the two sites, they testified that the income eligibility for the 3,000 affordable units on the Hunter's Point South site should be lowered to include low- and moderate-income individuals and families.

There were no other speakers, and the hearing was closed.

Waterfront Revitalization Program Consistency Review

This application (N 080363 ZRQ), in conjunction with those for the related actions (C 080276 MMQ, C 080362 ZMQ, C 080364 PQQ, and C 080365 HAQ), was reviewed by the Department of City Planning for consistency with the policies of the New York City Waterfront Revitalization Program (WRP), as amended, approved by the New York City Council on October 13, 1999 and by the New York State Department of State on May 28, 2002, pursuant to the New York State Waterfront Revitalization and Coastal Resources Act of 1981 (New York State Executive

Law, Section 910 et seq.). The designated WRP number is 08-037.

This action was determined to be consistent with the policies of the New York City Waterfront Revitalization Program.

CONSIDERATION

The Commission believes that this text amendment to the Zoning Resolution (N 080363 ZRQ), as modified herein, in conjunction with the related applications for changes to the City Map (C 080276 MMQ), amendments to the Zoning Map (C 080362 ZMQ), acquisition of property (C 080364 PQQ), and UDAAP/disposition of property (C 080365 HAQ), is appropriate.

The applications for zoning map and text amendments, amendments to the City Map, and applications for acquisition and disposition of city-owned property would facilitate the redevelopment of the Hunter's Point South site and a privately-owned site across Second Street to the east (Site B), contributing significantly to the city's goal of creating 165,000 units of affordable housing by 2013. Up to 3,000 units of middle-income housing would be provided on the Hunter's Point South site itself, and up to 330 units of low- and moderate-income housing could be provided through the redevelopment of Site B if the developer of the site uses the Inclusionary Zoning bonus in the SHP District. The Commission believes that the largely residential development program for the Hunter's Point South site better reflects the site's location and the city's overall planning and development strategy for the Hunter's Point neighborhood than the office and residential program approved for the site in 1990.

The Hunter's Point South site and Site B are significant sites along the East River and Newtown Creek shorelines. The Hunter's Point South site runs approximately one-half mile along the East River shoreline, directly across from Midtown Manhattan, while Site B, situated slightly east of the intersection of the East River and Newtown Creek, is directly across from Greenpoint, Brooklyn. While the Commission believes the R7-3, R10, and C2-5 districts are the most appropriate zoning districts for the two sites, the Commission further believes that the prominence of these sites, combined with their special role in providing significant amounts of affordable housing, require the

special zoning provisions of the proposed SHP District. The Commission believes that the SHP District provisions, which regulate the height, size and location of tower elements and building base heights, specify locations for mandatory ground floor non-residential uses, create special floor area ratios for the East River Subdistrict and floor area bonus provisions for the Newtown Creek Subdistrict, with the modifications described herein, will ensure the city's goals of creating active, pedestrian-scaled and landscaped streets, buildings with pedestrian-scaled bases, varying tower shapes and sizes with articulated tops, and sustainable elements such as landscaped roofs.

At the time the application for zoning text amendments was referred, the Commission expressed concern that the provisions for tower top articulation in Section 125-34(a) of the proposed text were insufficient. This section allowed, but did not mandate, articulation on all four sides of a tower. The Commission, therefore, is modifying Section 125-34(a) to mandate building setbacks on all sides of the top forty feet of the portion of a building exceeding 165 feet in height to ensure a more desirable skyline of tapered towers. Additionally the tower tops would no longer be allowed to exceed the height limits established in Section 125-34(a).

The Commission was also concerned about certain height and setback provisions related to building base heights. Section 125-33(b) of the proposed SHP District established a 40 foot minimum base height and a maximum 70 foot base height in both the East River and Newtown Creek subdistricts. While the Commission notes that a 40 foot base height is needed for portions of buildings on blocks E and F in the East River Subdistrict and along a portion of 54th Avenue in the Newtown Creek Subdistrict due to the irregular configuration of the blocks or unique topographical conditions, the Commission believes a minimum base height of 50 feet is more appropriate for creating a strong, pedestrian-scaled building base, and is modifying Section 125-33(b) accordingly. The Commission is also modifying Section 125-33(b) to allow building recesses at a height of not less than 30 feet or the height of the second story, whichever is greater, instead of the originally proposed 12 feet, to further reinforce the building's street wall. The Commission also believes that the ground floors, particularly those occupied by commercial uses, should be as transparent as possible, and is modifying Section 125-12 to increase the transparency requirement for ground floor commercial uses from 50 percent to 70 percent. To address business' operational concerns, 20 percent of the required transparency could be of translucent materials. This change is consistent with transparency

requirements established recently in Downtown Brooklyn and Hudson Yards. Lastly, the Commission believes that the sidewalk should feel as open as possible to pedestrians and is therefore modifying Section 125-32 of the proposed text to not allow balconies in portions of buildings below a height of 70 feet.

The Commission also expressed concern about the lack of a requirement for planting and other pedestrian amenities for the small public open areas required on blocks B, D, E, and F. The Commission is therefore modifying the proposed text to establish new design provisions in Section 125-43 for these required open areas, including requirements for tree planting, planting beds, seating, lighting, and other pedestrian amenities, to ensure that these spaces function as the public, pedestrian oases originally envisioned for these locations. The Commission is also modifying Section 125-52(b) of the proposed text to increase the minimum landscaping requirement for parking garage rooftops from 40 percent to 50 percent. The Commission believes this change will help reduce storm water runoff and improve the rooftop aesthetics without compromising the need to locate required mechanical equipment.

The Commission believes the C2-5 District and SHP District provisions establish a good ground floor use strategy for both sites. The C2-5 overlay, established at a depth of 75 feet on Second Street, Borden Avenue, and Center Boulevard along blocks A, D, E, and F, provides sufficient capacity for local retail and other commercial uses. To ensure lively ground floors and integration with the inland Hunter's Point neighborhood, the SHP District would require non-residential uses along Second Street. While the Commission notes the new supermarket that recently at Queens West, north of the Hunter's Point South site, and the new supermarket projected to open along 51st Avenue, east of the Hunter's Point South site, the Commission urges the sponsoring agencies of the Hunter's Point South project to encourage a grocery store to locate on one of the southerly blocks along Second Street to serve the expected population in this vicinity, which is the greatest distance away from existing neighborhood supermarkets. The Commission believes requiring non-residential uses along Center Boulevard on blocks D and E, where the curvature of the road forms a slight enclosure around a small cove in the river facing Midtown Manhattan, provides an attractive setting for restaurants and cafes.

The Commission acknowledges the challenges posed by the irregular configuration and relatively large size of Site B and believes the proposed 1.0 floor area bonus for a publicly accessible private street and an adjacent publicly accessible private landscaped open area is the appropriate solution for the site. The new street would provide necessary circulation space for pedestrians, bicycles, and vehicles within the site while the new public open space would provide much-needed recreation space and landscaping. The proposed 1.25 floor area bonus for Inclusionary Zoning would help to address the city's strong need for permanent low- and moderate-income affordable housing. The Commission notes the concerns of the Site B property owner regarding the potential need for resident access through the public open space to a lobby entrance for the building, as well as the need to clarify the design review and approvals process for the public open area in the event Site B is developed before the park along 55th Avenue at Hunter's Point South. Accordingly, the Commission is modifying Map 8 of the SHP District to allow one 13 foot walkway through the public open area for lobby access and Section 125-45 to require design review and approval by the Chair of the City Planning Commission and the Commissioner of DPR in the event design standards have not been developed for the public open space on Site B before the site is developed.

The Commission supports the first Waterfront Access Plan for the Queens side of Newtown Creek. This often-maligned water body has been the focus of a dedicated group of residents, businesses, and elected officials who are succeeding in their efforts to require the long-delayed clean-up of the creek and surrounding blocks in Greenpoint, Brooklyn and Maspeth, Queens, located several miles from Site B. The Newtown Creek Waterfront Access Plan will ensure locations for the required Upland Connection and Supplemental Public Access on Site B to seamlessly integrate them into the required Shore Public Walkway and new publicly accessible private road and open area elements.

The new street grid and public parkland resulting from the changes to the City Map are critical to integrating new development with inland blocks and providing access for the first time to the majority of the East River and Newtown Creek shoreline on the Hunter's Point South site. The Commission believes it is important that the proposed street network will restore the 50th Avenue view corridor eliminated by the 1990 changes to the City Map. The Commission notes that this

view corridor provides a perfect view of the Empire State Building. The Commission supports the proposed street widths, which are designed to address the needs of pedestrians, bicycles, vehicles, and the Fire Department's safety requirements. The east-west side streets would generally be 60 feet in width, except for Borden Avenue, which would be 92 feet in width. Center Boulevard would also generally be 60 feet in width, while the width of Second Street would be 75 feet except for the portion of the street along Block C, where the width would remain 74 feet due to the existing vent shaft building. Sidewalk widths would be 15 feet on Center Boulevard, Borden Avenue, and Second Street, and 13 feet on all other streets. To preclude inappropriate encroachments into the public realm, the Commission is modifying Section 14-44 to not allow enclosed sidewalk cafes. The Commission notes that tree planting requirements for the mapped streets would be required through the recently adopted citywide tree-planting text change and it supports the modified tree planting provision that clarifies the street tree planting requirement for the private road required through a bonus provision in the Newtown Creek Subdistrict. The Commission notes that the SHP District curb cut provisions support pedestrian activities by precluding curb cuts on the wide streets, with the exception of one curb cut along Second Street on Site B, and establishing limited curb cut locations for the narrow streets. The Commission notes Community Board 2's recommendation to retain Second Street as a two-way street but believes that the separated, two-way bicycle lane created by changing Second Street to a one-way street is a better outcome for the neighborhood and the city-wide bike network.

The Commission looks forward to the realization of the nearly 11 acres of public parkland on the Hunter's Point South site, most of which would be located along the East River. It urges the Economic Development Corporation and its consultants, the Department of Parks and Recreation, and the Department of City Planning to preserve the point at the southernmost end of the site as a critical element of the park design. The Commission notes that this land feature is the community's namesake, being originally owned by George Hunter, and also notes that it rises notably higher than the rest of the Hunter's Point site, providing a remarkable change in topography with unique design opportunities. The Commission acknowledges the concerns of Community Board 2 in its desire to provide an appropriate mix of passive and active recreational opportunities and it urges the involved agencies and design consultants to include Community Board 2 and Hunter's Point residents and

businesses in the design process for the park.

The Commission acknowledges the desire expressed by Community Board 2 in its recommendation and public testimony and by representatives of affordable housing groups in their public testimony for broader income bands for the affordable housing on the Hunter's Point South site. While specific income levels on the Hunter's Point South site are beyond the scope of this action, the Commission notes that the city's affordable housing crisis also extends to middle income families. The has experienced a decline in the amount of middle income housing, due largely to a lack of housing subsidies for middle income housing and a loss of 40,000 units from the Mitchell Lama housing program, a program enacted by the New York State legislature in 1955 to subsidize middle and moderate income housing. The program expired in the mid-70's and no Federal or State housing programs have been adopted since then to support new housing for moderate and middle income individuals. In contrast, a number of housing programs have been created for low and moderate income families. By 2015, mortgages will expire on 59 additional Mitchell Lama developments representing more than 40,000 units, and all or most of these units could become market rate. The current and potential housing loss has enormous ramifications on the city's ability to maintain an economically diverse population and attract and retain employees, many of whom perform essential city services such as police, fire, sanitation, teaching, and nursing. The Hunter's Point South project will help retain middle income households by creating a neighborhood affordable to them.

The Commission notes the work of Community Board 2 and the extensive outreach and coordination undertaken by the city in developing the project. The Commission urges the involved agencies to continue their collaborative efforts as the project is implemented and to include Community Board 2 and the Hunter's Point neighborhood in decision-making for the project. The Commission looks forward to the project's realization.

RESOLUTION

RESOLVED, that having considered the Final Environmental Impact Statement (FEIS), for which a Notice of Completion ratified herein was issued on September 12, 2008, with respect to this application, the City Planning Commission finds that the requirements of the New York State

Environmental Quality Review Act and Regulations have been met and that

1. Consistent with social, economic, and other essential considerations, from among the reasonable alternatives thereto, the action is one which minimizes or avoids adverse environmental impacts to the maximum extent practicable; and
2. The adverse environmental impacts disclosed in the FEIS will be minimized or avoided to the maximum extent practicable by incorporating as conditions to the approval those mitigative measures that were identified as practicable.

The report of the City Planning Commission, together with the FEIS, constitute the written statement of facts, and of social, economic and other factors and standards, that form the basis of the decision, pursuant to Section 617.11(d) of the SEQRA regulations; and be it further

RESOLVED, that the City Planning Commission, in its capacity as the City Coastal Commission, has reviewed the waterfront aspects of this application and finds that the proposed action is consistent with WRP policies; and be it further

RESOLVED, by the City Planning Commission, pursuant to Section 200 of the New York City Charter, that based on the environmental determination, and the consideration described in this report, the Zoning Resolution of the City of New York, effective as of December 15, 1961, and as subsequently modified, is further amended as follows:

Matter in underline is new, to be added;

Matter in ~~strikeout~~ is old, to be deleted;

Matter within # # is defined in Section 12-10;

* * * indicates where unchanged text appears in the Zoning Resolution

* * *

**ARTICLE 1
GENERAL PROVISIONS**

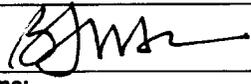
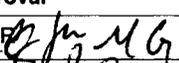
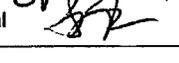
* * *

**Chapter 1
Title, Establishment of Controls and Interpretation of Regulations**

* * *

Staff Summary

Schedule F: Personal Service Contracts

Item Number:					
Dept & Dept Head Name: CFO/Bob Foran 					
Division & Division Head Name: Real Estate/J. Rosen					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	Finance	10/24/2011			
2	Board	10/26/2011			
Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement 	4	DDCF 		
2	CFO 	5	Legal 		
3	Real Estate 				

SUMMARY INFORMATION	
Vendor Name: Greystone Corporate Realty Services	Contract Number: 10116-0100
Description: All-Agency Tenant Management and Accounting Services	
Total Amount: \$14,950,000	
Contract Term (including Options, if any) November 1, 2011 thru October 31, 2016	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source: <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

To recommend that the Board approve the award of a competitively negotiated, All-Agency personal services contract to Greystone Corporate Realty Services (Greystone) to provide Tenant Management and Accounting Services for MTA Real Estate for a 5-year period from November 1, 2011, through October 30, 2016 for a total not-to-exceed amount of \$14,950,000, which includes \$75,000 for contingencies. This fixed price all-agency services contract will provide tenant compliance, enforcement and rent collection/accounting services for most tenants managed by MTA Real Estate.

II. DISCUSSION

For the past fourteen years, as a result of analyses and recommendations made by PricewaterhouseCoopers, LLP, day-to-day management of MTA tenant and licensee accounts has been outsourced through a competitive RFP, thereby reducing the number of in-house staff. Greystone is the incumbent contractor, under a contract that began in 2006.

The scope of services under the current contract includes (a) entering abstracts of new agreements into MTA Real Estate's database, (b) maintaining a field presence to ensure (i) that 350+ retailers at stations and 150+ tenanted parking lots are inspected no less than quarterly and the remaining 3,500 locations are inspected at least annually and (ii) 24/7 availability for emergencies, (c) billing, collecting and accounting for rents and other occupancy charges, and (d) monitoring of compliance with insurance requirements. In addition, the scope has been expanded to include: (i) opinions of value supporting MTA Real Estate's marketing efforts as required by amendments to the Public Authorities Law (PAL), (ii) design & construction coordination services (to expedite tenant fit-out work and accelerate rent commencement dates), (iii) enhanced securing and monitoring of vacant space, (vi) compliance with new statutory reporting requirements, (iv) meter reading and preparation of utility bills, (v) enhanced support of landlord and tenant litigation (including coordination between MTA General Counsel and outside counsel) and (vi) administration of new vending machine contracts.

Staff Summary

The current contract with Greystone expires on December 30, 2011. In order to continue these services, and to add the additional services in the extended scope of work, a request for proposals (RFP) was publicly advertised and letters advising potential proposers of the RFP's availability were mailed to twenty-eight property management firms, five of which were M/WBE firms identified by the MTA Office of Civil Rights.

The selection committee consisted of representatives from MTA Real Estate, MTA Legal, Long Island Rail Road Passenger Services, New York City Transit-Subways, and Metro-North -Business Development. After evaluating the three proposals received (Greystone, Cassidy/Turley and New Bedford Management), the selection committee unanimously determined that both Greystone and Cassidy Turley were qualified to provide the requisite services, and recommended that Procurement conduct negotiations with both firms.

As a result of negotiations and a best and final offer process, (i) Greystone's original proposal of \$16,768,120 was reduced to \$14,875,000 or \$2,975,000 per year (a reduction of \$1,893,120 or 11%) and (ii) as a result of concerns regarding risk exposure, Cassidy Turley's original proposal of \$10,500,123 was increased to \$16,750,000 or \$3,350,123 per year (an increase of \$6,250,000 or 59.5%) and structured on a requirements basis that could result in further MTA cost exposure. Greystone's final price is 11.2% lower than Cassidy-Turley's final price and \$3,650,000 or 32% more than the \$11,225,000 paid by the MTA to Greystone under the current contract for the last five years of service.

The increase in cost resulted from, among other things: (i) a 20% increase in the number of accounts under Greystone management over the past five years; (ii) additional new services such as, coordination of dispute resolution and litigation referred to outside counsel, management of tenant design & construction activity, lease modification and assignment assistance and brokerage opinions of value (required by PAL), which increase average labor costs due to the complexity of the work involved; and (iii) enhanced monitoring and maintenance of vacant spaces to protect MTA's interests. In addition, MTA Real Estate has requested that \$75,000 in contingencies be added for reimbursement of out-of-pocket costs of securing vacant properties and minor repairs. Procurement has conducted a responsibility review and other due diligence on Greystone and deemed it to be responsible for award.

MTA Real Estate has been very satisfied with the services that have been provided by Greystone under their current contract.

III. D/M/WBE INFORMATION

Participation goals of 10% MBE and 5%WBE were established by the MTA's Department of Diversity and Civil Rights.

IV. IMPACT ON FUNDING

The total cost for the contract term will not exceed \$14,950,000, which will be charged by MTA Real Estate to the Agencies whose tenants and licensees are to be managed under the contract, in proportion to the numbers of accounts managed on their behalf.

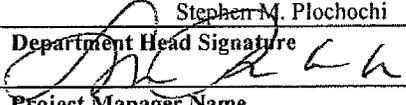
V. ALTERNATIVES

1. Do Not Approve Award of the Contract and Perform the Services In-House. This alternative is not feasible. MTA Real Estate does not have the resources or the trained personnel to adequately perform these services.

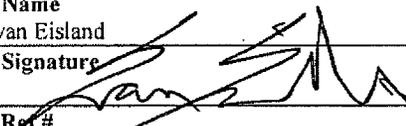


PROCUREMENTS

The Procurement Agenda this month includes 4 actions for a proposed expenditure of \$114.2M.

