



Metropolitan Transportation Authority

November 2012

MTA Board Action Items



**MEETING AGENDA
METROPOLITAN TRANSPORTATION AUTHORITY BOARD
November 28, 2012 9:30 a.m.**

347 Madison Avenue
Fifth Floor Board Room
New York, NY

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

9. EXECUTIVE SESSION

Date of next MTA Board meeting: Wednesday, December 19, 2012 at 9:30 a.m.

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

**Thursday, September 27, 2012
9:30 a.m.**

The following members were present:

**Hon. Joseph J. Lhota, Chairman and CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. Jonathan A. Ballan
Hon. Robert C. Bickford
Hon. Allen P. Cappelli
Hon. Fernando Ferrer
Hon. Ira R. Greenberg
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. David A. Paterson
Hon. James L. Sedore, Jr.
Hon. Carl V. Wortendyke**

The following members were absent:

**Hon. John H. Banks, III
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Ed Watt**

Nuria Fernandez, Chief Operating Officer, Catherine Rinaldi, Chief of Staff, James B. Henly, MTA General Counsel, Stephen J. Morello, Counselor to the Chairman, Board Member Andrew Albert, Board Member James Blair, Board Member Norman Brown, Board Member Vincent Tessitore, Thomas Prendergast, President, NYCTA, Helena Williams, President, Long Island Railroad, Howard Permut, President, Metro-North Rail Road, James Ferrara, President, TBTA, Darryl Irick, President, MTA Bus Company, and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

Member Fernando Ferrer was not present for the vote on items # 3-5 of the agenda listed below.
Member Andrew Saul was not present for the vote on items #6-7 of the agenda listed below.
Member Charles Moerdler was not present for the vote on item #7 of the agenda listed below.

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

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

1. **PUBLIC SPEAKERS.** There were twelve (12) public speakers. The following speakers addressed matters relating to the MTA. Refer to the video recording of the meeting produced by the MTA and maintained in MTA records, and to the other agencies' minutes of this date, for the content of other speakers' statements.

Michael D.D. White, Noticing New York
Tony Murphy, People Power Assembly
Judith Ackerman, Women in Black
Caleb Maupin, Workers World Party
Anna Cole, Occupy Wall Street
Sara Flounders, International Action Center
Seth Rosenberg, TWU Local 100
Michael Stewart, United New York
John Dennie, Occupy Wall Street
Pamela Geller, American Freedom Defense Initiative

2. **CHAIRMAN'S REMARKS.**

Chairman Lhota noted that MTA is appealing a ruling made by a Nassau County Supreme Court judge last month that held the Payroll Mobility Tax was unconstitutional. The Chairman stated that if the ruling were upheld, without these State revenues to support public transportation MTA would be forced to implement substantial service reductions and fare increases. Chairman Lhota acknowledged the work begun by former Chairman Walder and the Board to streamline the MTA, which has resulted in lower discretionary spending this year as compared to last year, and vowed to continue this effort.

3. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the regular Board meeting held on July 25, 2012.

4. **COMMITTEE ON FINANCE.**

- A. **Action Items.** Upon motion duly made and seconded, the Board approved the following action items, described in further detail in the staff summaries and documentation filed with the meeting materials. Board member Ballan recused himself

from the vote on the Remarketing Agent Approval item described in paragraph 2 below.