Subject	Request for Authorization to Award Various Procurements
Department	Matériel Division – NYCT
Department Head Name	Stephen M. Plochochi
Department Head Signature	
Project Manager Name	Rose Davis

Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	10/24/11			
2	Board	10/26/11			

October 17, 2011	
Department	Law and Procurement - MTACC
Department Head Name	Evan Eisland
Department Head Signature	
Table of Contents Ref #	

Internal Approvals			
	Approval		Approval
	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:

	# of Actions	\$ Amount
Schedule A: Non-Competitive Purchases and Public Work Contracts	1	\$ 4.0 M
• Cubic Transportation Systems, Inc. \$ 4.0 M		
SUBTOTAL	1	\$ 4.0 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:

<u>Procurements Requiring Two-Thirds Vote:</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule B: Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)	1	\$ 4.8 M
Schedule C: Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)	1	\$ 105.0 M
SUBTOTAL	<u>2</u>	<u>\$ 109.8 M</u>

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

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	1	\$.4 M
SUBTOTAL	<u>1</u>	<u>\$.4 M</u>
TOTAL	<u>4</u>	<u>\$ 114.2 M</u>

COMPETITIVE BIDDING REQUIREMENTS: The procurement actions in Schedules A, B C and D are subject to the competitive bidding requirements of PAL 1209 or 1265-a relating to contracts for the purchase of goods or public work. Procurement actions in the remaining Schedules are not subject to these requirements.

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.

OCTOBER 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. | Cubic Transportation Systems, Inc.
Sole Source - Three -year omnibus | \$4,000,000 (Est.) | <u>Staff Summary Attached</u> | 7.8 |
| | Purchase of inventory and non-inventory replacement AFC System parts. | | | |

OCTOBER 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.)

1. Contractor To Be Determined \$4,800,000 (Est.) *Staff Summary Attached 7.9*
Contract # C-34814 - Five Year Contract
RFP Authorizing Resolution for groundwater and soil remediation services at various locations within the NYC Transit system.

C. Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)
(Staff Summaries required for items requiring Board approval.)

2. Alcatel-Lucent USA, Inc. \$105,001,093 *Staff Summary Attached 7.11*
Contract #W-32686R – Fifty-three month contract
VHF Radio System Upgrade.

Schedule A: Non-Competitive Purchases and Public Work Contracts



Item Number: 1

Vendor Name (& Location) Cubic Transportation Systems, Inc. (New York, NY)
Description Purchase of inventory and non-inventory replacement AFC System parts
Contract Term (including Options, if any) November 29, 2011 – November 28, 2014
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Omnibus Sole Source Approval

Contract Number NONE	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount:	\$4,000,000 (Est.)
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Division of Materiel, Stephen M. Plochochi	

Discussion:

This omnibus approval will cover items identified as obtainable only from Cubic Transportation Systems (Cubic) and will eliminate the need to advertise and prepare individual procurement staff summaries for each procurement over the \$15,000 small purchase threshold. NYC Transit is not obligated to generate any purchase orders pursuant to an omnibus approval. Any purchases made under this approval will be made pursuant to paragraph 9 (b) of PAL 1209, which allows purchases of items that are available from only a single responsible source to be conducted without competitive bidding. Approximately 1,529 items will be covered by this approval, which includes components, sub-components and other equipment for the Automated Fare Collection System (AFC) that are an integral part of the NYC Transit subway system. NYC Transit's Electronic Maintenance Division (EMD) and Revenue Maintenance will use the parts to repair AFC equipment that is no longer covered under the original Cubic installation warranty. These items are identified as obtainable only from Cubic for the following reasons: sole manufacturer and not available from any distributors or other sources; publicly advertised within a twelve month period without an acceptable alternate supplier; or proprietary to Cubic. These items are advertised a minimum of once every twelve months to seek additional competition. The sole source parts will be purchased on an as-required basis, during the three year omnibus approval period.

In November 2008, the Board granted the current omnibus approval for \$5,000,000, of which \$3,423,507 has been expended to date. However, based on the balance of its 2010 and 2011 requirements, EMD estimates that an additional \$500,000 will need to be released during the balance of the term of the existing omnibus approval, resulting in an estimated total expenditure of almost \$4,000,000, which will not exceed the currently authorized amount. The initially approved amount of \$5,000,000 was based on previous usage and did not take into account the benefits to be obtained from Scheduled Maintenance and equipment refurbishment initiatives.

Procurement conducted a price analysis on fifteen high dollar and high usage items for which purchases were made during the term of the previous omnibus in comparison to purchases made for the same items during the current omnibus. The analysis showed that the weighted average annual price increase was 2.8%. The fifteen items represent 71% of the total dollars spent on the current omnibus approval. A review of corresponding Producer Price Indices (PPI) ranged from an annual average increase of 1.5% to 3.6%. Furthermore, the majority of the items required are older technology products, resulting in a minimal marketplace demand, which increases the price of the items. Each item purchased under the omnibus approval will be subject to a price analysis, and require that the price offered be found fair and reasonable.

Staff Summary

Item Number 1					
Division & Division Head Name: VP Materiel, Stephen M. Plochochi					
					
Board Reviews					
Order	To	Date	Approval	Info	Other
Internal Approvals					
Order	Approval	Order	Approval		
1	Material	5	X	Buses	
2	Law	6	X	Subways	
3	Budget	7	WB	EVP	
4	CPM	8	TP	President	

SUMMARY INFORMATION	
Vendor Name RFP Authorizing Resolution	Contract Number C-34814
Description Contractor Services for Groundwater & Soil Remediation Systems at Various Locations.	
Total Amount \$4,800,000	
Contract Term (including Options, if any): Five (5) years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

PURPOSE:

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 to multiple firms a Call Agreement type contract for Contractor Services for Groundwater & Soil Remediation Systems at Various Locations on MTA NYC Transit and MTA Bus Company properties, for a period of five years.

DISCUSSION:

NYC Transit entered into a Consent Decree with the NYS Department of Environmental Conservation ("DEC"), first executed in 1992 and revised in 2001, which requires NYC Transit to replace underground petroleum storage tanks and to remediate groundwater and soil contaminated by leaks from tanks or any other source. By 1999, the underground storage tanks had been replaced. Groundwater and soil remediation work has been ongoing under the Consent Decree since its inception and will continue to be a necessary requirement. The protracted nature of the remediation effort is due in part to the complexity of the remediation task at existing sites and in part due to the discovery of contamination at new sites.

The Consent Decree calls for steep fines for delays. Accordingly, from the inception of the Consent Decree, NYC Transit has used a series of Call Agreements to solicit and award remediation work orders on an expedited basis. A Call Agreement is an agreement under which work orders are solicited from pre-qualified firms. Firms are selected under a Request for Proposals (RFP) which evaluates their technical capability, experience, and integrity. Firms selected under the RFP will be submitted to the Board and, upon Board approval will be signatories to the Call Agreement. The selected firms then bid for each work order. The low bidder receives the work order. Competitive bidding without the initial RFP process is not appropriate to select firms to receive work orders because work orders must be awarded on an expedited basis. The RFP process allows NYC Transit to qualify contractors in advance of the need to award a work order and otherwise expedites the process to award work orders.



NYC Transit must notify DEC of any spill or leak or discovery of contamination within 2 hours. The Consent Decree requires several prompt steps, including: investigation of the source and extent of contamination; submittal of conceptual design of remediation; comment and approval by DEC; submittal of detailed design; approval by DEC of the detailed design and schedule; and implementation of the approved remediation method. Sometimes a site will require years of remediation, typically by pumping contaminated underground water to the surface, where it passes through an oil/water separator. In that case, a work order will be competed for the furnishing and installation of pumps and separators and associated piping; while subsequent work orders will be competed for the ongoing operation and maintenance of the remediation system. The operation and maintenance work orders typically are competed for 2 years at a time.

It is essential that well qualified and experienced firms be selected. The selection criteria will consist of: (1) Relevant Technical Experience performing groundwater remediation work with its own forces for at least five (5) years; (2) Record of Integrity and Business Ethics; (3) Overall Safety Record; and (4) General Responsibility, including a commitment to comply with the required MBE/WBE goals, financial, insurance, and bonding requirements. Based on the level of participation in contract C-34878, it is anticipated that as many as six companies will enter into a new Call Agreement with NYC Transit.

MTA Bus Company has a separate Stipulation with DEC. NYC Transit solicits and awards work orders for MTA Bus Company sites, with funding provided by MTA Bus Company.

ALTERNATIVES:

None.

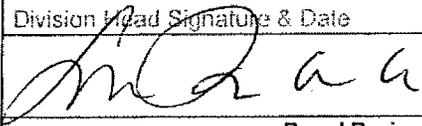
IMPACT ON FUNDING:

NYC Transit work orders totaling approximately \$4,300,000 were competed and awarded under the current Call Agreement. The forecast for the new Call Agreement is \$4,800,000 in MTA NYC Transit and MTA Bus Company work orders. The Call Agreements are 100% MTA funded.

RECOMMENDATION:

It is recommended that the Board adopt a resolution declaring that competitive bidding is impractical or inappropriate, and that it is in the public interest to enter into Call Agreements with selected qualified firms for Contractor Services for Groundwater & Soil Remediation Systems on MTA NYC Transit and MTA Bus Company properties.

Staff Summary

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

SUMMARY INFORMATION	
Vendor Name Alcatel-Lucent USA, Inc.	Contract Number W-32686R
Description VHF Radio System Upgrade in the Boroughs of Brooklyn, Manhattan, Queens and The Bronx	
Total Amount \$105,001,093	
Contract Term (including Options, if any) 53 months	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION

To obtain Board approval to award contract W-32686R for the VHF Radio System Upgrade in the Boroughs of Brooklyn, Manhattan, Queens and The Bronx to Alcatel-Lucent USA, Inc. (ALU) in the amount of \$105,001,093 and a duration of fifty-three (53) months. The contract also includes two alternative options for maintenance (one for 5 years and one for 3 years). Separate Board approval will be sought prior to the execution of any option. This contract is subject to the review and approval of the Office of the State Comptroller.

II. DISCUSSION

The objective of this project is to comply with the Federal Communications Commission (FCC) mandate requiring that all radio systems operating below 512 MHz be migrated from 25 KHz wideband channels to 12.5 KHz narrowband channels by January 1, 2013 in order to help reduce congestion in the frequency bands and increase user access to spectrum. In addition, the equipment provided under this contract must be capable of 6.25 KHz equivalency conventional operation in anticipation of future FCC requirements.

NYCT's VHF Subway Radio System currently operates in 25 KHz wideband mode. Therefore, to comply with this unfunded mandate, all existing VHF radio base station equipment must be replaced with new radio equipment capable of operating in narrowband mode. The work includes the replacement of approximately 230 base stations at all 115 locations in the IRT, BMT and IND Divisions and transmitter replacement at eight NYPD sites; head-end work at the Rail Control Center (RCC) and Back-up Command Center; and infrastructure work such as construction of new communication rooms and renovation of existing ones. The FCC has been informally notified that, like many, if not most agencies across the country, NYCT cannot meet the January 1, 2013 date for a full implementation and will seek a waiver of this deadline. The FCC will not accept a waiver request until NYCT can show that a contract award has been made and that a firm milestone project schedule has been established. This project has a phasing plan showing installation of four IRT Division Base Stations as an Initial Build to be completed 18 months from award. This will be followed by all above ground base stations; RCC and Back-up Command Center rollout within 31 months of award; and all below ground base stations and NYPD transmitter sites within 52 months from award.

This project was originally solicited in late 2009 and an award recommendation was approved by the Board in November 2010. However, subsequent to Board approval, new information that had not previously been in the public domain became available. This information provided credible evidence of significant responsibility issues regarding the selected vendor. The Office of the State Comptroller disapproved the contract on December 21, 2010. The solicitation was cancelled in March 2011.

An RFP Authorizing Resolution for the use of a competitive Request for Proposal (RFP) procurement process for a re-solicitation was approved by the Board in May 2011. Selection was accomplished by use of a one-step RFP process in which prospective proposers submitted technical and cost proposals that were reviewed by a Selection Committee (SC) in accordance with pre-established evaluation criteria, namely, (1) technical and qualification considerations as well as other relevant matters and (2) overall project cost.

The RFP was issued in May 2011 and the following three vendors submitted their technical and initial cost proposals: Pinnacle/Five Star, JV (PFS) - \$156,392,183 (plus \$13,576,750 for optional 5 year maintenance); ALU - \$123,999,999 (plus \$9,150,000 for optional

5 year maintenance); and Henry Bros. Electronics, Inc. (HBE) - \$104,371,783 (plus \$12,292,053 for optional 5 year maintenance). The internal estimate is \$175,000,000 (plus \$6,735,928 for optional 5 year maintenance). Due to the complexity of this project, a Technical Committee (TC) comprised of members from various NYCT Departments including engineering, communications and electronics maintenance, was established in order to conduct an evaluation of the technical proposals and report its findings to the SC. All three proposers were invited for oral presentations.

After oral presentations, the TC deemed two teams, PFS and ALU, to be technically superior. The SC, considering the evaluation criteria, unanimously recommended the two teams for negotiations. HBE was not recommended for negotiations because its technical proposal lacked detail and did not provide acceptable solutions to critical issues such as migration to 6.25 KHz equivalency conventional operation using Time Divider Multiple Access (TDMA) technology, Monitoring, Control and Alarm System (MCAS) and cabinet cooling method as required by the contract documents.

PFS's technical solution included radio equipment from Selex (formerly Marconi). This radio would not only satisfy the current requirements of the RFP, but would also support future migration to 6.25 KHz equivalency conventional operation. Selex has been manufacturing radio equipment for over 100 years and is well established in Europe. Selex is in the early stages of marketing and deploying this equipment in the United States. ALU's technical solution is based on Motorola radio equipment that, like PFS, not only satisfies the current requirements of the RFP, but also supports future migration to 6.25 KHz equivalency conventional operation. Negotiations were conducted with both firms and included discussion of commercial and contractual terms and conditions, technical requirements, level of effort and cost. Negotiators focused on ensuring that each technical solution covered every aspect of the scope of work.

Following negotiations, PFS and ALU were requested to submit their Best and Final Offers (BAFOs). BAFO requests included a revised agreement and revised terms and conditions specific to each proposer, resulting from negotiations. Each vendor was also given the option of submitting an alternate BAFO based on revised payment terms. BAFOs were received on October 03, 2011. ALU's BAFO was \$105,001,093 (plus \$7,941,391 for optional 5 year maintenance). ALU did not submit an alternate BAFO. PFS's BAFO was \$135,971,278 (plus \$10,200,000 for optional 5 year maintenance). PFS' alternate BAFO was in the amount of \$130,957,061 (plus \$10,200,000 for optional 5 year maintenance). The SC unanimously recommended ALU for award determining that their proposal offered the best overall value to NYCT, based on the selection criteria. ALU's BAFO of \$105,001,093 was \$69,998,907 (40%) less than the in-house estimate of \$175,000,000 and \$30,970,185 (22.7%) below PFS' base BAFO.

ALU's past experience includes the installation of a new digital radio network for the subway and bus system of the Paris Mass Transit System (RATP). For the Commonwealth of Pennsylvania, ALU designed and installed a statewide voice and data communication and information infrastructure, including approximately 280 digital microwave sites. ALU, as part of a consortium, was awarded a contract for MTACC to install an Electronic Security System in the Chambers Street Station Complex in the Borough of Manhattan. Reference checks on ALU projects were satisfactory. A review of ALU's pre-award submissions for insurance, bonding and MBE/WBE subcontracting goals is ongoing. This contract will not be awarded until approvals are obtained from the necessary departments. ALU's Workers Compensation Experience rating is less than 1.2 and therefore acceptable.

A background check performed by Materiel revealed that information disclosed by ALU regarding issues with a foreign subsidiary is considered Significant Adverse Information (SAI) within the meaning of the All Agency Responsibility Guidelines. NYCT is reviewing the relevant information. Approval of this SAI issue is being sought concurrently with this request. If the Board approves this contract, no award will be made unless ALU is found to be fully responsible for award.

III. M/WBE INFORMATION

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

IV. CAPITAL PROGRAM REPORTING

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

V. IMPACT ON FUNDING

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

VI. ALTERNATIVES

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

Schedule K: Ratification of Completed Procurement Actions



Item Number: 1

Vendor Name (& Location) E.E. Cruz and Tully Construction Company, JV, LLC (Holmdel, NJ)	
Civil, structural, and utility relocation for the Second Avenue Subway route – 96 th Street Station	
Contract Term (including Options, if any) May 28, 2009 – June 14, 2013	
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	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: MTA Capital Construction, Michael Horodniceanu	

Contract Number C-26005	AWO/Modification #: 74
Original Amount:	\$ 325,000,000
Prior Modifications:	\$ 11,113,352
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 336,113,352
This Request:	\$ 395,000
% of This Request to Current Amount:	TBD%
% of Modifications (including This Request) to Original Amount:	TBD%

Discussion:

This retroactive AWO under Contract C-26005 will enable the Contractor, E.E. Cruz and Tully Construction Company, JV, LLC, (CTJV) to assume responsibility, approximately seven months earlier than scheduled, for the maintenance and monitoring of instruments installed under Tunnel Boring Machine (TBM) Contract C-26002 for tunnels from 92nd to 63rd Streets.

This Contract is for civil, structural, and utility relocation work for the new 96th Street Station for the Second Avenue Subway.

This contract requires the contractor to install and monitor instruments used to detect any horizontal or vertical movement in buildings and structures adjacent to construction. It also requires that the contractor assume responsibility for the monitoring of instruments installed under C-26002 in the vicinity of the Launch Box area (from 91st to 95th Streets).

CTJV was scheduled to assume responsibility for the Launch Box and all instruments in its vicinity by January 29, 2012. However, as of July 2011, CTJV had already commenced construction activities in the vicinity of the Launch Box requiring their own instruments and monitoring. To reduce overlapping monitoring requirements, and the associated costs of maintaining and reporting duplicate monitoring data, MTACC determined that the assumption of responsibility for instrument monitoring from Contract C-26002 should occur approximately seven months sooner than planned. This AWO provides for costs associated with the additional seven months of instrument monitoring and the transfer of monitoring instruments adjacent to the Launch Box area. These services will be provided for the full duration of this contract, when responsibility is transferred to the contract for 96th Street Station Finishes.

The contractor submitted a cost proposal in the amount of \$456,871; MTACC's estimate was \$384,094. Negotiations resulted in the agreed upon lump sum price, which is considered fair and reasonable. Savings of \$61,871 were achieved. MTACC approved a retroactive waiver on June 22, 2011 and the contractor was directed to proceed as of July 1, 2011.



Metro-North Railroad

**Action Items
October 2011**

Staff Summary

Subject New Haven Line Connecticut Fare Increase
Department Operations Planning and Analysis
Department Head Name Daniel O'Connell
Department Head Signature
Project Manager Name Jay Fiegerman

Date October 6, 2011
Vendor Name N/A
Contract Number N/A
Contract Manager Name N/A
Table of Contents Ref#

Board Action					
Order	To	Date	Approval	Info	Other
	M-N Comm. Mtg.	10/24			
	MTA Fin. Comm.	10/24			
	MTA Board Mtg.	10/26			

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

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

Narrative

PURPOSE: To obtain MTA Board adoption of a Resolution authorizing increases proposed by the Connecticut Department of Transportation in Metro-North New Haven Main Line fares for travel to or from Connecticut stations.

DISCUSSION: The Connecticut Department of Transportation (CDOT) proposes that New Haven Line fares for travel to or from stations located in the State of Connecticut be increased by a cumulative amount of approximately 16.2%, with a phased implementation of the increase in the following increments: a 5.3% increase, effective January 1, 2012; a 5.04% increase effective on January 1, 2013; and a 5.04% increase effective on January 1, 2014.