1. Increase in Fuel Price Agreement Capacity. Authorized the Chairman and Chief Executive Officer, the Vice Chairman, the Chief Financial Officer, the Director of Finance, or their designee(s) to competitively bid or negotiate future fuel price agreements with creditworthy counterparties to hedge up to \$200 million notional value of the future price of fuel.
 2. Remarketing Agent Approval. Approved the appointment of PNC Capital Markets LLC as an eligible variable-rate remarketing agent.
 3. Open Market Purchase of MTA, TBTA, DTF Bonds and Two Broadway Certificates of Participation ("COP"). Authorized the MTA Chief Financial Officer, Director, Finance or Treasurer to purchase MTA Transportation Revenue Bonds, Dedicated Tax Fund Bonds, TBTA General Revenue Bonds, TBTA Subordinate Revenue Bonds and 2 Broadway Certificates of Participation in unsolicited transactions in the open market, in an amount not to exceed \$25 million and at prices not to exceed 100% plus accrued interest.
 4. Federal Grants Authorization. Authorized the Chairman and Chief Executive Officer, or any of his designees, to file for and accept Federal capital assistance for FFY 2012 and 2013 in accordance with the Resolution and related materials filed with the meeting materials.
 5. 2010-14 Capital Program Owner Controlled Insurance Program ("OCIP"). Authorized MTA Risk Insurance Management ("RIM") to: (i) permit Willis of New York to place the primary OCIP policies with ACE American Insurance Company; (ii) permit Willis of London to place the OCIP excess liability insurance policies with a consortium of underwriters led by Aspen London; (iii) permit Willis of New York to place an OCIP Railroad Protective Liability policy and Marsh to place a OCIP Builders Risk policy with insurers to be determined by MTA RIM, within the budget constraints set forth in the staff summary. Authorized First Mutual Transportation Assurance Company to (i) manage the safety, claims and administrative expenses of the OCIP program, and (ii) enter into a trust agreement with ACE American Insurance to collateralize agency obligations under the primary OCIP policies.
- B. Procurement Items.** Upon motion duly made and seconded, the Board approved the following procurement items, described in further detail in the staff summaries and documentation filed with the meeting materials.
1. MBF Crates – Supply and Deliver of Dog Food for MTA Police Department – No. 12028-0100. Approved the award of a competitively negotiated contract to supply and deliver as needed dog food for the canines of the MTA Police Department-Canine Unit.

2. Medical Doctors to Represent MTA on the Medical Board of the MTA Defined Benefit Pension Plan – Nos. 12115-0100 to 0200. Approved the award of competitively negotiated contracts with Dr. John Clarke, M.D. and Dr. Joseph Bottner, M.D. to perform, on an as needed basis, consulting services as medical physicians for the MTA Defined Pension Plan for a four-year period beginning October 1, 2012.
3. Various Contractors – As-Needed Moving Services for MTAHQ, MNR and NYCTA – Nos. 12062-0100 thru -0700. Approved competitively negotiated contracts with Traffic Moving Systems, Inc., Smart Moving & Storage, Inc., Dahill Moving & Storage Co., Inc., CRS-Corporate Relocation Systems, Inc., Central Moving & Storage Co., Inc., Advance Relocation & Storage, Inc., and Eagle Transfer Corp. to provide: (i) moving services to relocate MTAHQ (to 2 Broadway/MTAPD to undecided locations) and Metro-North Rail Road (to a Midtown location) for a not-to-exceed amount of \$1.2 million with a contingency of \$250,000 for a total, not-to-exceed amount of \$1,450,000; and (ii) on-call building/office moving services to NYCTA for a not-to-exceed amount of \$1.4 million for a twenty-four month period from January 7, 2013 to January 6, 2015, with an option to renew for one additional year, at the sole discretion of the MTA.
4. Risk Sciences Group – License, Maintenance and Consulting Services of Proprietary Claims Administration Systems and Risk Management Information System (“RMIS”) – Nos. 24702-0-2 and 24702-0-1. Approved the amendment of two multi-agency proprietary contracts with contractor to implement the upgrade of software licenses to the RSG Dmitri Suite and extend maintenance in support of the operating agencies’ Claims Administration Systems and RMIS; and extend as-needed consulting services by a five-year period for a combined total not-to-exceed amount of \$2,749,368.
5. I/O Solutions, Inc. – Entry-Level Police Officer Examinations – No. 12140-0100. Approved ratification of a competitively negotiated contract with I/O Solutions to supply, deliver and score examination materials for entry-level police officer examinations for the MTA Police Department.

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

New York City Transit Authority

1. Acquisition of 30, 32, 34 Fanchon Place (Block 03482, Lots 16, 17, & 19), East New York, Brooklyn, N.Y.

Metro-North Railroad

2. Lease amendment with New Haven Parking Authority for continued use of office space at Union Station, New Haven, CT.
3. License agreement with Highland Sand & Gravel, Inc. for reciprocal pedestrian and vehicular ingress and egress at Highland Mills (adjacent to New York State Highway Route 32 and Metro-North's Port Jervis Line), Highland Mills, N.Y.