Under the terms of the MTA/Metro-North/State of Connecticut Service Agreement, joint approval by the MTA Board and CDOT is needed to implement CDOT fare increases for the New Haven Main Line. CDOT, with Metro-North participation, held public hearings on the fare increase proposal on August 23rd in Stamford, August 24th in New Haven and August 30th in Waterbury. The Connecticut public hearings were advertised in advance in newspapers of general circulation. Notices advising the public of the proposed changes and establishing dates for the hearings were posted throughout the New Haven Line transportation facilities and seat notices were distributed on Metro-North trains.

Fares for travel to or from Connecticut stations were last increased by an average of 5.5% on January 1, 2005. The specific proposed individual fare increases for 2012 are detailed in the tables attached to the annexed Resolution (with fare tables for 2013 and 2014 to be developed and provided to the Board prior to their implementation). Metro-North will also implement Connecticut Branch Line fare increases in the same percentage amounts and at the same times as the New Haven Main Line increases (under the Service Agreement, Branch Line fares are solely determined by CDOT). UniRail and UniTicket prices will also be increased based upon CDOT's determination of fares.

There will be no change in fares charged on the New Haven Line for travel taking place wholly within New York State, with the exception of a limited number of fare adjustments for travel to and from Rye and Port Chester. These NYS fare adjustments were previously approved by the MTA Board in October 2010, but were subject to phased implementation in order to avoid exceeding the existing fares from Greenwich. Adoption of the 2012 CDOT-proposed 5.3% increase will enable most of these previously authorized Rye and Port Chester fare adjustments to be fully implemented in January 2012.

Staff Summary

BUDGET IMPACT: With a January 1, 2012 effective date, it is estimated that the proposed fare increase of 5.3% will increase 2012 New Haven Line net revenue by approximately \$9.5 million (the MTA share is about \$0.8 million and the CDOT share is about \$8.7 million). Over three years, with the 16.2%, it is estimated that the proposed fare increases will increase New Haven Line net revenue by approximately \$56.2 million (the MTA share is about \$6.2 million and the CDOT share is about \$50 million).

RECOMMENDATION: That the MTA Board adopt the Resolution attached to this staff summary, authorizing the CDOT-proposed increases in Metro-North New Haven Line fares for travel to or from Connecticut stations.

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

RESOLUTION

FARE CHANGES APPLICABLE TO METRO-NORTH'S NEW HAVEN MAIN LINE FOR TRAVEL TO OR FROM CONNECTICUT STATIONS

WHEREAS, the Amended and Restated Service Agreement by and among the Metropolitan Transportation Authority ("MTA"), Metro-North Commuter Railroad Company ("Metro-North") and the Connecticut Department of Transportation ("CDOT") requires joint approval by the MTA Board and CDOT to implement fare increases for travel to or from Connecticut stations on Metro-North's New Haven Main Line;

WHEREAS, on July 27, 2011, the Board authorized one or more public hearings with regard to fare increases proposed by CDOT;

WHEREAS, notices of public hearing on proposed changes in fares proposed by CDOT were prepared and posted by MTA and Metro-North at New Haven Line transportation facilities; and advertisements of said public hearings were contemporaneously published in The New York Post, El Diario and the Amsterdam News (in addition to advertisements placed by CDOT);

WHEREAS, public hearings were conducted by CDOT, with the participation of Metro-North, at the times set forth in the aforesaid notices of public hearings, at which all persons who wished to comment on the proposed fare changes were permitted to speak and written comments for inclusion in the record of the proceeding were invited, at General Re Auditorium, University of Connecticut Stamford Branch, in Stamford, Connecticut on August 23, 2011; at the Hall of Records, 200 Orange Street in New Haven, Connecticut on August 24, 2011; and at Silas Bronson Library, 267 Coral Street, Waterbury, Connecticut on August 30, 2011;

WHEREAS, the testimony of the public at the public hearings and written comments submitted on the proposed changes in fare have been considered, as have, among other things, the impacts of proposed fare changes upon the financial condition of Metro-North and upon the riders of mass transportation services, including minority and low-income users of such services;

NOW, THEREFORE, upon motion duly made and seconded, the following resolution was adopted by the MTA Board:

RESOLVED, that in accordance with the requirements of sections 1205 and 1266 of the Public Authorities Law, the MTA Board hereby approves an increase to the Metro-

North New Haven Line Main Lines fares for travel to or from Connecticut stations in the cumulative amount of approximately 16.2%, which increase shall be implemented in three phases: a 5.3% increase, effective January 1, 2012; a 5.04% increase effective on January 1, 2013; and a 5.04% increase effective on January 1, 2014; that the increases to specific fares to become effective on January 1, 2012, shall be as set forth in Attachment A hereto (based upon a 5.3% increase); and the President of Metro-North and his designees are hereby authorized and directed to take such additional and further steps as may be necessary or desirable to implement the approved increases in fares.

October 26, 2011
New York, New York

Table 1
PROPOSED NEW HAVEN LINE STATION FARES TO/FROM MANHATTAN ^(1,2)
(Effective 1/1/2012)
 (Page 1 of 2)

Station	Monthly Commutation		Weekly Commutation		10-Trip Peak		10-Trip Off-Peak		10-Trip Senior/Disabled/Medicare	
	Existing	Proposed	Existing	Proposed	Existing	Proposed	Existing	Proposed	Existing	Proposed
Mount Vernon Pelham New Rochelle	\$204.00	\$204.00	\$65.25	\$65.25	\$92.50	\$92.50	\$59.50	\$59.50	\$45.00	\$45.00
Larchmont Mamaroneck Harrison	\$229.00	\$229.00	\$73.25	\$73.25	\$105.00	\$105.00	\$66.00	\$66.00	\$50.00	\$50.00
Rye Port Chester	\$237.00	\$247.00	\$76.00	\$79.00	\$107.50	\$110.00	\$68.00	\$70.25	\$52.50	\$55.00
Greenwich Cos Cob Riverside Old Greenwich	\$237.00	\$250.00	\$76.00	\$80.00	\$107.50	\$112.50	\$68.00	\$72.25	\$52.50	\$55.00
Stamford Noroton Heights Darien Rowayton	\$264.00	\$278.00	\$84.00	\$89.00	\$122.50	\$130.00	\$78.75	\$83.00	\$60.00	\$65.00
South Norwalk East Norwalk	\$284.00	\$299.00	\$91.00	\$95.75	\$130.00	\$137.50	\$83.00	\$87.25	\$65.00	\$67.50
Westport Green's Farms Southport Fairfield Fairfield Metro	\$308.00	\$325.00	\$99.00	\$104.00	\$142.50	\$150.00	\$91.50	\$95.75	\$70.00	\$75.00
Bridgeport	\$336.00	\$353.00	\$108.00	\$113.00	\$155.00	\$162.50	\$100.00	\$104.25	\$77.50	\$80.00
Stratford Milford	\$353.00	\$372.00	\$113.00	\$119.00	\$165.00	\$175.00	\$106.25	\$112.75	\$82.50	\$87.50
New Haven NH State Street	\$394.00	\$415.00	\$126.00	\$132.75	\$185.00	\$195.00	\$119.00	\$125.50	\$92.50	\$97.50
Glenbrook Springdale Talmadge Hill New Canaan	\$264.00	\$278.00	\$84.00	\$89.00	\$122.50	\$130.00	\$78.75	\$83.00	\$60.00	\$65.00
Merritt-7 Wilton Cannondale	\$292.00	\$308.00	\$93.00	\$98.50	\$135.00	\$142.50	\$85.00	\$89.25	\$67.50	\$70.00
Branchville Redding Bethel Danbury	\$308.00	\$324.00	\$98.00	\$103.75	\$142.50	\$150.00	\$91.50	\$95.75	\$70.00	\$75.00
Derby Shelton Ansonia Seymour Beacon Falls Naugatuck Waterbury	\$355.00	\$374.00	\$114.00	\$119.75	\$165.00	\$172.50	\$106.25	\$110.50	\$82.50	\$85.00

Notes:

- (1) Reflects fares for principal ticket types sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for fares to/from Rye/Port Chester which were previously approved by the MTA Board last October, but were subject to phased implementation in order to avoid exceeding the existing fares to/from Greenwich.
- (3) Fares for one way peak and one way off-peak tickets purchased onboard trains are calculated as the station fare plus \$6.00, rounded to the nearest dollar.
Fares for senior citizen/disabled tickets purchased onboard trains are the same as the station fares.
- (4) Discounts of 2% for monthly commutation tickets and 5% for weekly and ten-trip tickets are available for advance ticket purchases through Mail&Ride and WebTicket programs for travel to/from Connecticut stations.

Table 1 (continued)
PROPOSED NEW HAVEN LINE STATION FARES TO/FROM MANHATTAN ^(1,2)
(Effective 1/1/2012)
 (Page 2 of 2)

Station	One-Way Peak		One-Way Off-Peak		One-Way Senior/ Disabled/Medicare		School Commutation	
	Existing	Proposed	Existing	Proposed	Existing	Proposed	Existing	Proposed
Mount Vernon Pelham New Rochelle	\$9.25	\$9.25	\$7.00	\$7.00	\$4.50	\$4.50	\$137.00	\$137.00
Larchmont Mamaroneck Harrison	\$10.50	\$10.50	\$7.75	\$7.75	\$5.00	\$5.00	\$153.00	\$153.00
Rye Port Chester	\$10.75	\$11.00	\$8.00	\$8.25	\$5.25	\$5.50	\$159.00	\$165.00
Greenwich Cos Cob Riverside Old Greenwich	\$10.75	\$11.25	\$8.00	\$8.50	\$5.25	\$5.50	\$159.00	\$168.00
Stamford Noroton Heights Darien Rowayton	\$12.25	\$13.00	\$9.25	\$9.75	\$6.00	\$6.50	\$177.00	\$186.00
South Norwalk East Norwalk	\$13.00	\$13.75	\$9.75	\$10.25	\$6.50	\$6.75	\$190.00	\$200.00
Westport Green's Farms Southport Fairfield Fairfield Metro	\$14.25	\$15.00	\$10.75	\$11.25	\$7.00	\$7.50	\$206.00	\$218.00
Bridgeport	\$15.50	\$16.25	\$11.75	\$12.25	\$7.75	\$8.00	\$225.00	\$237.00
Stratford Milford	\$16.50	\$17.50	\$12.50	\$13.25	\$8.25	\$8.75	\$237.00	\$249.00
New Haven NH State Street	\$18.50	\$19.50	\$14.00	\$14.75	\$9.25	\$9.75	\$264.00	\$278.00
Glenbrook Springdale Talmadge Hill New Canaan	\$12.25	\$13.00	\$9.25	\$9.75	\$6.00	\$6.50	\$177.00	\$186.00
Merritt-7 Wilton Cannondale	\$13.50	\$14.25	\$10.00	\$10.50	\$6.75	\$7.00	\$196.00	\$206.00
Branchville Redding Bethel Danbury	\$14.25	\$15.00	\$10.75	\$11.25	\$7.00	\$7.50	\$206.00	\$217.00
Derby Shelton Ansonia Seymour Beacon Falls Naugatuck Waterbury	\$16.50	\$17.25	\$12.50	\$13.00	\$8.25	\$8.50	\$238.00	\$251.00

- Notes:**
- (1) Reflects fares for principal ticket types sold at ticket offices and ticket vending machines.
 - (2) Fares for travel within NY state do not change except for fares to/from Rye/Port Chester which were previously approved by the MTA Board last October, but were subject to phased implementation in order to avoid exceeding the existing fares to/from Greenwich.
 - (3) Fares for one way peak and one way off-peak tickets purchased onboard trains are calculated as the station fare plus \$6.00, rounded to the nearest dollar.
Fares for senior citizen/disabled tickets purchased onboard trains are the same as the station fares.
 - (4) Discounts of 2% for monthly commutation tickets and 5% for weekly and ten-trip tickets are available for advance ticket purchases through Mail&Ride and WebTicket programs for travel to/from Connecticut stations.

Table 2
PROPOSED NEW HAVEN LINE INTERMEDIATE ONE WAY STATION FARES ^(1,2)
 (Effective 1/1/2012)
 (Page 1 of 2)

Station	Fare	Fordham	Mt. Vern- New Roch	Larchmont- Harrison	Rye- Port Chstr	Greenwich- Old Grwch	Stamford- Rowayton	S.Norwik- E.Norwik	Westport- Fairfield	Bridget	Stratford- Milford	New Haven	Glenbrk- New Can.	Merritt-7- Camondl	Branchvle- Danbury	Waterbury Branch
Mt. Vernon East Pelham New Rochelle	Proposed Existing	\$2.75 \$2.75	\$2.75 \$2.75													
Larchmont Mamaroneck Harrison	Proposed Existing	\$3.25 \$3.25	\$2.75 \$2.75	\$2.75 \$2.75												
Rye Port Chester	Proposed Existing	\$4.25 \$4.00	\$3.00 \$3.00	\$3.00 \$3.00	\$2.75 \$2.75											
Greenwich Cos Cob Riverside Old Greenwich	Proposed Existing	\$4.25 \$4.00	\$4.00 \$3.75	\$3.25 \$3.00	\$3.00 \$2.75	\$2.25 \$2.25										
Stamford Noroton Hts. Darien Rowayton	Proposed Existing	\$5.00 \$4.75	\$5.00 \$4.75	\$4.25 \$4.00	\$4.00 \$3.75	\$2.25 \$2.25	\$2.25 \$2.25									
South Norwalk East Norwalk	Proposed Existing	\$5.75 \$5.50	\$5.75 \$5.50	\$5.00 \$4.75	\$4.75 \$4.50	\$3.00 \$2.75	\$2.25 \$2.25	\$2.25 \$2.25								
Westport Greens Farms Southport Fairfield Fairfield Metro	Proposed Existing	\$7.00 \$6.75	\$7.00 \$6.75	\$6.00 \$5.75	\$5.75 \$5.50	\$3.75 \$3.50	\$2.25 \$2.25	\$2.25 \$2.25	\$2.25 \$2.25							
Bridgeport	Proposed Existing	\$8.50 \$8.00	\$8.50 \$8.00	\$7.25 \$7.00	\$6.75 \$6.50	\$5.00 \$4.75	\$3.75 \$3.50	\$3.25 \$3.00	\$2.25 \$2.25							

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Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for fares to/from Rye/Port Chester which were previously approved by the MTA Board last October, but were subject to phased implementation in order to avoid exceeding the existing fares to/from Greenwich.
- (3) Some fares will increase by a higher percentage than the 5.3% average due to rounding, or in a limited number of cases, due to the need to protect the through fare.

Table 2 (continued)
PROPOSED NEW HAVEN LINE INTERMEDIATE ONE WAY STATION FARES (1,2)
 (Effective 1/1/2012)
 (Page 2 of 2)

Station	Fare	Fordham	Mt. Vrn- New Roch	Larchmt- Harrison	Rye- Port Chstr	Greenwh- Old Grwch	Stamford- Rowayton	S.Norwtk- E.Norwtk	Westport- Fairfield	Bridgept	Stratford- Milford	New Haven	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvie- Danbury	Waterbury Branch
Stratford Milford	Proposed Existing	\$9.50 \$9.00	\$9.50 \$9.00	\$8.50 \$8.00	\$8.00 \$7.50	\$6.25 \$5.75	\$4.50 \$4.25	\$3.75 \$3.50	\$3.00 \$2.75	\$2.25 \$2.25	\$2.25 \$2.25					
New Haven NH State Street	Proposed Existing	\$11.50 \$11.00	\$11.50 \$11.00	\$10.50 \$10.00	\$10.00 \$9.50	\$8.25 \$7.75	\$6.50 \$6.25	\$5.75 \$5.50	\$4.50 \$4.25	\$3.25 \$3.00	\$3.00 \$2.75	\$2.25 \$2.25				
Glenbrook Springdale Talmadge Hill New Canaan	Proposed Existing	\$5.00 \$4.75	\$5.00 \$4.75	\$4.25 \$4.00	\$4.00 \$3.75	\$2.25 \$2.25	\$2.25 \$2.25	\$3.00 \$2.75	\$3.75 \$3.50	\$4.75 \$4.50	\$5.25 \$5.00	\$7.00 \$6.75	\$2.25 \$2.25			
Merritt-7 Wilton Cannondale	Proposed Existing	\$6.25 \$6.00	\$6.25 \$6.00	\$5.25 \$5.00	\$5.00 \$4.75	\$3.50 \$3.25	\$3.00 \$2.75	\$2.25 \$2.25	\$3.00 \$2.75	\$3.75 \$3.50	\$4.25 \$4.00	\$5.75 \$5.50	\$3.75 \$3.50	\$2.00 \$2.00		
Branchville Redding Bethel Danbury	Proposed Existing	\$8.25 \$7.75	\$7.00 \$6.75	\$6.25 \$6.00	\$5.75 \$5.50	\$4.75 \$4.50	\$4.00 \$3.75	\$3.00 \$2.75	\$4.25 \$4.00	\$5.00 \$4.75	\$5.25 \$5.00	\$7.25 \$7.00	\$4.75 \$4.50	\$2.00 \$2.00	\$2.00 \$2.00	
Derby-Shelton Ansonia Seymour Naugatuck Waterbury	Proposed Existing	\$10.00 \$9.50	\$9.75 \$9.25	\$9.00 \$8.50	\$8.75 \$8.25	\$6.50 \$6.25	\$5.50 \$5.25	\$5.00 \$4.75	\$4.25 \$4.00	\$2.25 \$2.25	\$2.25 \$2.25	\$5.00 \$4.75	\$6.50 \$6.25	\$5.75 \$5.50	\$7.25 \$7.00	\$2.00 \$2.00

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for fares to/from Rye/Port Chester which were previously approved by the MTA Board last October, but were subject to phased implementation in order to avoid exceeding the existing fares to/from Greenwich.
- (3) Some fares will increase by a higher percentage than the 5.3% average due to rounding, or in a limited number of cases, due to the need to protect the through fare.

Table 3
PROPOSED NEW HAVEN LINE INTERMEDIATE MONTHLY COMMUTATION STATION FARES (1,2)
 (Effective 1/1/2012)
 (Page 1 of 2)

Station	Fare	Fordham	Mt. Vern- New Roch	Larchmont- Harrison	Rye- Port Chstr	Greenwich- Old Grwch	Stamford- Rowayton	S.Norwalk- E.Norwik	Westport- Fairfield	Bridgept	Stratford- Milford	New Haven	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
Mt. Vernon East Pelham New Rochelle	Proposed Existing	\$59.50 \$59.50	\$59.50 \$59.50													
Larchmont Mamaroneck Harrison	Proposed Existing	\$69.25 \$69.25	\$59.50 \$59.50	\$59.50 \$59.50												
Rye Port Chester	Proposed Existing	\$82.25 \$78.00	\$60.50 \$60.50	\$60.50 \$60.50	\$56.75 \$54.00											
Greenwich Cos Cob Riverside Old Greenwich	Proposed Existing	\$82.25 \$78.00	\$82.25 \$78.00	\$64.25 \$61.00	\$56.75 \$54.00	\$52.75 \$50.00										
Stamford Noroton Hts. Darien Rowayton	Proposed Existing	\$108.50 \$103.00	\$108.50 \$103.00	\$91.50 \$87.00	\$78.00 \$74.00	\$52.75 \$50.00	\$52.75 \$50.00									
South Norwalk East Norwalk	Proposed Existing	\$127.50 \$121.00	\$127.50 \$121.00	\$109.50 \$104.00	\$97.00 \$92.00	\$59.00 \$56.00	\$52.75 \$50.00	\$52.75 \$50.00								
Westport Greens Farms Southport Fairfield Fairfield Metro	Proposed Existing	\$152.75 \$145.00	\$152.75 \$145.00	\$133.75 \$127.00	\$120.00 \$114.00	\$75.00 \$71.00	\$56.75 \$54.00	\$52.75 \$50.00	\$52.75 \$50.00							
Bridgeport	Proposed Existing	\$182.25 \$173.00	\$182.25 \$173.00	\$160.00 \$152.00	\$152.75 \$145.00	\$104.25 \$99.00	\$76.75 \$73.00	\$62.25 \$59.00	\$52.75 \$50.00							

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for a limited number of fares to/from Rye/Port Chester which were previously constrained to not exceed Greenwich fares.
- (3) A 2% discount is available for monthly commutation tickets purchased thru Mail&Ride or WebTicket program for travel to/from Connecticut stations.
- (4) Some fares will increase by a higher percentage than the 5.3% average due to rounding, or in a limited number of cases, due to the need to protect the through fare.

Table 3 (continued)
PROPOSED NEW HAVEN LINE INTERMEDIATE MONTHLY COMMUTATION STATION FARES (1,2)
 (Effective 1/1/2012)
 (Page 2 of 2)

Station	Fare	Fordham	Mt. Vrn- New Roch	Larchmnt- Harrison	Rye- Port Chstr	Greenwch- Old Grwch	Stamford- Rowayton	S.Norwilk- E.Norwilk	Westport- Fairfield	Bridgept	Stratford- Milford	New Haven	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
Stratford Milford	Proposed Existing	\$200.00 \$190.00	\$200.00 \$190.00	\$178.00 \$169.00	\$164.25 \$156.00	\$122.25 \$116.00	\$94.00 \$89.00	\$73.00 \$69.00	\$52.75 \$50.00	\$52.75 \$50.00	\$52.75 \$50.00					
New Haven NH State Street	Proposed Existing	\$243.25 \$231.00	\$243.25 \$231.00	\$221.25 \$210.00	\$207.50 \$197.00	\$165.25 \$157.00	\$137.00 \$130.00	\$116.00 \$110.00	\$97.00 \$92.00	\$63.25 \$60.00	\$63.25 \$60.00	\$53.75 \$51.00				
Glenbrook Springdale Talmadge Hill New Canaan	Proposed Existing	\$108.50 \$103.00	\$108.50 \$103.00	\$91.50 \$87.00	\$78.00 \$74.00	\$52.75 \$50.00	\$52.75 \$50.00	\$61.00 \$58.00	\$79.00 \$75.00	\$101.00 \$96.00	\$112.75 \$107.00	\$149.50 \$142.00	\$52.75 \$50.00			
Merritt-7 Wilton Cannondale	Proposed Existing	\$139.00 \$132.00	\$135.75 \$129.00	\$118.00 \$112.00	\$104.25 \$99.00	\$72.75 \$69.00	\$60.00 \$57.00	\$46.25 \$44.00	\$61.00 \$58.00	\$82.25 \$78.00	\$90.50 \$86.00	\$123.25 \$117.00	\$78.00 \$74.00	\$46.25 \$44.00		
Branchville Redding Bethel Danbury	Proposed Existing	\$167.50 \$159.00	\$152.75 \$145.00	\$139.00 \$132.00	\$125.25 \$119.00	\$101.00 \$96.00	\$84.25 \$80.00	\$61.00 \$58.00	\$90.50 \$86.00	\$106.25 \$101.00	\$112.75 \$107.00	\$157.00 \$149.00	\$101.00 \$96.00	\$46.25 \$44.00	\$46.25 \$44.00	
Derby-Shelton Ansonia Seymour Naugatuck Waterbury	Proposed Existing	\$210.50 \$200.00	\$202.25 \$192.00	\$183.25 \$174.00	\$170.50 \$162.00	\$139.00 \$132.00	\$118.00 \$112.00	\$106.25 \$101.00	\$90.50 \$86.00	\$55.75 \$53.00	\$55.75 \$53.00	\$106.25 \$101.00	\$139.00 \$132.00	\$124.25 \$118.00	\$157.00 \$149.00	\$46.25 \$44.00

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for a limited number of fares to/from Rye/Port Chester which were previously constrained to not exceed Greenwich fares.
- (3) A 2% discount is available for monthly commutation tickets purchased thru Mail&Ride or WebTicket program for travel to/from Connecticut stations.
- (4) Some fares will increase by a higher percentage than the 5.3% average due to rounding, or in a limited number of cases, due to the need to protect the through fare.

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Table 4
PROPOSED NEW HAVEN LINE INTERMEDIATE WEEKLY COMMUTATION STATION FARES (1,2)
 (Effective 1/1/2012)
 (Page 1 of 2)

Station	Fare	Fordham	Mt. Vern- New Roch	Larchmt- Harrison	Rye- Port Chstr	Greenwich- Old Grwch	Stamford- Rowayton	S.Norwalk- E.Norwik	Westport- Fairfield	Bridgept	Stratford- Milford	New Haven	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
Mt. Vernon East Pelham New Rochelle	Proposed Existing	\$18.50 \$18.50	\$18.50 \$18.50													
Larchmont Mamaroneck Harrison	Proposed Existing	\$21.50 \$21.50	\$18.50 \$18.50	\$18.50 \$18.50												
Rye Port Chester	Proposed Existing	\$25.50 \$24.25	\$18.75 \$18.75	\$18.75 \$18.75	\$17.50 \$16.75											
Greenwich Cos Cob Riverside Old Greenwich	Proposed Existing	\$25.50 \$24.25	\$25.50 \$24.25	\$20.00 \$19.00	\$17.50 \$16.75	\$16.25 \$15.50										
Stamford Noroton Hts. Darien Rowayton	Proposed Existing	\$33.75 \$32.00	\$33.75 \$32.00	\$28.25 \$27.00	\$24.25 \$23.00	\$16.25 \$15.50	\$16.25 \$15.50									
South Norwalk East Norwalk	Proposed Existing	\$39.50 \$39.00	\$39.50 \$39.00	\$34.00 \$32.25	\$30.00 \$28.50	\$18.25 \$17.25	\$16.25 \$15.50	\$16.25 \$15.50								
Westport Greens Farms Southport Fairfield Fairfield Metro	Proposed Existing	\$47.25 \$47.00	\$47.25 \$47.00	\$41.50 \$40.00	\$37.25 \$36.00	\$24.00 \$23.00	\$17.50 \$16.75	\$16.25 \$15.50	\$16.25 \$15.50							
Bridgeport	Proposed Existing	\$56.50 \$56.00	\$56.50 \$56.00	\$49.50 \$49.00	\$47.25 \$45.00	\$33.00 \$32.00	\$24.00 \$24.00	\$19.25 \$18.25	\$16.25 \$15.50							

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for fares to/from Rye/Port Chester which were previously approved by the MTA Board last October, but were subject to phased implementation in order to avoid exceeding the existing fares to/from Greenwich.
- (3) A 5% discount is available for weekly commutation tickets purchased thru WebTicket program for travel to/from Connecticut stations.
- (4) Some fares will increase by a higher percentage than the 5.3% average due to rounding, or in a limited number of cases, due to the need to protect the through fare.

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Table 4 (continued)
PROPOSED NEW HAVEN LINE INTERMEDIATE WEEKLY COMMUTATION STATION FARES ^(1,2)
(Effective 1/1/2012)
 (Page 2 of 2)

Station	Fare	Fordham	Mt. Vrn- New Roch	Larchmnt- Harrison	Rye- Port Chstr	Greenweh- Old Grwch	Stamford- Rowayton	S.Norwik- E.Norwik	Westport- Fairfield	Bridgept	Stratford- Milford	New Haven	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
Stratford Milford	Proposed Existing	\$62.00 \$61.00	\$62.00 \$61.00	\$55.25 \$54.00	\$51.00 \$50.00	\$39.00 \$37.00	\$30.00 \$29.00	\$23.25 \$22.00	\$16.25 \$15.50	\$16.25 \$15.50	\$16.25 \$15.50					
New Haven NH State Street	Proposed Existing	\$75.50 \$74.00	\$75.50 \$74.00	\$68.50 \$67.00	\$64.25 \$63.00	\$52.75 \$50.00	\$43.75 \$42.00	\$37.00 \$35.00	\$30.00 \$28.50	\$19.75 \$18.50	\$19.50 \$18.50	\$16.75 \$15.50				
Glenbrook Springdale Talmadge Hill New Canaan	Proposed Existing	\$33.75 \$32.00	\$33.75 \$32.00	\$28.25 \$27.00	\$24.25 \$23.00	\$16.25 \$15.50	\$16.25 \$15.50	\$19.00 \$18.00	\$24.50 \$23.25	\$31.25 \$29.75	\$35.00 \$33.25	\$46.25 \$44.00	\$16.25 \$15.50			
Merritt-7 Wilton Cannondale	Proposed Existing	\$43.00 \$41.00	\$42.00 \$41.00	\$36.50 \$34.75	\$32.25 \$30.75	\$22.50 \$21.50	\$18.50 \$17.75	\$14.25 \$13.75	\$19.00 \$18.00	\$25.50 \$24.25	\$28.00 \$26.75	\$38.25 \$36.25	\$24.25 \$23.00	\$14.25 \$13.75		
Branchville Redding Bethel Danbury	Proposed Existing	\$52.00 \$49.25	\$47.25 \$46.00	\$43.00 \$41.00	\$38.75 \$37.00	\$31.25 \$29.75	\$26.00 \$24.75	\$19.00 \$18.00	\$28.00 \$26.75	\$33.00 \$31.25	\$35.00 \$33.25	\$48.75 \$46.25	\$31.25 \$29.75	\$14.25 \$13.75	\$14.25 \$13.75	
Derby-Shelton Ansonia Seymour Naugatuck Waterbury	Proposed Existing	\$65.25 \$62.00	\$62.75 \$62.00	\$56.75 \$55.00	\$52.75 \$51.00	\$43.00 \$41.00	\$36.50 \$34.75	\$33.00 \$31.25	\$28.00 \$26.75	\$17.25 \$16.50	\$17.25 \$16.50	\$33.00 \$31.25	\$43.00 \$41.00	\$38.50 \$36.50	\$48.75 \$46.25	\$14.25 \$13.75

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for fares to/from Rye/Port Chester which were previously approved by the MTA Board last October, but were subject to phased implementation in order to avoid exceeding the existing fares to/from Greenwich.
- (3) A 5% discount is available for weekly commutation tickets purchased thru WebTicket program for travel to/from Connecticut stations.
- (4) Some fares will increase by a higher percentage than the 5.3% average due to rounding, or in a limited number of cases, due to the need to protect the through fare.

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Table 5
PROPOSED NEW HAVEN LINE INTERMEDIATE TEN-TRIP STATION FARES (1,2)
 (Effective 1/1/2012)
 (Page 1 of 2)

Station	Fare	Fordham	Mt. Vrn- New Roch	Larchmnt- Harrison	Rye- Port Chstr	Greenwch- Old Grwch	Stamford- Rowayton	S.Norwtk- E.Norwtk	Westport- Fairfield	Bridgept	Stratford- Milford	New Haven	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
Mt. Vernon East Pelham New Rochelle	Proposed Existing	\$23.50 \$23.50	\$23.50 \$23.50													
Larchmont Mamaroneck Harrison	Proposed Existing	\$27.75 \$27.75	\$23.50 \$23.50	\$23.50 \$23.50												
Rye Port Chester	Proposed Existing	\$36.25 \$34.00	\$25.50 \$25.50	\$25.50 \$25.50	\$23.50 \$23.25											
Greenwich Cos Cob Riverside Old Greenwch	Proposed Existing	\$36.25 \$34.00	\$34.00 \$32.00	\$27.75 \$25.50	\$25.50 \$23.25	\$19.25 \$19.25										
Stamford Noroton Hts. Darien Rowayton	Proposed Existing	\$42.50 \$40.50	\$42.50 \$40.50	\$36.25 \$34.00	\$34.00 \$32.00	\$19.25 \$19.25	\$19.25 \$19.25									
South Norwalk East Norwalk	Proposed Existing	\$49.00 \$46.75	\$49.00 \$46.75	\$42.50 \$40.50	\$40.50 \$38.25	\$25.50 \$23.25	\$19.25 \$19.25	\$19.25 \$19.25								
Westport Greens Farms Southport Fairfield Fairfield Metro	Proposed Existing	\$59.50 \$57.50	\$59.50 \$57.50	\$51.00 \$49.00	\$49.00 \$46.75	\$32.00 \$29.75	\$19.25 \$19.25	\$19.25 \$19.25	\$19.25 \$19.25							
Bridgeport	Proposed Existing	\$72.25 \$68.00	\$72.25 \$68.00	\$61.75 \$59.50	\$57.50 \$55.25	\$42.50 \$40.50	\$32.00 \$29.75	\$27.75 \$25.50	\$19.25 \$19.25							

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Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for fares to/from Rye/Port Chester which were previously approved by the MTA Board last October, but were subject to phased implementation in order to avoid exceeding the existing fares to/from Greenwich.
- (3) A 5% discount is available for ten-trip tickets purchased thru WebTicket program for travel to/from Connecticut stations.
- (4) Some fares will increase by a higher percentage than the 5.3% average due to rounding, or in a limited number of cases, due to the need to protect the through fare.

Table 5 (continued)
PROPOSED NEW HAVEN LINE INTERMEDIATE TEN-TRIP STATION FARES ^(1,2)
(Effective 1/1/2012)
 (Page 2 of 2)

Station	Fare	Fordham	Mt. Vern- New Roch	Larchmt- Harrison	Rye- Port Chstr	Greenwh- Old Grwch	Stamford- Rowayton	S.Norwtk- E.Norwtk	Westport- Fairfield	Bridgept	Stratford- Milford	New Haven	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
Stratford	Proposed	\$80.75	\$80.75	\$72.25	\$68.00	\$53.25	\$38.25	\$32.00	\$25.50	\$19.25	\$19.25					
Milford	Existing	\$76.50	\$76.50	\$68.00	\$63.75	\$49.00	\$36.25	\$29.75	\$23.25	\$19.25	\$19.25					
New Haven	Proposed	\$97.75	\$97.75	\$89.25	\$85.00	\$70.25	\$55.25	\$49.00	\$38.25	\$27.75	\$25.50	\$19.25				
NH State Street	Existing	\$93.50	\$93.50	\$85.00	\$80.75	\$66.00	\$53.25	\$46.75	\$36.25	\$25.50	\$23.25	\$19.25				
Glenbrook	Proposed	\$42.50	\$42.50	\$36.25	\$34.00	\$19.25	\$19.25	\$25.50	\$32.00	\$40.50	\$44.75	\$59.50	\$19.25			
Springdale	Existing	\$40.50	\$40.50	\$34.00	\$32.00	\$19.25	\$19.25	\$23.25	\$29.75	\$38.25	\$42.50	\$57.50	\$19.25			
Talmadge Hill																
New Canaan																
Merritt-7	Proposed	\$53.25	\$53.25	\$44.75	\$42.50	\$29.75	\$25.50	\$19.25	\$25.50	\$32.00	\$36.25	\$49.00	\$32.00	\$17.00		
Wilton	Existing	\$51.00	\$51.00	\$42.50	\$40.50	\$27.75	\$23.25	\$19.25	\$23.25	\$29.75	\$34.00	\$46.75	\$29.75	\$17.00		
Cannondale																
Branchville	Proposed	\$70.25	\$59.50	\$53.25	\$49.00	\$40.50	\$34.00	\$25.50	\$36.25	\$42.50	\$44.75	\$61.75	\$40.50	\$17.00	\$17.00	
Redding	Existing	\$66.00	\$57.50	\$51.00	\$46.75	\$38.25	\$32.00	\$23.25	\$34.00	\$40.50	\$42.50	\$59.50	\$38.25	\$17.00	\$17.00	
Bethel																
Danbury																
Derby-Shelton	Proposed	\$85.00	\$83.00	\$76.50	\$74.50	\$55.25	\$46.75	\$42.50	\$36.25	\$19.25	\$19.25	\$42.50	\$55.25	\$49.00	\$61.75	\$17.00
Ansonia	Existing	\$80.75	\$78.75	\$72.25	\$70.25	\$53.25	\$44.75	\$40.50	\$34.00	\$19.25	\$19.25	\$40.50	\$53.25	\$46.75	\$59.50	\$17.00
Seymour																
Naugatuck																
Waterbury																

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for fares to/from Rye/Port Chester which were previously approved by the MTA Board last October, but were subject to phased implementation in order to avoid exceeding the existing fares to/from Greenwich.
- (3) A 5% discount is available for ten-trip tickets purchased thru WebTicket program for travel to/from Connecticut stations.
- (4) Some fares will increase by a higher percentage than the 5.3% average due to rounding, or in a limited number of cases, due to the need to protect the through fare.

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Table 6
PROPOSED NEW HAVEN LINE INTERMEDIATE ONE-WAY SENIOR/DISABLED/MEDICARE FARES (1,2)
 (Effective 1/1/2012)
 (Page 1 of 2)

Station	Fare	Fordham	Mt. Vrn- New Roch	Larchmont- Harrison	Rye- Port Chstr	Greenwich- Old Grwch	Stamford- Rowayton	S.Norwlk- E.Norwlk	Westport- Fairfield	Bridgeport	Stratford- Milford	New Haven	Glenbrk- New Can.	Merritt-7- Camondl	Branchville- Danbury	Waterbury Branch
Mt. Vernon East Pelham New Rochelle	Proposed Existing	\$1.25 \$1.25	\$1.25 \$1.25													
Larchmont Mamaroneck Harrison	Proposed Existing	\$1.50 \$1.50	\$1.25 \$1.25	\$1.25 \$1.25												
Rye Port Chester	Proposed Existing	\$2.00 \$2.00	\$1.50 \$1.50	\$1.50 \$1.50	\$1.25 \$1.25											
Greenwich Cos Cob Riverside Old Greenwich	Proposed Existing	\$2.00 \$2.00	\$2.00 \$1.75	\$1.50 \$1.50	\$1.50 \$1.25	\$1.00 \$1.00										
Stamford Noroton Hts. Darien Rowayton	Proposed Existing	\$2.50 \$2.25	\$2.50 \$2.25	\$2.00 \$2.00	\$2.00 \$1.75	\$1.00 \$1.00	\$1.00 \$1.00									
South Norwalk East Norwalk	Proposed Existing	\$2.75 \$2.75	\$2.75 \$2.75	\$2.50 \$2.25	\$2.25 \$2.25	\$1.50 \$1.25	\$1.00 \$1.00	\$1.00 \$1.00								
Westport Greens Farms Southport Fairfield Fairfield Metro	Proposed Existing	\$3.50 \$3.25	\$3.50 \$3.25	\$3.00 \$2.75	\$2.75 \$2.75	\$1.75 \$1.75	\$1.00 \$1.00	\$1.00 \$1.00	\$1.00 \$1.00							
Bridgeport	Proposed Existing	\$4.25 \$4.00	\$4.25 \$4.00	\$3.50 \$3.50	\$3.25 \$3.25	\$2.50 \$2.25	\$1.75 \$1.75	\$1.50 \$1.50	\$1.00 \$1.00							

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Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for fares to/from Rye/Port Chester which were previously approved by the MTA Board last October, but were subject to phased implementation in order to avoid exceeding the existing fares to/from Greenwich.
- (3) Some fares will increase by a higher percentage than the 5.3% average due to rounding, or in a limited number of cases, due to the need to protect the through fare.