MTA Capital Construction

4. Acquisition, by negotiated agreement or condemnation, of additional temporary construction easements in portions of the residential condominium building, with ground floor retail, at 301 East 69th Street (Block 1444, Lot 1) located on the east side of Second Avenue, between 69th and 70th Streets, Manhattan, N.Y.

5. COMMITTEE ON CORPORATE GOVERNANCE.

Following a discussion by the Board members, and upon motion duly made and seconded, the Board approved a Resolution adopting amendments to the MTA and agency by-laws, MTA governance guidelines and to various committee charters, as described in further detail in the staff summary and documentation filed with the meeting materials and also approved the rescission of the charters of the Bus and Security Committees, all such actions to go into effect as of January 1, 2013. Board member Moerdler voted in opposition. The details of the Board Members' comments are included in the video recording of the meeting produced by the MTA and maintained in the MTA records. The amendments are set forth in attachments to the Resolution and are summarized as follows:

- (i) Amendments to the MTA and agency by-laws, governance guidelines and Committee charters to provide that the respective Boards and Committees shall meet at least eight times per year and to the by-laws to permit meetings by videoconference;
- (ii) Amendments to the MTA governance guidelines to also reflect (a) the merger of functions of the Committee of Operations of the Bus Division of New York City Transit Authority, MTA Bus Company, Metropolitan Suburban Bus Authority and Manhattan and Bronx Surface Transit Operating Authority ("Bus Committee") into the Committee on the Operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, and the Staten Island Rapid Transit Operating Authority, and (b) the re-assignment of the functions of the Security Committee to the Capital Program Oversight Committee and the agency operating committees;
- (iii) Amendments to the New York City Transit Committee Charter to incorporate the key responsibilities contained in the Bus Committee Charter and to add responsibility for oversight over security issues; and

- (iv) Amendments to the following Committee Charters to add responsibility or oversight over security issues: Committee on Operations of the Long Island Rail Road and the Metropolitan Suburban Bus Authority; Committee on Operations of the Metro-North Commuter Railroad; Committee on Operations of the Triborough Bridge and Tunnel Authority; and Capital Program Oversight Committee.
6. **EXECUTIVE SESSION.** Upon motion duly made and seconded, the Board voted to convene an executive session to consider matters concerning collective bargaining negotiations and pending litigation. Upon motion duly made and seconded, the Board approved the collective bargaining agreement between MTA Long Island Bus Able-Ride Paratransit Operations and the Transport Workers Union, Local 252, covering the period from April 16, 2010 to December 31, 2011. Upon motion duly made and seconded, the Board reconvened in public session.
7. **ADVERTISING.** By motion duly made and seconded, the Board unanimously approved a Resolution adopting revisions to the MTA Advertising Standards. Copies of the Resolution and the Revised MTA Advertising Standards are filed with the records of the meeting.
8. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting at 12:05 p.m.

Respectively submitted,

Victoria Clement
Assistant Secretary

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

Wednesday, September 27, 2012
9:30 a.m.

The following members were present:

Hon. Joseph J. Lhota, Chairman and CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. Jonathan A. Ballan
Hon. Robert C. Bickford
Hon. Allen P. Cappelli
Hon. Fernando Ferrer
Hon. Ira R. Greenberg
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. David A. Paterson
Hon. James L. Sedore, Jr.
Hon. Carl V. Wortendyke

The following members were absent:

Hon. John H. Banks, III
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Ed Watt

Nuria Fernandez, Chief Operating Officer, Catherine Rinaldi, Chief of Staff, James B. Henly, MTA General Counsel, Stephen J. Morello, Counselor to the Chairman, Board Member Andrew Albert, Board Member James Blair, Board Member Norman Brown, Board Member Vincent Tessitore, Thomas Prendergast, President, NYCTA, Helena Williams, President, Long Island Rail Road, Howard Permut, President, Metro-North Rail Road, James Ferrara, President, TBTA, Darryl Irick, President, MTA Bus Company, and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

1. CHAIRMAN LHOTA CALLED THE MEETING TO ORDER

2. PUBLIC COMMENT PERIOD

Twelve (12) public speakers addressed NYC Transit/MTA Bus issues.