Table 6 (Continued)
PROPOSED NEW HAVEN LINE INTERMEDIATE ONE-WAY SENIOR/DISABLED/MEDICARE FARES (1,2)
(Effective 1/1/2012)
 (Page 2 of 2)

Station	Fare	Fordham	Mt. Vrn- New Roch	Larchmt- Harrison	Rye- Port Chstr	Greenwch- Old Grwch	Stamford- Rowayton	S.Norwtk- E.Norwtk	Westport- Fairfield	Bridget	Stratford- Milford	New Haven	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvie- Danbury	Waterbury Branch
Stratford Milford	Proposed Existing	\$4.75 \$4.50	\$4.75 \$4.50	\$4.25 \$4.00	\$4.00 \$3.75	\$3.00 \$2.75	\$2.25 \$2.00	\$1.75 \$1.75	\$1.50 \$1.25	\$1.00 \$1.00	\$1.00 \$1.00					
New Haven NH State Street	Proposed Existing	\$5.75 \$5.50	\$5.75 \$5.50	\$5.25 \$5.00	\$5.00 \$4.75	\$4.00 \$3.75	\$3.25 \$3.00	\$2.75 \$2.75	\$2.25 \$2.00	\$1.50 \$1.50	\$1.50 \$1.25	\$1.00 \$1.00				
Glenbrook Springdale Talmadge Hill New Canaan	Proposed Existing	\$2.50 \$2.25	\$2.50 \$2.25	\$2.00 \$2.00	\$2.00 \$1.75	\$1.00 \$1.00	\$1.00 \$1.00	\$1.50 \$1.25	\$1.75 \$1.75	\$2.25 \$2.25	\$2.50 \$2.50	\$3.50 \$3.25	\$1.00 \$1.00			
Merritt-7 Wilton Cannondale	Proposed Existing	\$3.00 \$3.00	\$3.00 \$3.00	\$2.50 \$2.50	\$2.50 \$2.25	\$1.75 \$1.50	\$1.50 \$1.25	\$1.00 \$1.00	\$1.50 \$1.25	\$1.75 \$1.75	\$2.00 \$2.00	\$2.75 \$2.75	\$1.75 \$1.75	\$1.00 \$1.00		
Branchville Redding Bethel Danbury	Proposed Existing	\$4.00 \$3.75	\$3.50 \$3.25	\$3.00 \$3.00	\$2.75 \$2.75	\$2.25 \$2.25	\$2.00 \$1.75	\$1.50 \$1.25	\$2.00 \$2.00	\$2.50 \$2.25	\$2.50 \$2.50	\$3.50 \$3.50	\$2.25 \$2.25	\$1.00 \$1.00	\$1.00 \$1.00	
Derby-Shelton Ansonia Seymour Naugatuck Waterbury	Proposed Existing	\$5.00 \$4.75	\$4.75 \$4.50	\$4.50 \$4.25	\$4.25 \$4.00	\$3.25 \$3.00	\$2.75 \$2.50	\$2.50 \$2.25	\$2.00 \$2.00	\$1.00 \$1.00	\$1.00 \$1.00	\$2.50 \$2.25	\$3.25 \$3.00	\$2.75 \$2.75	\$3.50 \$3.50	\$1.00 \$1.00

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Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for fares to/from Rye/Port Chester which were previously approved by the MTA Board last October, but were subject to phased implementation in order to avoid exceeding the existing fares to/from Greenwich.
- (3) Some fares will increase by a higher percentage than the 5.3% average due to rounding, or in a limited number of cases, due to the need to protect the through fare.

Table 7
PROPOSED NEW HAVEN LINE INTERMEDIATE SCHOOL COMMUTATION FARES (1,2)
 (Effective 1/1/2012)
 (Page 1 of 2)

Station	Fare	Fordham	Mt. Vrn- New Roch	Larchmt- Harrison	Rye- Port Chstr	Greenwch- Old Grwch	Stamford- Rowayton	S.Norwtk- E.Norwtk	Westport- Fairfield	Bridgept	Stratford- Milford	New Haven	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
Mt. Vernon East Pelham New Rochelle	Proposed Existing	\$39.75 \$39.75	\$39.75 \$39.75													
Larchmont Mamaroneck Harrison	Proposed Existing	\$46.50 \$46.50	\$39.75 \$39.75	\$39.75 \$39.75												
Rye Port Chester	Proposed Existing	\$55.00 \$52.00	\$40.50 \$40.50	\$40.50 \$40.50	\$38.00 \$36.00											
Greenwich Cos Cob Riverside Old Greenwch	Proposed Existing	\$55.00 \$52.00	\$55.00 \$52.00	\$43.00 \$41.00	\$38.00 \$36.00	\$35.25 \$34.00										
Stamford Noroton Hts. Darien Rowayton	Proposed Existing	\$72.75 \$69.00	\$72.75 \$69.00	\$61.25 \$58.00	\$52.25 \$50.00	\$35.25 \$34.00	\$35.25 \$34.00									
South Norwalk East Norwalk	Proposed Existing	\$85.50 \$81.00	\$85.50 \$81.00	\$73.25 \$70.00	\$65.00 \$62.00	\$39.50 \$38.00	\$35.25 \$34.00	\$35.25 \$34.00								
Westport Greens Farms Southport Fairfield Fairfield Metro	Proposed Existing	\$102.25 \$97.00	\$102.25 \$97.00	\$89.50 \$85.00	\$80.50 \$76.00	\$50.25 \$48.00	\$38.00 \$36.00	\$35.25 \$34.00	\$35.25 \$34.00							
Bridgeport	Proposed Existing	\$122.00 \$116.00	\$122.00 \$116.00	\$107.25 \$102.00	\$102.25 \$97.00	\$69.75 \$66.00	\$51.50 \$49.00	\$41.75 \$40.00	\$35.25 \$34.00							

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for fares to/from Rye/Port Chester which were previously approved by the MTA Board last October, but were subject to phased implementation in order to avoid exceeding the existing fares to/from Greenwich.
- (3) Some fares will increase by a higher percentage than the 5.3% average due to rounding, or in a limited number of cases, due to the need to protect the through fare.

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Table 7 (Continued)
PROPOSED NEW HAVEN LINE INTERMEDIATE SCHOOL COMMUTATION FARES (1,2)
(Effective 1/1/2012)
 (Page 2 of 2)

Station	Fare	Fordham	Mt. Vm- New Roch	Larchmt- Harrison	Rye- Port Chstr	Greenwch- Old Grwch	Stamford- Rowayton	S.Norwtk- E.Norwtk	Westport- Fairfield	Bridgept	Stratford- Milford	New Haven	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
Stratford Milford	Proposed Existing	\$134.00 \$128.00	\$134.00 \$128.00	\$119.25 \$114.00	\$110.00 \$105.00	\$82.00 \$78.00	\$63.00 \$60.00	\$49.00 \$46.00	\$35.25 \$34.00	\$35.25 \$34.00	\$35.25 \$34.00					
New Haven NH State Street	Proposed Existing	\$163.00 \$155.00	\$163.00 \$155.00	\$148.25 \$141.00	\$139.00 \$132.00	\$110.75 \$105.00	\$92.00 \$87.00	\$78.00 \$74.00	\$65.00 \$62.00	\$42.50 \$40.00	\$42.50 \$40.00	\$36.00 \$34.00				
Glenbrook Springdale Talmadge Hill New Canaan	Proposed Existing	\$72.75 \$69.00	\$72.75 \$69.00	\$61.25 \$58.00	\$52.25 \$50.00	\$35.25 \$34.00	\$35.25 \$34.00	\$40.75 \$39.00	\$53.00 \$50.00	\$67.75 \$64.00	\$75.50 \$72.00	\$100.25 \$95.00	\$35.25 \$34.00			
Merritt-7 Wilton Cannondale	Proposed Existing	\$93.25 \$88.00	\$91.00 \$87.00	\$79.00 \$75.00	\$69.75 \$66.00	\$48.75 \$46.00	\$40.25 \$38.00	\$31.00 \$29.00	\$40.75 \$39.00	\$55.00 \$52.00	\$60.75 \$58.00	\$82.50 \$78.00	\$52.25 \$50.00	\$31.00 \$29.00		
Branchville Redding Bethel Danbury	Proposed Existing	\$112.25 \$107.00	\$102.25 \$97.00	\$93.25 \$88.00	\$84.00 \$80.00	\$67.75 \$64.00	\$56.50 \$54.00	\$40.75 \$39.00	\$60.75 \$58.00	\$71.25 \$68.00	\$75.50 \$72.00	\$105.25 \$100.00	\$67.75 \$64.00	\$31.00 \$29.00	\$31.00 \$29.00	
Derby-Shelton Ansonia Seymour Naugatuck Waterbury	Proposed Existing	\$141.00 \$134.00	\$135.50 \$129.00	\$122.75 \$117.00	\$114.25 \$109.00	\$93.25 \$88.00	\$79.00 \$75.00	\$71.25 \$68.00	\$60.75 \$58.00	\$37.25 \$36.00	\$37.25 \$36.00	\$71.25 \$68.00	\$93.25 \$88.00	\$83.25 \$79.00	\$105.25 \$100.00	\$31.00 \$29.00

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change except for fares to/from Rye/Port Chester which were previously approved by the MTA Board last October, but were subject to phased implementation in order to avoid exceeding the existing fares to/from Greenwich.
- (3) Some fares will increase by a higher percentage than the 5.3% average due to rounding, or in a limited number of cases, due to the need to protect the through fare.

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Staff Summary

Subject	North White Plains Parking Structure
Department	Business Development, Facilities & Marketing
Department Head Name	Randall J. Fleischer, Senior Director
Department Head Signature	
Program Manager Name	Mari Miceli/ Wendy Johnston

Date	October 7, 2011
Vendor Name	
Contract Number	
Contract Manager Name	
Table of Contents Ref#	

Board Action					
Order	To	Date	Approval	Info	Other
1	M-N/LIRR Comm. Mtg.	10/24	X		
2	MTA Fin. Comm.	10/24	X		
3	MTA Board Mtg.	10/26	X		

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

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	Senior Director Business Development, Facilities & Marketing		Government Relations		Labor Relations		General Counsel
	Press				Personnel		Other

Narrative

I. Purpose
 MTA Metro-North Commuter Railroad (MNR) seeks Board authorization for the President of Metro-North to use up to \$41.8M for creation of structured parking expansion and improvements at North White Plains Station on the Harlem Line. This staff summary requests approval of the project, per MTA Parking Policy; a companion staff summary requests a supplemental agreement for an Engineering/ Architectural firm to prepare 30% design for the project.

II. Discussion
A. Existing Conditions
 Weekday railroad ridership on Metro-North's Harlem Line has increased by 9% in the last five years and is expected to grow by 18% over the next seven years. Currently, approximately 2,200 people ride the train inbound from North White Plains Station on an average weekday, constituting 5% of the Harlem Line average weekday inbound ridership. Existing customer parking at North White Plains consists of approximately 1,355 spaces, with several owners/operators. One of the facilities is owned by MNR and operated by LAZ Parking and another is leased by MNR for operation to Westchester County.

The North White Plains Station is the only MNR-owned/operated major parking facility in central Westchester County. Metro-North does not own/operate any parking facilities between North White Plains and Katonah – approximately 20 miles north on the Harlem line. The parking facilities at the intermediate stations are under municipal control, and parking is operated predominately for the benefit of their residents. At MNR owned/LAZ operated (MNR's Private Operator) facilities at Golden's Bridge and Purdy's (the two closest stations to the north), the combined waiting lists exceed 400 people. As a result of severe commuter parking shortfalls and varied residency restrictions at the majority of stations, the parking structure proposed for the North White Plains Station will

Staff Summary

support all customers who reside in all communities throughout Northern and Central Westchester County and will help meet future parking demand.

B. Proposed Project

The proposed project was developed in conjunction with Westchester County and included extensive outreach to residents and traffic studies to determine that the project will not result in any negative impact in the surrounding neighborhood.

Parking Structure

- Construction of a new, approximately 500 space, five level parking structure on Haarlem Avenue, on the east side of the North White Plains Station on the site of a small existing MNR-owned two level deck and adjacent surface lot with utility building
- Project provides a net parking gain of approximately 400 spaces (replacing the existing 100 space parking deck on same footprint)
- Potential approximate 1,000 square feet railroad customer oriented retail space at ground level
- Bicycle storage facilities
- Lighting, signage, security, and landscaping

Access Improvements

- Conversion of a portion of Haarlem Avenue from one-way northbound to a two-way street to provide better vehicular access to the proposed parking garage
- Installation of new traffic signals and pedestrian crossing on Route 22 to provide a smooth flow of traffic for customers leaving the station. Both of these actions require the approval of the City of White Plains.

C. Environmental Review

The proposed project has been subject to an Environmental Assessment (EA) prepared by the Federal Transit Administration (FTA) and Metro-North Railroad. The EA examined the potential impacts of the proposed project in accordance with the National Environmental Policy Act (NEPA) and the New York State Environmental Quality Review Act (SEQRA). The analysis considered a number of potential environmental issues, including but not limited to, air quality, noise, vibration, water quality, storm-water, traffic and aesthetics. This project would not result in any significant negative environmental impact in the categories that were analyzed. Where a minor impact was found, mitigation has been proposed to alleviate the effects (see Access Improvements, above). The FTA accepted the EA and issued a Finding of No Significant Impact (FONSI) on June 30, 2011.

D. Real Estate

The proposed parking garage is being constructed on property owned by Metro-North Railroad.

E. Parking Management and Fees

After the completion of the parking expansion and access improvements, MNR, as owner, will utilize its system-wide private parking operator at North White Plains, to operate the newly added facility in a first class, unified manner. Current fee levels charged by MNR at the time of the opening will be assessed to users of the new garage. Garage will be open access, available to all customers without regard to residency.

III. Cost and Revenues

The project is funded through a \$41.8m CMAQ grant that is dedicated to this project. Of this grant, \$32.8m is supplemental to the MTA Capital Program. The remaining \$9m is funded from the MTA Capital Program. In analyzing the Project, the Net Present Value is positive, at \$2.88m (in 2011 dollars).

IV. Project Benefits

This parking expansion project will increase railroad ridership, expand parking capacity in a crucial location, improve railroad access, retain existing riders, and assist Metro-North in attaining its strategic goals for increasing ridership and customer satisfaction.

V. Alternatives

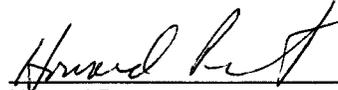
This project provides the Railroad with the only proactive opportunity to meet current and future demand in this part of the region. If improvements to the existing facility are not made, unmet parking demand and customer dissatisfaction are likely, negatively impacting MNR ridership and revenues.

Staff Summary

VI. Recommendation

That the MTA Board authorizes the President of Metro-North to use funding as reflected above, for structured parking expansion and improvements at the North White Plains Station on the Harlem line.

Approved for Submission to the Board



Howard Permut
President

METRO-NORTH/LONG ISLAND

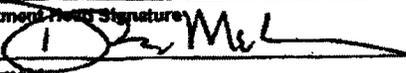
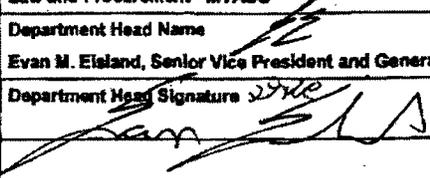
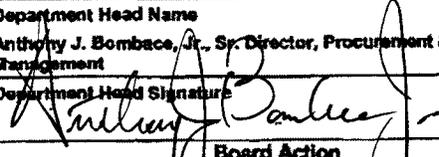
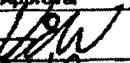
COMMITTEE

PROCUREMENTS

FOR BOARD

ACTION

October 24, 2011

Subject Request for Authorization to Award Various Procurements						Date October 26, 2011			
Department Procurement and Logistics - LIRR						Department Law and Procurement - MTACC			
Department Head Name Dennis L. Mahon, Chief Procurement and Logistics Officer						Department Head Name Evan M. Eisland, Senior Vice President and General Counsel			
Department Head Signature 						Department Head Signature 			
Department Procurement and Material Management - MNR									
Department Head Name Anthony J. Bombace, Jr., Sr. Director, Procurement & Material Management									
Department Head Signature 									
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	LIRR/MNR Committee	10.24.11				X	President, LIRR	10/14	
2	MTA Board	10.26.11				X	President, MNR	10/14	
						X	President, MTACC	10/14/11	

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:

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Two-Thirds Vote</u>		
Schedule A: Non-Competitive Purchase and Public Works Contracts	1	\$5,000,000
SUBTOTAL:	1	\$5,000,000

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

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Two-Thirds Vote</u>		
Schedule A: Non-Competitive Purchase and Public Works Contracts	2	\$470,860
SUBTOTAL:	2	\$470,860

Schedules Requiring Majority Vote

Schedule I: Modifications to Purchase and Public Work Contracts	1	\$160,417
SUBTOTAL:	1	\$160,417

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

LIRR proposes to award Competitive procurements in the following categories:

<u>Schedules Requiring Two-Thirds Vote</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule C:	Competitive Request for Proposals (Award of Purch. \$ Public Work Contracts)	1	\$8,213,950
		SUBTOTAL:	1
			\$8,213,950
<u>Schedules Requiring Majority Vote</u>			
Schedule G:	Miscellaneous Service Contracts	1	\$8,653,860
		SUBTOTAL:	1
			\$8,653,860

MNR proposes to award Competitive procurements in the following categories:

<u>Schedules Requiring Majority Vote</u>			
Schedule G:	Miscellaneous Service Contracts	1	\$4,800,000
Schedule H:	Modifications to Personal Service & Miscellaneous Service Contracts	2	\$2,500,000
		SUBTOTAL:	3
			\$7,300,000

MTACC proposes to award Competitive procurements in the following categories:

<u>Schedules Requiring Majority Vote</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule G:	Miscellaneous Service Contracts	1	\$1,242,367
Schedule I:	Modifications To Purchase and Public Work Contracts	2	\$833,525
Schedule K:	Ratification of Completed Procurement Actions (Involving Schedules E-J)	1	\$410,586
		SUBTOTAL:	4
			\$2,486,478

LIRR proposes to award Ratifications in the following categories: None

MNR proposes to award Ratifications in the following categories:

<u>Schedules Requiring Majority Vote</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule K:	Ratification of Completed Procurement Actions (Involving Schedules E-J)	7	\$6,163,000
		SUBTOTAL:	7
			\$6,163,000

MTACC proposes to award Ratifications in the following categories: None

TOTAL: 20 \$38,448,565

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.

OCTOBER 2011

MTA LONG ISLAND RAIL ROAD

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote

Schedule A: Non-Competitive Purchase and Public Works Contracts

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

- | | | | |
|-----------|---------------------------------|----------------------|--------------------------------------|
| 1. | Vapor Stone Rail Systems | \$5,000,000 | <i><u>Staff Summary Attached</u></i> |
| | Sole Source | Not-to-Exceed | |
| | Contract No. TBD | | |

LIRR requests MTA Board approval to award a sole source contract for a 30 month period in an amount not-to-exceed \$5,000,000 to Vapor Stone Rail Systems (VSRS). Under this contract, VSRS will supply on an as needed basis, complete systems, spare parts, other equipment, technical field support and repair services required to (i) support LIRR's Reliability Centered Maintenance program and, (ii) perform unscheduled maintenance and repairs to the Heating, Ventilation and Air Conditioning systems (HVAC) on LIRR's C-3 coach fleet. These repair and replacement parts and systems and services are required to ensure that the HVAC system on LIRR's fleet of C-3 coaches is maintained and operating at peak performance. On-board climate control consistently receives very high positive responses in our annual Customer Satisfaction Survey ratings. A public notice was placed by LIRR Procurement pursuant to subdivision b of PAL 1265-a (4) and in accordance with MTA All-Agency Procurement Guidelines for the purchase of sole source items, and LIRR subsequently advertised its intent to award a sole source procurement to VSRS in the New York State Contract Reporter and the New York Post.

Schedule A: Non-Competitive Purchases and Public Works

Staff Summary



Item Number: 1

Vendor Name (& Location) Vapor Stone Rail Systems, Plattsburgh, NY
Description C-3 Coach HVAC System Spare parts
Contract Term (including Options, if any) November 2011 – April 2014
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-Competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source

Contact Number TBD	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount:	\$5,000,000 Not-to-Exceed
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Maintenance of Equipment – Michael Gelomino	
Contract Manager: Arthur Billotti	

Discussion:

LIRR requests MTA Board approval to award a sole source contract for a 30 month period in an amount not-to-exceed \$5,000,000 to Vapor Stone Rail Systems (VSRS). Under this contract, VSRS will supply on an as needed basis, complete systems, spare parts, other equipment, technical field support and repair services required to (i) support LIRR’s Reliability Centered Maintenance program and, (ii) perform unscheduled maintenance and repairs to the Heating, Ventilation and Air Conditioning systems (HVAC) on LIRR’s C-3 coach fleet. These repair and replacement parts and systems and services are required to ensure that the HVAC system on LIRR’s fleet of C-3 coaches is maintained and operating at peak performance. On-board climate control consistently receives very high positive responses in our annual Customer Satisfaction Survey ratings.

VSRS, as the OEM of the C-3 HVAC system, is the single responsible source for the parts and repairs/services that will be provided under this purchase authorization. The technical and field support services will insure that the software driven, microprocessor based systems are kept up to current configuration for proper operation. Further, technical support and repair services will ensure that any future repairs or modifications requiring the technical expertise of the OEM, as well as access to the OEMs’ proprietary data, can be implemented. Additionally, the parts were designed to meet the reliability and maintainability requirements of the fleet.

In conjunction with the MTA HQ’s Joint Initiatives goals, LIRR contacted Metro North Railroad (MNR) and was informed that MNR does not have VSRS HVAC systems on their fleet. A public notice was placed by LIRR Procurement pursuant to subdivision b of PAL 1265-a (4) and in accordance with MTA All-Agency Procurement Guidelines for the purchase of sole source items, and LIRR subsequently advertised its intent to award a sole source procurement to VSRS in the New York State Contract Reporter and the New York Post. No other manufacturer expressed an interest in competing for this requirement. Pricing submitted by VSRS has been reviewed and determined to be fair and reasonable. Funding for this contract is contained in LIRR’s operating budget.

proposal are the same as those paid by MNR under the previous agreement with BEI in June 2009 for the same voice recording systems located in Poughkeepsie, Croton Harmon, Highbridge, North White Plains, Brewster, and Wassaic Yards. The prices submitted were deemed fair and reasonable. The total cost of this procurement is not-to-exceed \$242,860 and it is to be funded by the MNR Operating Budget and CDOT.

Schedules Requiring Majority Vote:

I. Modifications to Purchase and Public Work Contracts

(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)

3. Simplex Grinnell \$160,417 (not-to-exceed)

Inspection and Testing of Fire Suppression System and Ancillary Devices – MNR System Wide

In January 2010, MNR awarded a contract to Simplex Grinnell (“Simplex”) as a ride of an available New York State Office of General Services (NYSOGS) Contract. Under the contract, Simplex provides inspection, testing and certification of MNR’s fire suppression system and ancillary devices at 2 MNR facilities (Grand Central Terminal and 420 Lexington Avenue). MNR does not have in-house forces with the requisite licensing and/or experience to accomplish the required work.

At this time, MNR is requesting to add funds and extend the current contract with Simplex for an additional 7-month period. During the extension period, requirements for the inspection, testing and certification of fire suppression systems and ancillary devices of MNR, LIRR, B&T, SIRTOA and NYCT will be combined and MNR will lead a multi-agency procurement to establish a master contract. The scope of Simplex’s services includes all labor, unlimited service calls, material and equipment necessary to maintain the fire suppression systems. All prices for inspection, testing and service will remain the same for the extension period and MNR will continue to receive a 25% discount off list prices in parts. The total cost of 7-month extension is not-to-exceed \$160,417 and it will be funded by the MNR Operating Budget.

Schedule A: Non-Competitive Purchases and Public Work Contracts



Item Number: A

Vendor Name (& Location) Business Electronics, Inc.
Description Furnish and Install Voice Recorder Systems at Connecticut and N. White Plains Facilities
Contract Term (including Options, if any) 2 months
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:

Contract Number 2270	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount:	\$242,860 (not-to-exceed)
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div Procurement & Management	Dept/Div Head Name: Management, Anthony J. Bombace, Jr.
Contract Manager: B. Webster	

Discussion:

Non-competitive, negotiated purchase contract with the firm, Business Electronics, Inc. (BEI), for the purchase and installation of Nice Systems Inc. (Nice) digital voice logging recorder systems at four locations in Connecticut (Stamford, Bridgeport, Danbury, and New Haven) and at 525 N. Broadway in N. White Plains, NY. BEI will furnish and install all equipment specified and will provide necessary parts such as power supplies, cabinets, cable assemblies etc. BEI will also provide all labor and programming necessary to achieve fully functional voice logging systems.

Nice voice recorder systems are the current technology utilized by MNR. The systems will record radio communication from Rail Traffic Controllers located at Grand Central Terminal, who direct the movement of trains at the yards. Radio and select phone conversations originating at the yards will also be recorded. MNR's voice recording system plays a critical role in the investigation of incidents and accidents and provides an invaluable tool used to develop corporate strategies to avoid future incidents and accidents.

A public notice was placed by MNR in accordance with PAL 1265-a (3) and in conjunction with MTA All-Agency Procurement Guidelines for the purchase of sole source items. BEI submitted a total cost proposal of \$242,860 (\$93,552 for the 4 CT locations and \$149,308 for NWP). The prices in the cost proposal are the same as those paid by MNR under the previous agreement with BEI in June 2009 for the same voice recording systems located in Poughkeepsie, Croton Harmon, Highbridge, North White Plains, Brewster, and Wassaic Yards. The prices submitted were deemed fair and reasonable. The total cost of this procurement is not-to-exceed \$242,860 and it is to be funded by the MNR Operating Budget and CDOT.



OCTOBER 2011

MTA LONG ISLAND RAIL ROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote

Schedule C: Competitive Request for Proposals (Award of Purchase and Public Work Contracts)
(Staff Summaries only required for items requiring Board approval)

- 2. **Maracap Construction Industries, Inc.** \$8,213,950 *Staff Summary Attached*
Competitive RFP **Not-to-Exceed**
Contract No. 6073

LIRR requests MTA Board approval to award a construction services contract to Maracap Construction Industries, Inc. for a not-to-exceed amount of \$8,213,950, for the rehabilitation of the Queens Blvd Bridge (QBB) located in Queens County, New York.

Procurements Requiring Majority Vote

Schedule G: Miscellaneous Service Contracts

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

- 3. **Snow Removal Services** **\$7,906,260**
Dom's Lawnmaker, Inc. **\$ 747,600**
NAC Industries, Inc. **\$8,653,860 NTE**
Contract Nos. TBD

LIRR requests approval to award two Miscellaneous Service Contracts, pursuant to a formal competitive bid solicitation, to Dom's Lawnmaker, Inc. (Dom's), and NAC Industries, Inc. (NAC) for snow removal services, in the combined, not-to-exceed amount of \$8,653,860; (\$7,906,260 and \$747,600, respectively). These renewal contracts are for a three-year period, beginning November 1, 2011, and covers thirteen LIRR yard locations. The solicitation was advertised in the NYS Contract Reporter on August 1, 2011, and in the New York Post on August 11, 2011, and allowed bidders to submit bids on any or all of the yards specified in the bid documents. Six contractors submitted bids under this solicitation: Atlas Concrete Batching Corp., DeLuca Landscaping, Dom's, JV Trucking & Rigging, NAC, and RBR/Melville Snow Contractors. Six yards received four bids each, five yards received three bids each, and two yards received two bids each. Other potential Bidders advised that some yards were either too far away or beyond their capabilities. Prices for each yard were based on estimated need of various services and equipment that may be requested, dependent on storm severity, as well as safety training and insurance. Dom's is the low bidder for twelve of the thirteen yards, namely; Babylon, Far Rockaway, Hempstead, Huntington, Long Beach, Port Washington, Ronkonkoma, Johnson Avenue, VD Yard, Speonk, Oyster Bay, and Port Jefferson Yards. NAC is the low bidder for the West Side Yard. Rates under the proposed contracts are fixed for the full 3-year term of each contract. On average, these Contractor's prices were 71% lower than the next highest bidders and are therefore deemed to be fair and reasonable, based on competitive bidding. LIRR's Operating Budget will fund these Contracts.



Staff Summary

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

SUMMARY INFORMATION	
Vendor Name	Contract Number
Maracap Construction Industries, Inc.	6073
Description	
Rehabilitation of Queens Blvd Bridge	
Total Amount	
\$8,213,950 - NTE	
Contract Term (including Options, if any)	
630 days from NOA	
Option(s) included in Total Amount?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Renewal?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type	
<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type	
<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other: Sole Source	
Funding Source	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION:

LIRR requests MTA Board approval to award a construction services contract to Maracap Construction Industries, Inc. for a not-to-exceed amount of \$8,213,950, for the rehabilitation of the Queens Blvd Bridge (QBB) located in Queens County, New York.

II. DISCUSSION:

The bridge rehabilitation project is part of the Railroad's 2010 to 2014 Capital Program which includes initiatives to bring line structures to a state of good repair. The QBB is in a state of serious deterioration and has the potential to impact both safety and on-time performance if not addressed. Under this procurement, Maracap will perform rehabilitative structural work, removal and replacement of all bridge bearings, concrete and steel column repairs. The work will be done under extensive maintenance and protection of traffic restrictions and requires coordination with LIRR track outages. The Construction work is planned to span a 21-month period.

The base scope of work for the QBB includes removal and replacement of 50 bridge bearings and bearing seats, concrete repairs of abutments and wingwalls, and repair of column C-10 including all maintenance and protection of traffic and Queens Blvd. lane closures required by NYCDOT traffic permit stipulations. In addition to the base scope, the RFP requested prices for three options. The three options covered repair of unsound spalls under the deck, ornamental fascia removals, and partial bridge painting.

In an effort to identify areas of potential cost savings prior to issuing the formal RFP, a separate Request For Expressions of Interest (RFEI) was issued on January 21, 2011. The objective of the RFEI was to obtain input from the contracting community as to perceived areas of construction risk as well as comments on the contract documents themselves. In response, Contractors provided information on means and methods of construction, use of unit cost pricing on selected work elements, and bridge jacking and bridge seat construction details. The information, which

Staff Summary



was incorporated into the final design package, improved the quality of the contract documents and resulted in reduced risk and lower contract prices. Further, the RFEI process for this project was reviewed and received favorable comment from the FTA.

The MTA Board approved the use of the RFP method for this procurement in May 2011. As the first step of the RFP process, proposers were invited to submit expressions of interest and qualifications in response to a public advertisement. Of the fifteen contractors who responded, ten were deemed qualified and invited to submit proposals.

A site tour and pre-proposers' conference was held on July 18, 2011 and attended by ten contractors. Two (2) addenda were subsequently issued. On August 10, 2011, four firms submitted proposals: DeFoe Corp., Maracap Construction; ECCO III; and Unicorn Construction.

On August 16, 2011, a Technical Evaluation Committee (TEC) evaluated the proposals based on the following technical criteria: (a) Technical Approach to implementing the project; (b) Planning and Scheduling Process and Activities; and (c) Experience of Firms and Technical Staff. As a result of this technical evaluation, the top three highest technical ranking firms; DeFoe Corp; Maracap Construction; and ECCO III were invited to discuss their proposals with the TEC. Oral presentations were conducted on September 1-2, 2011, followed by a technical re-evaluation by the TEC, in which cost was factored in to formulate a complete score including both technical and cost criteria of the proposing firms.

Based on the final scores and on the fact that all proposals received were within the LIRR's budget, inclusive of the option work, all three firms were still deemed to be in the competitive range. Maracap Construction initially had the best overall combination score for technical and cost criteria. At the conclusion of this first level of evaluation, NYCDOT issued a final lane closure permit with revised traffic maintenance and protection stipulations, which, aside from possibly changing the pricing of the proposals, would not affect any technical aspects of the technical proposals. Therefore, the LIRR determined that it would be in the best interest of the Railroad to request Best and Final Offers, including the latest NYCDOT stipulation requirements, from all three firms. For the base scope of work only, the following BAFOs were received: DeFoe Corp. \$7,856,428.50, Maracap Construction \$6,788,950, and ECCO III \$12,256,000.

The Department of Program Management reassessed their budget for this project and determined that they have sufficient funds to award all of the options along with the base scope of work. For that reason, and in an effort to receive further cost saving in awarding the entire scope of the project simultaneously, the top two highest ranking firms (DeFoe Corp., and Maracap) were requested to submit a second Best and Final Offer. Thereafter, the following BAFOs based on the entire scope of the project were received: DeFoe Corp \$9,689,198.25, and Maracap Construction \$8,213,950.00. Following the receipt of the second BAFOs, each firm's cost scores were reassessed and factored into the final evaluation, in which Maracap still maintained its rank as the highest scored proposer.

The TEC determined Maracap Construction to be technically superior, citing the following significant advantages of Maracap's proposal over the other three:

- Presented detailed staging plan taking lane closures on Queens Blvd. into account
- Proposed shift work to complete project early
- Presented detailed means and methods to reduce required track outages
- Presented solution to concerns about possible unforeseen site conditions at back wall

Based upon the evaluation process outlined above, it is the LIRR'S recommendation that Maracap Construction Industries, Inc., be awarded this construction services contract for an amount of \$6,788,950.00 for the base work and \$1,425,000 for the additional options for a total contract value of \$8,213,950.00.

Staff Summary



III. D/M/WBE INFORMATION:

This contract has been assigned a 17% DBE goal.

IV. IMPACT ON FUNDING:

This contract is funded by the LIRR 2010-2014 Capital Program.

V. ALTERNATIVES:

LIRR in-house forces are not available to perform the bridge rehabilitative structural work. Hence, the only alternative is to retain a third party contractor to undertake the work. However, LIRR forces will complete safety related concrete removals and complete the waterproofing of the Queens Blvd. Bridge.

OCTOBER 2011

METRO-NORTH RAILROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Majority Vote:

G. Miscellaneous Service Contracts

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

1. Bus Services in MNR Operating Territories

New Contracts	\$4,800,000 (estimated)	<u>Staff Summary Attached</u>
Modification to 2 Existing Contracts	\$1,250,000 (not-to-exceed)	<u>Staff Summary Attached</u>

Metro-North Railroad (MNR) requires emergency (the need for immediate service due to a sudden disruption in scheduled train service) and scheduled (to supplement a planned disruption in scheduled train service as a result of operating and/or capital improvement projects) bus service for transporting railroad passengers and/or crews between stations and various MNR locations.

Metro-North requests approval for three procurement actions: a) award of new, 3-year negotiated agreements starting January 2012 for an estimated \$4.8M to support capital projects and other requirements; b) add \$600K to existing agreements to fund services rendered in the first half of 2011; and c) add \$650K to existing agreements to fund services for the remainder of 2011 (not related to the Irene response). They are:

a.) RFP Process; three proposals received, competitively negotiated three-year agreements with the firms, Peter Pan Bus Lines, Leprechaun Lines and Service Tours. The new agreements provide emergency bus services within defined zones, back-up services for scheduled work and an hourly rate structure based on a four-hour minimum service block as compared to the previous eight-hour service block. MNR will utilize these bus company agreements in conjunction with those agreements in place with MTA Bus and CT Transit to provide emergency and scheduled bus services in the most responsive and cost effective manner.

The Selection Committee evaluated the firms, negotiated cost, and unanimously agreed to retain the three firms based on the criteria established in the RFP which included available bus fleet, response times, 24/7 dispatching centers, pricing, and overall qualifications and reliability to perform the services. Each bus company will be used on an as-needed basis, utilizing an approved, discounted rate schedule within the defined zone(s). The price schedule is fixed for a three-year term and the cost is deemed fair and reasonable for the services to be provided.

By structuring the new private bus service contracts with a 4 hour minimum and an hourly rate per bus, and by expanding competition using defined zones, MNR's implementation of a new process to provide bus services anticipates potential savings of up to 15-20% or \$250-300K per year over the three-year term of the agreements. Best and Final Offers yielded up to 9% reductions in proposed hourly rates.

The total 3-year cost is estimated at \$4.8M. Funding for the new contracts is provided by CDOT, the MNR Operating and Capital Budgets and FTA funds.

b.) The winter of 2010-2011 and extreme weather conditions in early 2011 presented many operational challenges and the need for bus service greatly exceeded estimates. A contract change is requested to add \$600K to fund emergency and scheduled bus services provided by Leprechaun and CT Transit in 2011 to support capital project work including the Danbury Signalization project, and unscheduled bus services related primarily to mechanical failures and storms. Funding is provided by the MNR Operating Budget and by CDOT.

c.) Board approval is also requested to extend the existing agreements by four months and add \$650K to existing agreements to fund anticipated scheduled and emergency work for the remainder of 2011. Funding is provided by the MNR Operating Budget and by CDOT.

Schedules Requiring Majority Vote:

H. Modifications to Personal /Miscellaneous Service Contracts

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

**2. Gannett Fleming Engineers and Architects, PC \$1,250,000 (not-to-exceed) Staff Summary Attached
EIS for Improved Station Access and Parking at North White Plains**

Approval is requested to issue a supplemental agreement to the firm, Gannett Fleming Engineers and Architects, PC (Gannett Fleming), to complete the 30% design of the Improved Station Access and Parking Project at North White Plains, and to provide support during the design-build procurement and construction phases. The total not-to-exceed amount of this supplemental agreement is \$1,250,000 with a forty-two (42) month extension to the contract period of performance.

Through use of the competitive RFP process, the MTA Board previously approved a personal service contract to Gannett Fleming to assist Metro-North and the FTA in performing a NEPA review of the Project, which was conducted as a joint study with the WCDOT. The Contract was MTA Board approved and awarded in the total not-to-exceed amount of \$1,266,503. In addition, an unfunded task to prepare a 30% design which would provide plans and specifications sufficient for the solicitation of a design-build contract for construction was included in the original contract. At the time the initial award to Gannett Fleming was made, MNR anticipated returning to the Board for approval to commence the 30% design. However at that time, the 30% design was unfunded because the cost and time necessary to complete it could not be estimated prior to completion of the NEPA process.

With the NEPA process being concluded on June 30, 2011 by the FTA issuance of a Finding of No Significant Impact (FONSI) on June 30, 2011, MNR proceeded with this award to Gannett Fleming for the 30% design. Use of the design-build approach will expedite the completion of the Project by approximately 6 months and save money when compared to the traditional design-bid-build approach. The reduced design and construction period will result in reduced in-house project management costs.