Michael D.D. White, Noticing New York, urged the Board to cut back on corporate advertising.

Michelle Kaplan discussed issues with the gaps on subway platforms with respect to wheelchair users.

Tony Murphy, People Power Assembly, protested the placement of certain advertising on the transit system.

Judith Ackerman expressed her opinion that proposed advertising on the system is inappropriate and inflammatory.

Caleb Maupin opposed fare increases and the acceptance of a particular advertisement by the MTA.

Anna Cole, Occupy Wall Street, opposed proposed advertising on the system and also spoke against the implementation of fare increases.

Sara Flounders, International Action Center, argued against the placement of certain advertisements in the transit system.

Seth Rosenberg, TWU Local 100, asked the Board not to place a particular advertisement in the transit system.

Michael Stewart, United New York, urged the Board to take immediate action to stem the flow of dollars into big banks.

John Dennie, Occupy Wall Street, opposed proposed advertising on the transit system.

Robert Cohen discussed various issues he had with specific bus and subway services.

Pamela Geller, American Freedom Defense Initiative, urged the Board to place her proposed advertisement on the transit system.

3. CHAIRMAN LHOTA'S COMMENTS

Details of Chairman Lhota'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 25, 2012.

5. COMMITTEE ON FINANCE

Real Estate Action Item(s):

MTA New York City Transit: Upon motion duly made and seconded, the Board voted to approve the acquisition of 30-34 Fanchon Place (Block 3482, Lots 16, 17, and 19), Brooklyn, New York on behalf of NYCT Department of Buses and MTA Bus.

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

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

Action Item(s):

Portal and tunnel repairs on the Broadway – 7th Avenue Line: Upon motion duly made and seconded, the Board approved the addition of a new structural repair project to the Capital Program, which includes structural work along the Broadway – 7th Avenue line (“1 Train” service) in upper Manhattan.

Installation of Help Points and Passenger Station Local Area Network (PSLAN): Upon motion duly made and seconded, the Board approved the addition of two new projects to the 2010-2014 Capital Program: (1) To install Help Points in selected subway stations; and (2) to install PSLAN infrastructure in selected subway stations, which will support the rollouts both of Help Points and the New Fare Payment System.

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.

Procurements:

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

Competitive Procurements: Upon motion duly made and seconded, the Board approved the competitive procurements requiring 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.

Procurement Ratifications: Upon motion duly made and seconded, the Board approved the ratifications requiring a two-thirds vote (Schedule D in the Agenda) and 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. COMMITTEE ON CORPORATE GOVERNANCE

Action Item(s):

Changes in Board Meeting Schedule and Committee Structure: Upon motion duly made and seconded, the Board approved a resolution authorizing amendments to the MTA and agency by-laws, committee charters and governance guidelines to reflect changes to the scheduling of Board and Committee meetings and to the structure of certain Board Committees. Member Moerdler voted against the resolution.

8. EXECUTIVE SESSION

Upon motion duly made and seconded, the Board voted to convene an executive session pursuant to New York State Public Officers Law §105(1)(d) and (e) to discuss matters relating to pending litigation and collective bargaining negotiations. Upon motion duly made and seconded, the Board reconvened in public session.

9. ADVERTISING.

By motion duly made and seconded, the Board unanimously approved a Resolution adopting revisions to the MTA Advertising Standards. Copies of the Resolution and the Revised MTA Advertising Standards are filed with the records of the meeting. Board members Andrew Saul and Charles Moerdler were absent for this vote.

10. ADJOURNMENT

Upon motion duly made and seconded the meeting was adjourned at 12:05 p.m.

Respectfully submitted,


Mariel A. Thompson
Assistant Secretary

Minutes of the Regular Meeting
Metro-North Commuter Railroad Company
Thursday, September 27, 2012
9:30 a.m.