In a companion Staff Summary Sheet submitted to the October 2011 Board as an Action Item, MNR is requesting approval of funding for the creation of structured parking expansion and improvements at North White Plains Station that will increase railroad ridership, expand parking capacity in a crucial location, improve railroad access, retain existing riders and assist MNR in attaining its strategic goals for increasing ridership and customer satisfaction.

A supplemental agreement for the final Task was negotiated and agreed upon with Gannett Fleming. Gannett Fleming submitted a proposal in the amount of \$1,250,000 as compared to an independent estimate of \$1,325,480. Gannett Fleming's hourly rates are deemed comparable to rates approved for similar services and are fair and reasonable for the level of services to be provided. The total consultant cost for the final Task is not-to-exceed \$1,250,000 for a forty-two (42) month period. Funding is provided by the Federal Congestion Management Air Quality Program,

Staff Summary

Item Number G					
Dept & Dept Head Name: Procurement & Material Management, Anthony J. Bombace, Jr.					
Division & Division Head Name: Sen. VP – Administration, Raymond Burley					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm.Mtg.	10-24-11	X		
2	MTA Board Mtg.	10-26-11	X		
Internal Approvals					
Order	Approval	Order	Approval		
X	President	X	Sr. V.P. Operations		
X	Sr. V.P. Admin.	X	V.P. Planning		
X	V.P. Finance & IT	X	General Counsel		
X	Capital Programs				

SUMMARY INFORMATION	
Vendor Name Various Bus Companies	Contract Number 107
Description Emergency & Programmed Bus Services	
Total Amount \$4,800,000 (estimated)	
Contract Term (including Options, if any) Three Years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION:

To award a 3-year, miscellaneous services contract to retain pre-qualified vendors to furnish Emergency & Programmed Bus Services on an as-needed basis at a total estimated cost of \$4.8M. Metro-North Railroad requires emergency and scheduled bus service for transporting railroad passengers and/or crews between stations and various MNR locations.

II. DISCUSSION AND PROCUREMENT PROCESS:

Metro-North Railroad has evaluated how bus services are provided with the intent of leveraging both public and private resources to achieve better responses within geographic zones, improve communications and contain overall costs. To this end, two Memorandum of Understandings (MOU) have been established with MTA Bus and CT Transit for the provision of programmed bus services. These MOUs will be used in conjunction with a competitive RFP process that will utilize the vendor prequalification approach to support scheduled Capital and operations requirements and unscheduled bus services related to mechanical failures and storms. The primary work requested under this solicitation is emergency busing services which by nature are difficult to predict. Metro-North may also from time to time request confirmation of availability from bus companies who are interested in programmed work. Emergency busing is defined as the need for immediate service due to a sudden disruption in scheduled train service. Scheduled busing is a request for service to supplement a planned disruption in scheduled train service as a result of capital improvement projects.

A comprehensive RFP was advertised in the New York State Contract Reporter, the New York Post, the Daily Challenge, and the Metro-North website in June 2011, and was issued to 23 firms on July 18, 2011. The RFP established minimum vendor requirements and requested supporting information that provided evidence of their capability to meet the requirements on an ongoing basis.

Concurrently, a Selection Committee was formed consisting of representatives from Metro-North's Customer Service Department, Operations Services, Operations Planning, and Procurement Department.

Staff Summary

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

1. Demonstrated understanding of MNRs' operating territory and commitment to responding to emergency requests, including but not limited to facility locations, available bus fleet and qualified operators and 24/7 dispatching center.
2. Confidence level, commitment of relevant resources to MNR's work, including the qualifications of key personnel and reliability to perform the Services.
3. Cost per Hour.

Three proposals were received on August 5, 2011. After considerable internal discussions, site visits to vendor facilities, and vendor negotiations, the Selection Committee unanimously agreed to pre-qualify all three participating firms: Peter Pan Bus Lines, Leprechaun Lines & Service Tours, Inc.

Final Best and Final Offer submissions yielded up to 9% reductions in proposed hourly rates. For instance, Leprechaun reduced their hourly rate for scheduled service from \$101 to \$99; Peter Pan reduced the schedule rate from \$150 to \$139 and emergency from \$175 to \$160; and finally Service Tours reduced their scheduled rate from \$174 to \$150 and emergency from \$174 to \$160. The price schedule is fixed for a three-year term and the cost is deemed fair and reasonable for the services to be provided. By structuring the new private bus service contracts with a 4 hour minimum and an hourly rate per bus, savings are anticipated. A sampling of invoices paid in the previous price structure compared to the rates to be paid in the new structure yield potential savings ranging from 15% to 20% or \$250-300K per year.

The new agreements will provide emergency bus services within defined zones, back-up services for scheduled work and an hourly rate structure based on a four-hour minimum service block as compared to the previous eight-hour service block. MNR will utilize these bus company agreements in conjunction with those agreements in place with MTA Bus and CT Transit to provide emergency and scheduled bus services in the most responsive and cost effective manner.

III. D/M/WBE INFORMATION:

The MTA Department of Diversity and Civil Rights established 0% DBE goals.

IV. IMPACT ON FUNDING:

The total three-year cost is estimated at \$4.8M. Funding is provided by the State of Connecticut, the MNR Operating and Capital Budgets and potential Federal funds.

V. ALTERNATIVES:

For Metro-North to independently contract with individual bus firms would not result in receiving most favorable rates. This prequalification approach significantly lessens the procurement lead time for bus demands, and thus reduces overall cost and response times, while efficiently establishing relationships with bus companies to meet increasing bus service needs.

Schedule H: Modifications to Personal Service and Miscellaneous Service Contracts

Item Number: H

Vendor Name (& Location) Gannett Fleming Engineers and Architects, PC
Description 30% Design for Improved Station Access and Parking at North White Plains
Contract Term (including Options, if any) 7.6 Years
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:
Funding Source <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: Procurement & Material Management, Anthony J. Bombace, Jr.

Contract Number 9438A12042	AWO/Modification # 13
Original Amount:	\$1,266,503
Prior Modifications:	\$1,062,980
Prior Budgetary Increases:	\$ 0
Current Amount:	\$2,329,483
This Request:	\$1,250,000 (not-to-exceed)
% of This Request to Current Amount:	53.7%
% of Modifications (including This Request) to Original Amount:	182.6%

I. Purpose/Recommendation:

Approval is requested to issue a supplemental agreement to the firm, Gannett Fleming Engineers and Architects, PC (Gannett Fleming), to complete the 30% design of the Improved Station Access and Parking Project at North White Plains, and to provide support during the design-build procurement and construction phases. The total not-to-exceed amount of this supplemental agreement is \$1,250,000 with a forty-two (42) month extension to the contract period of performance.

II. Background

MNR and Westchester County Department of Transportation (WCDOT) identified the North White Plains (NWP) Station as requiring access improvements as a means of supporting local transit needs. The station is centrally located within Westchester County with excellent proximity to the highway network. The parking demand assessment for the NWP Station identifies the requirement for additional parking as ridership continues to grow. WCDOT obtained a grant from the Federal Transit Administration (FTA) for the examination of railroad station access improvement projects in Westchester County, and the MTA Board approved the assignment of funds in the following amounts: \$354,000 (MNR's Capital Budget), \$512,503 (Westchester County Grant [NY-03-0231-00]) and \$400,000 (New York Metropolitan Transportation Council's Unified Planning Work Program) for completion of an environmental review pursuant to the National Environmental Policy Act (NEPA).

III. Procurement Process and Request:

Through use of the competitive RFP process, the MTA Board previously approved a personal service contract to Gannett Fleming to assist Metro-North and the FTA in performing a NEPA review of the Project, which was conducted as a joint study with the WCDOT. The Contract was MTA Board approved and awarded in the total not-to-exceed amount of \$1,266,503. In addition, an unfunded task to prepare a 30% design which would provide plans and specifications sufficient for the solicitation of a design-build contract for construction was included in the original contract. At the time the initial award to Gannett Fleming was made, MNR anticipated returning to the Board for approval to commence the 30% design. However at that time, the 30% design was unfunded because the cost and time necessary to complete it could not be estimated prior to completion of the NEPA process.

With the NEPA process being concluded on June 30, 2011 by the FTA issuance of a Finding of No Significant Impact (FONSI) on June 30, 2011, MNR proceeded with this award to Gannett Fleming for the 30% design. Use of the design-build approach will expedite the completion of the Project by approximately 6 months and save money when compared to the traditional design-bid-build approach. The reduced design and construction period will result in reduced in-house project management costs.

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

In a companion Staff Summary Sheet submitted to the October 2011 Board as an Action Item, MNR is requesting approval of funding for the creation of structured parking expansion and improvements at North White Plains Station that will increase railroad ridership, expand parking capacity in a crucial location, improve railroad access, retain existing riders and assist MNR in attaining its strategic goals for increasing ridership and customer satisfaction.

IV. Recommendation and Impact on Funding

A supplemental agreement for the final Task was negotiated and agreed upon with Gannett Fleming. Gannett Fleming submitted a proposal in the amount of \$1,250,000 as compared to an independent estimate of \$1,325,480. Gannett Fleming's hourly rates are deemed comparable to rates approved for similar services and are fair and reasonable for the level of services to be provided. The total consultant cost for the final Task is not-to-exceed \$1,250,000 for a forty-two (42) month period. Funding is provided by the Federal Congestion Management Air Quality Program.

OCTOBER 2011

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote

G. Miscellaneous Service Contracts

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

1. **Henry Brothers Electronics, Inc.** **\$1,242,367** **Staff Summary Attached**
Contract No. PS835

Pursuant to Article IIC of the MTA All-Agency Guidelines for the Procurement of Services, Board approval is requested to award a competitively solicited and negotiated service contract to complete the deployment of the Enterprise Lenel subsystem under the IESS/C3 system Control center in order to gain full functionality of this particular system.

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)

2. **Dragados/Judlau, JV** **\$333,525** **Staff Summary Attached**
Contract No. CM019
Modification No. 42

Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, Board approval is requested to modify the Contract to include the construction of drainage niches in the caverns. This is a scope and budget transfer from future Contract CM012.

3. **Granite-Traylor-Frontier ("GTF"), JV** **\$500,000** **Staff Summary Attached**
Contract No. CQ031
Modification No. 54

Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, Board approval is requested to modify the Contract in order to replenish the contract allowance for Force Account Materials. The Budget for this modification will come from the Project's contingency

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

4. **Perini Corporation** **\$410,586** **Staff Summary Attached**
Contract No. CH053
Modification No. 63

Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, Board approval is requested to ratify a modification to the Contract for the support of two existing catenary poles. Direction was given for the Contractor to proceed with the work to prevent a delay to the TBM tunneling operation under adjacent Contract CQ031. The budget for this modification will come from the Project's contingency and there will be no additional cost to the overall Project's budget

Item Number 1					
Department and Department Head Name: Security Program, Joseph Christen, Vice President					
 Board Reviews					
Order	To	Date	Approval	Info	Other
1	MNR & LIRR Committee	10/24/11	X		
2	Board	10/26/11	X		
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Procurement Officer 	4	Sc Vice President & General Counsel 		
2	Vice President Project Controls 	5	WAB Executive Vice President		
3	Chief Financial Officer 	6	WAB President		

SUMMARY INFORMATION	
Vendor Name Henry Brothers Electronics, Inc.	Contract Number PS835
Description Lenel Enterprise Deployment	
Total Amount \$1,242,367(NTE)	
Contract Term 1 Year	
Option(s) included in Total Amount?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Renewal?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION:

Pursuant to Article IIC of the MTA All-Agency Guidelines for the Procurement of Services, MTACC requests that the Board approve the award of negotiated and competitively solicited miscellaneous service Contract PS835, Lenel Enterprise System Deployment, to Henry Brothers Electronics, Inc. in the amount of \$1,242,367 (\$1,198,766 base and \$43,601 for options) and for a contract duration of 12 months.

II. DISCUSSION:

A design/build contract was awarded to Lockheed Martin ("Lockheed") in August of 2005 to furnish and install an Integrated Electronic Security System (IESS) consisting principally of access control devices, intrusion sensors, and CCTV cameras with recording devices at various high risk facilities. These IESS locations were to be connected to various MTA Agency Command, Communications and Control (C3) centers. The contract was terminated and Lockheed Martin defaulted due to their failure to complete the work.

In an effort to progress the IESS project, MTACC and NYCT Procurement have awarded several contracts. Ultimately, the goal is to establish utility from the work that was not completed by Lockheed. Currently the MTA has an IESS Lenel Enterprise System that is operational, but not fully configured and the MTA requires a firm to complete the configuration. This includes software, installing system components, system integration and final acceptance testing. The Lenel Enterprise System is a proprietary system that requires that the selected firm be a Lenel Value Added Re-seller (VAR). MTAHQ's IT department through the MTA Police Department's Support Unit (PSU) will provide system administration support for the Lenel Enterprise System. Regional system administrators will provide administration support to each agency.

The Request for Proposals was publicly advertised in accordance with Article IV of the MTA All-Agency Guidelines for the Procurement of Services in June 2011. Two firms (2) firms purchased the RFP documents and on August 10, 2011 one firm, Henry Brothers Electronics ("HBE") submitted a proposal. MTACC received a formal written notice from the second firm that they are not interested in submitting a proposal at this time due to their unfamiliarity with the system that was designed and installed under the Lockheed Martin Contract. Based on this the price that they would propose would be very high due to the built in Risk Management factors.

The Selection Committee evaluated the proposal based on the RFP evaluation criteria which included general responsibility to receive contract award and to successfully and faithfully perform the Work; financial stability, Lenel VAR, technical qualifications, and Other Relevant Matters (pertinent items and issues raised after release of the RFP or during negotiations; willingness to agree to MTACC's proposed terms and conditions or to negotiate same in a timeframe consistent with the MTACC's needs; quality and thoroughness of the Technical Proposal and Oral Presentations (if required) including description of work schedule; and overall adherence to the requirements of the RFP in terms of quality and completeness). The Selection Committee found their technical proposal to be acceptable and recommended entering into negotiations.

HBE submitted a cost proposal of \$1,290,279 (\$1,208,332 for base work and \$81,947 for the options). MTACC's cost estimate was \$1,319,500 (\$1,292,000 for the base work and \$27,480 for the options). Negotiations were held and at their conclusion, HBE was requested to submit a Best and Final Offer ("BAFO"). HBE submitted a BAFO that reflected a cost of \$1,242,367 (\$1,198,766 for the base work and \$ 43,601 for the options). A Cost/Price analysis was conducted and while there are some differences between the BAFO and the estimate in the individual line items, it was determined the work was accurately covered at the summary level. Therefore MTACC accepted HBE's BAFO. The negotiated cost of \$1,242,367 reflects a savings of \$47,912 over the original proposed price and is considered to be fair and reasonable as it compares favorably to the estimate.

HBE submitted a Responsibility Questionnaire and responsibility and integrity checks were performed by MTACC Procurement. No SAI within the meaning of the All-Agency Responsibility Guidelines was found. HBE is considered to be financially stable and technically qualified.

III. IMPACT ON FUNDING:

Funding for this Contract is available in the 2000 – 2004 Capital Program for the Security Program.

IV. ALTERNATIVES:

There are no viable alternatives for performing this work at this time seeing there was only one proposer.

Item **2**

Vendor Name (& Location) Dragados/Judlau, JV (Whitestone, NY)
Description Manhattan Structures I
Contract Term (including Options, if any) 4/1/08 – 6/23/12
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
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input checked="" type="checkbox"/> Other
Requesting Dept/Div & Dept/Div Head Name: East Side Access/A. Paskoff, P.E.

Contract Number	AWO/Modification #
CM019	42
Original Amount:	\$ 499,986,538
Prior Modifications:	\$ 18,347,328
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 752,347,328*
This Request	\$ 333,525
% of This Request to Current Amount:	0.04%
% of Modifications (including This Request) to Original Amount:	3.7%

Discussion:

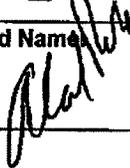
Contract CM019 for the East Side Access Project includes the excavation and lining of four tunnel drives, shafts, escalator wellways, air plenums, cross passages, and caverns mainly under Grand Central Terminal. Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC requests that the Board approve a modification to the Contract for the concurrent construction of drainage niches within the caverns. The niches will run along the bottom perimeter of the caverns to provide drainage relief for the cavern waterproofing system.

Through the course of the Work, it was determined that the excavation of drainage niches could be more economically performed concurrently with the ongoing excavation within the CM019 Caverns rather than in future Contract CM012 as originally planned. It is anticipated that by transferring this scope from CM012, the Project will gain schedule relief and mobilization cost savings.

Dragados/Judlau submitted a proposal for \$401,649 and the MTACC estimate for this work was for \$338,935. Negotiations were held and the parties agreed to a cost of \$333,525 which is considered to be fair and reasonable as it compares favorably to the estimate. The funding for this modification will be transferred from CM012. There is no time impact to this Contract associated with this modification. Please note that the current amount of the Contract includes the exercise of a \$234,013,462 option which was approved by the Board at the time the Board approved the award of the original Contract.

* The current amount includes the exercise of an option for \$234,013,462

Item 3

Vendor Name (& Location) Granite-Traylor-Frontier ("GTF"), Joint Venture (Tarrytown, NY)	
Description Queens Bored Tunnels and Structures	
Contract Term (including Options, if any) 9/28/09 – 4/30/12	
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	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name East Side Access/A. Paskoff, P.E. 	

Contract Number CQ031	AWO/Modification # 54
Original Amount:	\$ 659,200,700.00
Prior Modifications:	\$ 81,340,738.72
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 740,541,438.72
This Request	\$ 500,000.00
% of This Request to Current Amount:	% .07%
% of Modifications (including This Request) to Original Amount:	% 12.42%

Discussion:

The work under the subject contract generally consists of construction of four soft-ground bored tunnels and miscellaneous demolition of surface structures for the East Side Access project. Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC requests that the Board approve a modification to the Contract in order to replenish the allowance for Force Account Materials.

The original Contract contains an allowance for Railroad Force Account Materials. This allowance is for the cost of materials, storage, shipping, and labor, as required by the Construction Manager, to support work operations by Railroad Force Account crews. The allowance has been used on various occasions to procure numerous quantities of signal cable and communications cable for time sensitive utility work, as well as catenary poles, hardware for catenary poles installation and guy anchors which were unable to be obtained expeditiously by Force Account. The allowance of \$500K has been expended. Currently there is a high priority for furnishing miscellaneous material for Amtrak's Signal Stage 2 work. This work will help clear the way along the A Tunnel Alignment to be constructed under this Contract by advancing the signal power relocation which will allow for poles in the way of the tunnel drive to be removed. There may be additional requirements where Force Account work needs to be performed in order to advance the CQ031 Contract. Therefore, MTACC has determined an increase in the allowance of \$500K is required to cover these potential future costs. The Budget for this modification will come from the Project's contingency.

Item 4

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 checked="" type="checkbox"/> No <input type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: East Side Access, A. Paskoff, P.E.	

Contract Number	AWO/Modification #
CH053	63
Original Amount:	\$ 139,280,000
Prior Modifications:	\$ 31,939,022
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 171,219,022
This Request	\$ 410,586
% of This Request to Current Amount:	2.58%
% of Modifications (including This Request) to Original Amount:	26.10%

Discussion:

This Contract is for the construction of various civil infrastructure elements in Harold Interlocking and to expand the existing LIRR/Amtrak to enable mainline track diversions and facilitate the future construction of tunnels for the East Side Access ("ESA") Project. Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC requests that the Board ratify a retroactive modification to modify the support of existing catenary poles B928W and B929W in order to prevent a delay to the TBM tunneling operation under adjacent Contract CQ031.

In anticipation of ground movement during the tunneling operation by the adjacent CQ031 contractor, MTACC determined that two existing catenary poles (B928W and B929W) in the CH053 contract area needed to be supported. In order to prevent a delay to the CQ031 TBM operations which are critical to the overall project schedule, MTACC directed the contractor to immediately furnish and install the protective measures required to brace and support these catenary poles.

The Contractor submitted a proposal in the amount of \$489,388 and the MTACC estimate was \$441,019. Negotiations were held and the parties agreed to a cost of \$410,586 which is considered to be fair and reasonable as it compares favorably to the estimate. Funding for this modification will come from the Contract's contingency. An Errors & Omissions analysis to ascertain whether any of these costs are recoverable from the General Engineering Consultant is being conducted.

OCTOBER 2011

METRO-NORTH RAILROAD

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Schedules Requiring Majority Vote:

K. Completed Emergency Procurement Actions

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

1. a) ECCO III Enterprises, Inc \$280,000 (not-to-exceed)
Equip & Labor for Slope Stabilization at Spuyten Duyvil
- b) Leprechaun Lines - Bus Services \$1,400,000 (not-to-exceed)
- c) Edward Ehbar, Inc. - Rental of Heavy Duty Equipment \$70,000 (not-to-exceed)
- d) Bottini Fuel – ULSD Fuel for Locomotives at Port Jervis Yard \$438,000 (not-to-exceed)
- e) Ben Ciccone, Inc. - Beacon Station Emergency Parking \$625,000 (not-to-exceed)
- f) Various Vendors - 5 agreements: Tilcon New York Inc., Thalle Industries, \$2,750,000 (estimated)
Callahan & Nannini Quarry Products, Stone Industries and Eastern Consolidated
- g) Ben Ciccone, Inc. - Port Jervis Line Site & Emerg. Access Improvements \$600,000 (not-to-exceed)

In the wake of the significant and widespread damage resulting from Tropical Storm Irene throughout MNR's Service Territory, and in accordance with the emergency powers approved by MTA Chairman Walder, expedited procurement actions were initiated in order to provide the recovery and efficient operation of Metro-North services as well as to mitigate further risks to Metro-North's operations. MNR Procurement sought competitive quotes/bids whenever possible. In those cases where the contractors who have contracts in-place with MNR were already mobilized, had equipment readily available, and were able to respond to MNR's requirements immediately, MNR expedited agreements to enable work to begin as soon as possible. Rates and costs were reviewed in accordance with those agreements already in place, and deemed fair and reasonable for the level of equipment and/or services provided. The actions were performed in accordance with PAL 1265-a(4 a) and in conjunction with the MTA All-Agency Procurement Guidelines Art III-A; and are as follows:

a.) ECCO III Enterprises, Inc. - Equipment & Labor for the slope stabilization at Spuyten Duyvil. At Spuyten Duyvil, in the Bronx, a slope failure (slide) occurred on private property adjacent to the Track No. 1 of the Hudson Line, just north of Metro-North's Spuyten Duyvil station. The slope failure mobilized a large volume of soil and debris that slid down the slope, overtopped the MNR retaining wall, burying the wall, adjacent drainage channel and track. Immediately after the storm, on August 29 and 30, the Metro-North Track & Structures Department was able to remove the washed down soil and debris from Track No. 1, clear drainage channels, and remove material up to the face of the MNR retaining wall on the adjoining property which upon completion of this work, the Hudson Line was restored to full service before the morning rush on Tuesday, August 30th. There remained significant soil and debris above and behind the MNR retaining wall on the adjoining property which the Track & Structures Department was not able to remove –approximately 300 cubic yards of material in an irregular mound, 15 feet high, in close proximity to Track 1 of the Hudson Line. The proximity of this mound threatened to impact rail service in the event of another heavy rain storm. Ecco III, currently under contract to MNR on another project located

elsewhere on the Hudson Line was contacted and performed emergency remediation work as follows: further remove loose soil and debris from the adjacent private property, shape the displaced soil into a stable soil berm (removing vegetation as necessary), protect from surface erosion by placing a layer of 12" thick, crushed stone over filter fabric, and implement positive drainage from the area behind the soil pile to prevent further buildup of water. ECCO performed the work on a time and material basis in accordance with the rates as stipulated in the firm's other MNR contract. Work was completed the week of Sept 8.

Additionally, ECCO was asked to provide other pieces of heavy duty, earth-moving equipment that MNR forces would use immediately after the storm at various areas throughout the territory. ECCO had the equipment readily available and the rates paid were in accordance with the rates paid on the contract that ECCO has with MNR as noted above. The total cost for the Spuyten Duyvil work and for the rental of equipment was not-to-exceed \$280,000.

b.) Leprechaun Lines- as a result of the damage to MNR's Port Jervis Line, supplemental bus service was provided by Leprechaun Lines beginning on Aug. 30, 2011. Leprechaun Lines presently has an in-place contract for bus services with MNR, is located local to West of Hudson in Newburgh, and was able to provide the complement of buses required to provide the supplemental, emergency bus services. The total cost for bus services if required to the end of the restoration of West of Hudson service is estimated to be \$1,400,000.

c.) Edward Ehbar, Inc. - rental of 2 hydraulic excavators, a bulldozer and a soil compactor to be used on the West of Hudson Line. The necessary equipment was leased by MNR and is being used by MNR's Track and Structures Dept. to perform the grading, compacting and dispersement of various stone fill used in the West of Hudson reconstruction. Quotes for the rental equipment were sought from 2 vendors and Edward Ehbar provided the lowest rates and had the required equipment readily available. The rental of the equipment is through to the end of the year 2011. The total cost is not-to-exceed \$70,000.

d.) Bottini Fuel - agreement to provide Ultra Low Sulfur Diesel Fuel to the locomotives located at NJT's Port Jervis Yard. Because interim service cannot proceed below Harriman, and thus not reach existing fuel depots in New Jersey, MNR agreed with NJT to accept the expense of having fuel delivered by truck to Port Jervis Yard. Bottini is the NJT contractor that provides fuel at other locations for NJT; the rates to be paid by MNR are in line with those paid by NJT and were deemed acceptable for the direct fueling operation at Port Jervis. The fuel agreement is through to the end of the year 2011. The total cost is not-to-exceed \$438,000.

e.) Ben Ciccone, Inc. -to serve the increased parking demand resulting from West of Hudson commuters utilizing Beacon Station during the disruption of service on the Port Jervis Line, MNR will be increasing the parking capacity (up to 110 parking spaces) at the Beacon Station. An emergency competitive solicitation was sent out to a group of heavy duty and highway contractors who are experienced with paving and asphalt who have worked on MNR territory in the past. Three contractors supplied bids and Ben Ciccone Inc. was the lowest responsive and responsible bidder for the required work at a cost not-to-exceed \$625,000. The construction of the parking spaces is scheduled to be completed by early November.

f.) Various Vendors (4 agreements: Tilcon New York Inc., Thalle Industries, Callahan & Nannini Quarry Products, and Stone Industries) - stone of various types is being used as part of the West of Hudson Reconstruction. MNR Procurement made outreach to various vendors who have the ability and quantities

needed for the Reconstruction. Agreements were executed on a unit price basis for deliveries made to the various access sites as determined by MNR. Competitive rates were received for all agreements and all vendors have the necessary permits, licenses and insurance. The total amount estimated for stone fill is approximately \$2,750,000.

g.) Ben Ciccone, Inc. – as a supplement to and in conjunction with the MNR Track Dept. working on the Port Jervis Line Reconstruction effort, site and access work has been completed utilizing the services of a 3rd party contractor. Ben Ciccone, Inc. a contractor located in Poughkeepsie, NY was engaged by MNR to perform various site and access construction. This work enabled heavy equipment used by the Railroad to gain access to various sites. The work included: clearing, grubbing, grading, minor excavation, stockpiling and movement of stone deliveries and creating access areas to support MNR's Track Dept. Other work included: placing fill/stone, grading and compacting to restore the track embankment sub-grade and ballast. Ben Ciccone is presently working for MNR on another contract and had the required equipment readily available and was able to respond immediately to the emergency condition. The term of the agreement with Ben Ciccone will run until award of the major 3rd party contract for reconstruction of the West of Hudson (scheduled for mid-October).



Bridges and Tunnels

Procurements October 2011

Staff Summary



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

Date: October 7, 2011
Vendor Name:
Contract Number:
Contract Manager Name:
Table of Contents Ref #:

Board Action					
Order	To	Date	Approval	Info	Other
1	President	10/7/11	<i>[Signature]</i>		
2	MTA B&T Committee	10/24/11			
3	MTA Board	10/26/11			

Internal Approvals			
Order	Approval	Order	Approval
	President		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:

<u>Schedules Requiring Majority Vote</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule H	Modifications to Personal/Miscellaneous Service Contracts	1	\$2,000M
	SUBTOTAL	1	\$2,000M

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 H	Modifications to Personal/Miscellaneous Service Contracts	1	\$242M
	SUBTOTAL	1	\$242M

MTA B&T presents the following procurement actions for Ratification:

<u>Schedules Requiring Majority Vote</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule K	Ratification of Completed Procurement Actions (Involving Schedule E-J)	1	\$544M
	SUBTOTAL	1	\$544M
	TOTAL	3	\$2,786M

BUDGET IMPACT:

The purchases/contracts will result in obligating MTA B&T and Capital 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.)

MTA BRIDGES & TUNNELS
TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
OCTOBER 2011

MTA BRIDGES & TUNNELS

Procurements Requiring Majority Vote:

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

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

- | | | | |
|----|--|------------------------|--------------------------------------|
| 1. | City of New York
Contract No. MOU-08-33 | \$ 2,000,000.00 | <u>Staff Summary Attached</u> |
|----|--|------------------------|--------------------------------------|

Increase funding under a personal service contract with the City of New York acting by and through the New York City Police Department to provide Traffic Enforcement Agents to control traffic on City streets adjacent to construction projects for all B&T facilities on an as-needed basis.

Schedule H: Modifications to Personal Service Contracts and Miscellaneous Service Contracts
Item Number: 1 (Final)

Vendor Name (& Location) City of New York, New York, New York	Contract Number MOU-08-33	AWO/Modification #
Description Agreement with the City of New York to Provide Traffic Enforcement Agents for Traffic Control for all Authority Facilities on an As-Needed Basis	Original Amount:	\$1,000,000
Contract Term (including Options, if any) May 22, 2009 – May 21, 2014, Five (5) years	Prior Modifications:	\$0
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Budgetary Increases:	N/A
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	Current Amount:	\$1,000,000
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Memorandum of Understanding	This Request:	\$2,000,000
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	% of This Request to Current Amount:	200%
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.	% of Modifications (including This Request) to Original Amount:	200%

Discussion:

B&T is seeking Board approval under the All Agency Guidelines for Procurement of Services to increase funding under this non-competitive personal service contract with the City of New York (City) acting by and through the New York City Police Department (NYPD), which was awarded in accordance with Public Authorities Law Section 2879(3)(b)(i), to provide Traffic Enforcement Agents (TEAs) to control traffic on City streets adjacent to construction projects for all B&T facilities on an as-needed basis in the amount of \$2,000,000.

B&T requires the services of TEAs to properly maintain the flow of traffic on adjacent City streets on an as-needed basis during construction activities at its facilities. TEAs control traffic and assist motorists to negotiate temporary detours. Through August 2011 TEA service commitments have been made totaling in excess of \$928,000 for construction projects at the Throgs Neck, Verrazano-Narrows and Robert F. Kennedy Bridges and the Queens Midtown Tunnel. The \$2M requested will provide funding through the duration of the contract for ongoing and future capital construction project requirements at the Robert F. Kennedy, Verrazano-Narrows and Bronx-Whitestone Bridges and other major maintenance related work. Consistent with the Procurement Guidelines, this amendment constitutes a substantial change.

Reimbursement to the City shall be based on actual costs incurred. Based on the above, the \$2,000,000 under the prospective amendment is considered fair and reasonable. Funding is available in the Capital Programs 2005 – 2009 under Project TB-23 (\$38,350.63) and 2010 – 2014 under Project AW-85 (\$1,873,576.89) and the Major Maintenance Budget under Project GFM-480 (\$88,072.48).

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
OCTOBER 2011

MTA BRIDGES & TUNNELS

Procurements Requiring Majority Vote:

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

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

1. **Parsons Transportation Group of New York \$ 242,000.00 Staff Summary Attached**
Contract No. PSC-03-2689

Additional design services for Project VN-80, Level Deck Rehabilitation of the Suspended Spans at the Verrazano-Narrows Bridge.

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

01 of 2

Item 1 (Final)

Vendor Name (& Location) Parsons Transportation Group of New York, New York, NY	Contract Number PSC-03-2689	AWO/Modification #
Description Design and Design Services During Construction for Project VN-80, Level Deck Rehabilitation of the Suspended Spans at the Verrazano-Narrows Bridge	Original Amount:	\$971,618
Contract Term (including Options, if any) December 30, 2003 – December 29, 2011	Prior Modifications:	\$10,556,447.72
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Budgetary Increases:	N/A
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount:	\$11,528,065.72
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	This Request:	\$242,000.00
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	% of This Request to Current Amount:	2.1%
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joseph Keane, Chief Engineer	% of Modifications (including This Request) to Original Amount:	1111%

Discussion:

B&T is seeking Board approval under the All Agency Guidelines for Procurement of Services to amend PSC-03-2689 with Parsons Transportation Group of NY, Inc. (PTG) for additional services in the amount of \$242,000. The contract will be extended through November 30, 2012.

Previously Approved:

The Contract was planned and structured as a phased contract so that each design phase of Project VN-80 would proceed after the best course of action had been determined. The Contract is divided into three phases: Phase A - Investigation and Design Brief; Phase B - Final Design; and Phase C - Design Support Services During Construction. Initially, only Phase A was negotiated and awarded in an amount of \$971,618 pursuant to Board approval in December 2003. Three amendments totaling \$105,480.53 were subsequently issued in 2005. When it was determined that the upper level deck be replaced and an orthotropic or concrete grid deck be incorporated in the final design under Phase B, which includes Projects VN-80A (utilities relocation for the upper roadway replacement) and VN-80B (replacement of the upper level deck), Board approval was obtained in November 2005 to amend the contract in the negotiated amount of \$8,485,205.09. In February 2007 the Board approved an amendment for a prototype orthotropic panel to be fabricated and tested for \$337,882.81 increasing the Board approved amount to \$9,900,186.43. The most recent Board approved amendment in November 2008 included additional design support services during construction in the amount of \$1,145,887.80. Subsequent amendments totaling \$221,671.49 resulted in a revised contract amount of \$11,528,065.72. The contract currently extends through December 29, 2011.

Current Request for Board Approval:

PTG will undertake a wind study of the VNB and perform various conceptual design investigations that will be tested in a wind tunnel. The conceptual designs to be tested are as follows: i) aerodynamic redesign of concrete barriers to an open steel barrier type; ii) structural improvements to the bridge's torsional stiffness via structural analysis and design of new lateral trusses on the upper and lower levels; and iii) verify demolition shielding aerodynamic properties by wind testing a sectional model of the existing bridge with such demolition shielding to validate its stability during construction. Consistent with the Procurement Guidelines this amendment in an amount of \$242,000 together with the previous amendments (\$221,671.49) constitutes a substantial change.

PTG proposed an amount of \$249,991.26. The Engineer's estimate is in the amount of \$242,000. During negotiations the scope of work and proposals were reviewed resulting in a reduction in the proposed cost to \$242,000. The negotiated amount is 3.3% below PTG's proposal and is considered fair and reasonable. Verbal authorization was given by B&T to the consultant to proceed in the amount of \$75,000 on October 5th. Funding for this amendment is available in the 2005 - 2009 Capital Program under Project VN-80.

LIST OF RATIFICATIONS FOR BOARD APPROVAL
OCTOBER 2011

MTA BRIDGES & TUNNELS

Procurements Requiring Majority Vote:

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

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

Conti of New York, LLC	\$ 543,875.00	<u>Staff Summary Attached</u>
Contract No. BW-89		

Additional work and utilize the contractor's Value Engineering proposal under Contract BW-89 Replacement of the Bronx Approach and Miscellaneous Repairs to the Queens Approach at the Bronx-Whitestone Bridge.

Schedule K: Ratification of Completed Procurement Actions (Involving Schedules E Through J)
Item Number: 1 (Final)

Vendor Name (& Location) Conti of New York, LLC, Edison, New Jersey	Contract Number BW-89	AWO/Modification #
Description Replacement of the Bronx Approach and Miscellaneous Repairs to the Queens Approach at the Bronx-Whitestone Bridge	Original Amount:	\$192,777,291.00
Contract Term (including Options, if any) October 23, 2008 – October 22, 2012	Prior Modifications:	\$13,230,784.45
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Budgetary Increases:	N/A
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount:	\$206,008,075.45
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:	This Request:	\$543,875.00
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	% of This Request to Current Amount:	0.3%
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.	% of Modifications (including This Request) to Original Amount:	7.1%

Discussion:

B&T is seeking the Board's ratification under the All-Agency Procurement Guidelines for an amendment to the Contract for Conti of New York, LLC, (Conti) to (i) perform full depth concrete replacement at several locations throughout the toll plaza and lanes and (ii) implement the contractor's Value Engineering proposal in accordance with the Contract and utilize cast-in place concrete in lieu of specified pre-cast concrete roadway slabs in the toll plaza south of the toll lanes in the negotiated net amount totaling \$543,875. On October 4, 2011 B&T authorized Conti to proceed with the Work.

(i) Condition inspections throughout the toll plaza identified 25 locations which require full depth (10") concrete replacement in the toll lanes to ensure the structural integrity of the toll plaza roadway, the safety of motorists and B&T personnel. The repairs will be performed over a 6 to 8 week period and will be completed prior to Thanksgiving. Completing these repairs now will minimize future as-needed roadway repairs with its associated traffic disruptions and costs during the winter season. Conti submitted a proposal in the amount of \$813,352. The Engineer's estimate is \$752,360. Negotiations resulted in B&T and Conti agreeing to a lump sum amount totaling \$775,000, which is 3% above the estimate and is fair and reasonable.

(ii) B&T is utilizing the Value Engineering (VE) provision of the Contract, whereby B&T implements lower cost construction alternatives by encouraging the contractor to use its ingenuity and experience. The resultant savings are shared equally between B&T and the contractor. Conti proposed to use cast-in-place (CIP) concrete in lieu of the originally specified pre-cast concrete slabs for two roadway areas south of the toll plaza. The Pre-Cast Paving item is deleted in the amount of \$1,053,500. Conti's proposal for the CIP placement including demolition is in the amount of \$623,500. B&T and Conti agreed to the negotiated amount of \$591,250, which is 4.4% below the Engineer's estimate of \$618,681 and is fair and reasonable. The resultant overall cost is \$462,250 less than the original Pre-Cast Paving item, of which 50% (\$231,125) shall revert to B&T in accordance with the VE provision.

The total price for these items is \$543,875. Funding is available in the Major Maintenance budget in the amount of \$775,000 and in the 2005-2009 Capital Program charged to Project BW-89 in the credit amount totaling (\$231,125).