The following members were present:

Hon. Joseph J. Lhota, Chairman and CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. Jonathan A. Ballan
Hon. Robert C. Bickford
Hon. Allen P. Cappelli
Hon. Fernando Ferrer
Hon. Ira R. Greenberg
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. David A. Paterson
Hon. James L. Sedore, Jr.
Hon. Carl V. Wortendyke

The following members were absent:

Hon. John H. Banks, III
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Ed Watt

Nuria Fernandez, Chief Operating Officer, Catherine Rinaldi, Chief of Staff, James B. Henly, MTA General Counsel, Stephen J. Morello, Counselor to the Chairman, Board Member Andrew Albert, Board Member James Blair, Board Member Norman Brown, Board Member Vincent Tessitore, Thomas Prendergast, President, NYCTA, Helena Williams, President, Long Island Railroad, Howard Permut, President, Metro-North Rail Road, James Ferrara, President, TBTA, Darryl Irick, President, MTA Bus Company, and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting. Board Member Ferrer was not present for items 4 through 8 of the agenda listed below.

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

1. Chairman Lhota called the meeting to order.

2. Public Speakers:

There were twelve public speakers.

The public speakers did not discuss items specific to Metro-North. Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, and to the other agencies' minutes of this date, for the content of the speakers' statements.

3. Chairman's Opening Remarks:

Chairman Lhota discussed the Nassau County Supreme Court decision ruling that the payroll surcharge tax is not constitutional. The decision is being appealed. Chairman Lhota noted that the decision, if upheld, would lead to service cuts and fare increases. He noted that, in 2012, discretionary spending decreased from 2011 as a result of cost containing measures and efficiencies which will continue in 2013. He stated that a new, sustainable, financial model is needed for the MTA.

4. Approval of Minutes

Upon motion duly made and seconded, the minutes of the Regular Board Meeting of July 25, 2012 were unanimously approved.

5. Committee on Finance Committee:

Action Items

Upon motion duly made and seconded, the Board approved the Action Items recommended to it by the Committee on Finance, including but not limited to, authorization to file for and accept federal grants and approval of items necessary to finalize the procurement of an Owner Controlled Insurance Program for projects within the 2010-2014 Capital Program.

MTA Headquarter Procurements

Upon motion duly made and seconded, the Board approved MTA Headquarter procurements recommended to it by the Committee on Finance. Among the items approved are two competitive procurements requiring majority vote to award (1) seven multi-agency, competitively negotiated, miscellaneous service contracts to provide as-needed moving services and (2) the amendment of two multi-agency proprietary contracts with Risk Sciences Group, Inc. to (i) implement the upgrade of software licenses to the RSG Dmitri Suite and extend maintenance in support of the agencies' Claims Administration Systems and Risk Management Information System and (ii) extend the contract for as-needed consulting services.

Real Estate Items:

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

- Lease amendment with New Haven Parking Authority at Union Station for continued use of office space by Connecticut Department of Transportation.
- License agreement with Highland Sand & Gravel, Inc. for reciprocal pedestrian and vehicular ingress and egress at Highland Mills, New York, adjacent to New York State Highway Route 32 and Metro-North's Port Jervis Line.

Staff summaries and reports setting forth the details of the above items are filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

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

Long Island Railroad

Upon motion duly made and seconded, the Board approved Long Island Rail Road procurements recommended to it by the Committee on Metro-North Railroad and Long Island Rail Road Operations. There were three procurements approved on behalf of Long Island Rail Road and Metro-North. The items are as follows: (1) a five year competitively solicited contract with NCO Financial Systems, Inc. for debt collection services; (2) a three year non-competitive purchase contract with Nordco, Inc. for replacement parts for Nordco and Pyke track equipment; and (3) a non-competitive three year purchase contract with Daktronics, Inc. for visual message dissemination equipment. Details of the above items are set forth in the minutes of the Long Island Rail Road held this day and the staff summaries and other materials filed with the records of this meeting.

MTA Metro-North Railroad

Upon motion duly made and seconded, the Board unanimously approved the following procurements recommended to it by the Committee on Metro-North Railroad and Long Island Rail Road Operations.

Approval to use the RFP process to solicit and evaluate proposals from prospective railcar remanufacturers to overhaul six GP35 Locomotives and one GP8 Locomotive. The Locomotives are used for work trains, yard movements and service protection.

Competitively solicited, miscellaneous service contracts for preventative maintenance and repair services for (1) sweepers and scrubbers in various Metro-North maintenance facilities and (2) HVAC and heater units at various facilities in Stamford and New Haven.

A competitively solicited, miscellaneous service contract with Simpson Gumpertz & Heger Associates, Inc., P.C. for metallurgical and structural testing. This is a joint procurement led by Metro-North with New York City Transit. This is highly specialized work for testing on wheels, mechanical or structural components, railcar axles, railcar truck frames and locomotive or passenger car operational dynamics. This contract will be used on an as-needed basis for both Metro-North and New York City Transit.

A competitively solicited, 5 year miscellaneous contract awarded to 3 firms (Mitsubishi Electric Power Products Inc., Ram Industrial Svce. and Walco Electric Co.) to provide for the pick-up, overhaul and/or repair and delivery of AC- powered traction motors used on Metro-North's M-7 railcar fleet. These agreements are required to maintain Metro-North's M-7 fleet's long-term operation: the services include an OEM-specified ten (10) year basic overhaul, a complete overhaul, if required, and the repair, recondition, and rebuild of motor assemblies, if required.

A modification to a personal/miscellaneous service contract with PB Americas, Inc. needed to address scope changes to the Penn Station Access Study. The changes include: (1) performing necessary operations analysis at interlockings at New Rochelle, Stamford and Spuyten Duyvil; (2) developing a newly proposed station on the Hell Gate Line at Morris Park to a conceptual level and assess related costs and environmental impacts; (3) performing additional engineering work for a potential upper west side station at a location on the Empire Line between W. 54 St. and W. 57th St. to determine if it is a viable site; (4) improvements to the Hell Gate Line that may be necessary as the result of the Penn Station Operations Study and (5) update some environmental information and analysis to conform with federal requirements.

A modification to a miscellaneous service contract with North American Specialty Glass, Inc. to request additional funding needed for the purchase of M-7 window assemblies and window components. Funding was exhausted due to unanticipated high replacement of M-7 window assemblies as the result of storm-related damage caused by downed trees.

Details of the above items are set forth in the staff summaries and other materials filed with the records of this meeting.

7. Committee on Corporate Governance:

Following a discussion by the Board members, and upon motion duly made and seconded, the Board approved amendments to the MTA and agency by-laws, committee charters and governance guidelines to reflect changes to the scheduling of Board and Committee meetings and to the structure of certain Board Committees. All of the amendments are effective as of January 1, 2013. The details of the amendments are described in further detail in the staff summary and documentation filed with the minutes of the Metropolitan Transportation Authority held this day. Board member Moerdler voted in opposition. The details of the Board Members' comments are included in the video recording of the meeting produced by the MTA and maintained in the MTA records. The amendments that pertain to Metro-North are as follows.

- Amendments to the MTA and agency by-laws, governance guidelines and Committee charters to provide that the respective Boards and Committees shall meet at least eight times per year and to permit meetings by videoconference;
- Amendments to the MTA and agency governance guidelines to reflect (a) the merger of functions of the Committee of Operations of the Bus Division of New York City Transit Authority, MTA Bus Company, Metropolitan Suburban Bus Authority and Manhattan and Bronx Surface Transit Operating Authority ("Bus Committee") into

the Committee on the Operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, and the Staten Island Rapid Transit Operating Authority, and (b) the re-assignment of the functions of the Security Committee to the Capital Program Oversight Committee and the agency operating committees; and

- Amendments to the following Committee Charters to add responsibility or oversight over security issues: Committee on Operations of the Long Island Rail Road and the Metropolitan Suburban Bus Authority; Committee on Operations of the Metro-North Commuter Railroad; Committee on Operations of the Triborough Bridge and Tunnel Authority; and Capital Program Oversight Committee.

8. Executive Session:

Upon motion duly made and seconded, the Board unanimously voted to convene in Executive Session to consider matters concerning collective bargaining negotiations and pending litigation. Upon motion duly made and seconded, the Board unanimously voted to re-convene in Public Session.

9. Advertising:

By motion duly made and seconded, the Board unanimously approved a resolution adopting revisions to the MTA Advertising Standards. Copies of the resolution and the revised MTA Advertising Standards are filed with the minutes of the Metropolitan Transportation Authority held this day. Board Members Saul and Moerdler were not present for the vote.

10. Adjournment:

Upon a motion duly made and seconded, the members of the Board present voted to adjourn the meeting at 12:05 p.m.

Respectfully submitted,



Linda Montanino
Assistant Secretary

Minutes of the Regular Meeting
Long Island Rail Road Company
Thursday, September 27, 2012
9:30 a.m.

The following members were present:

Hon. Joseph J. Lhota, Chairman and CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. Jonathan A. Ballan
Hon. Robert C. Bickford
Hon. Allen P. Cappelli
Hon. Fernando Ferrer
Hon. Ira R. Greenberg
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. David A. Paterson
Hon. James L. Sedore, Jr.
Hon. Carl V. Wortendyke

The following members were absent:

Hon. John H. Banks, III
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Ed Watt

Nuria Fernandez, Chief Operating Officer, Catherine Rinaldi, Chief of Staff, James B. Henly, MTA General Counsel, Stephen J. Morello, Counselor to the Chairman, Board Member Andrew Albert, Board Member James Blair, Board Member Norman Brown, Board Member Vincent Tessitore, Thomas Prendergast, President, NYCTA, Helena Williams, President, Long Island Railroad, Howard Permut, President, Metro-North Rail Road, James Ferrara, President, TBTA, Darryl Irick, President, MTA Bus Company, and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting. Board Member Ferrer was not present for items 4 through 8 of the agenda listed below.

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

1. Chairman Lhota called the meeting to order.
2. **Public Speakers:**

There were twelve public speakers.

The public speakers did not discuss items specific to LIRR. Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, and to the other agencies' minutes of this date, for the content of the speakers' statements.

3. **Chairman's Opening Remarks:**

Chairman Lhota discussed the Nassau County Supreme Court decision ruling that the payroll surcharge tax is not constitutional. The decision is being appealed. Chairman Lhota noted that the decision, if upheld, would lead to service cuts and fare increases. He noted that, in 2012, discretionary spending decreased from 2011 as a result of cost containing measures and efficiencies which will continue in 2013. He stated that a new, sustainable, financial model is needed for the MTA.

4. **Approval of Minutes:**

Upon motion duly made and seconded, the minutes of the Regular Board Meeting of July 25, 2012 were unanimously approved.

5. **Committee on Finance:**

Action Items

Upon motion duly made and seconded, the Board approved the Action Items recommended to it by the Committee on Finance, including but not limited to, authorization to file for and accept federal grants and approval of items necessary to finalize the procurement of an Owner Controlled Insurance Program for projects within the 2010-2014 Capital Program.

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

MTACC Action Item

Upon motion duly made and seconded, the Board unanimously approved the addition of a project entitled "Biltmore Room Connection to the MTA Capital Program's Interagency Program at an estimated cost of \$15.5 million.

Long Island Rail Road Procurements

Upon motion duly made and seconded, the Board unanimously approved the following LIRR procurements:

- A Sole Source award (on behalf of LIRR and Metro-North) for a 36-month period to Nordco Inc. in a total amount not-to-exceed \$990,000 for replacement parts required by the Railroads to operate and maintain various piece of Nordco and Pyke track equipment used for infrastructure maintenance;
- A Sole Source award (on behalf of LIRR, Metro-North and Bridges and Tunnels) for a three year period in the total not-to-exceed amount of \$2,261,300 to furnish visual message dissemination equipment for expansion of existing station and bridge public notification systems, and for parts needed to operate and maintain these systems;
- A Sole Source Blanket Purchase Order to North American Signal System LLC in the not-to-exceed amount of NAS Universal Data Analyzers and/or component parts in order to maintain LIRR's existing Centralized Wayside Event Monitoring System.
- An award of a competitively solicited contract to Myers Controlled Power, LLC for the lump sum price of \$11,471,450 to furnish prefabricated traction power substations needed to replace existing substations located at Hillside and Kew Gardens

- A ride of a Bridges and Tunnels contract to make an award to NCO Financial Systems, Inc. (on behalf of LIRR and Metro-North), for a five year period, for Debt Collection Services, under which NCO will receive a 13.9% fee based on monies collected.
- A ratification encompassing modifications to three separate contracts: to Nouveau Elevator, Inc. (in the amount of \$3,502,000), SAVKOM Inc. (in the amount of \$98,000) and Van Deusen & Associates (in the amount of \$159,400), in order to progress extensive repairs and upgrades to certain of LIRR's escalators which were taken out of service as part of a major Rehabilitation Program to improve safety and reliability.

MTACC Procurements

Upon motion duly made and seconded, the Board unanimously approved the following MTACC procurements:

- A modification to the East Side Access General Engineering Consultant Contract with PB Americas/STV and Parsons Transportation group for various design changes including revisions to catenary electrification, the Eastbound reroute, the B/C Tunnel approach and additional bid support services in the amount of \$1,308,213.
- Three (3) modifications to the East Side Access Harold Structures Part I Contract with Tutor Perini Corporation, (a) for revisions to catenary poles, foundation guy cables and anchors; (b) for the installation of reinforced concrete pads and foundations for two Motor Generator sets; and (c) a scope and budget transfer from a future contract for the erection of a new catenary structure, in the total amount \$7,340,429.
- A modification to the East Side Access Northern Boulevard Crossing Contract with Schiavone/Kiewit Joint Venture for impact and additional design costs related to the construction of the permanent Plaza Invert Slab within the Early Access Chamber in the amount of \$477,689.
- A ratification to the award of a modification to the East Side Access General Engineering Consultant Contract with PB Americas/STV and Parsons Transportation Group for revisions to the GCT Concourse for additional work related to the Biltmore Room Connection in the amount of \$868,500.

Metro-North Procurements

Included in the Metro-North procurements that were approved by the Board was a modification to a personal/miscellaneous service contract with PB Americas, Inc. needed to address scope changes to the Penn Station Access Study. The changes include: (1) performing necessary operations analysis at interlockings at New Rochelle, Stamford and Spuyten Duyvil; (2) developing a newly proposed station on the Hell Gate Line at Morris Park to a conceptual level and assess related costs and environmental impacts; (3) performing additional engineering work for a potential upper west side station at a location on the Empire Line between W. 54 St. and W. 57th St. to determine if it is a viable site; (4) improvements to the Hell Gate Line that may be necessary as the result of the Penn Station Operations Study and (5) update some environmental information and analysis to conform with federal requirements.

Details of the above items are set forth in the Staff Summaries and other materials, copies of which are on file with the records of this meeting.

7. **Committee on Corporate Governance:**

Following a discussion by the Board members, and upon motion duly made and seconded, the Board approved amendments to the MTA and agency by-laws, committee charters and governance guidelines to reflect changes to the scheduling of Board and Committee meetings and to the structure of certain Board Committees. All of the amendments are effective as of January 1, 2013. The details of the amendments are described in further detail in the staff summary and documentation filed with the minutes of the Metropolitan Transportation Authority held this day. Board member Moerdler voted in opposition. The details of the Board Members' comments are included in the video recording of the meeting produced by the MTA and maintained in the MTA records. The amendments that pertain to LIRR are as follows:

- Amendments to the MTA and agency by-laws, governance guidelines and Committee charters to provide that the respective Boards and Committees shall meet at least eight times per year and to permit meetings by videoconference;
- Amendments to the MTA and agency governance guidelines to reflect (a) the merger of functions of the Committee of Operations of the Bus Division of New York City Transit Authority, MTA Bus Company, Metropolitan Suburban Bus Authority and Manhattan and Bronx Surface Transit Operating Authority ("Bus Committee") into the Committee on the Operations of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, and the Staten Island Rapid Transit Operating Authority, and (b) the re-assignment of the functions of the Security Committee to the Capital Program Oversight Committee and the agency operating committees; and
- Amendments to the following Committee Charters to add responsibility or oversight over security issues: Committee on Operations of the Long Island Rail Road and the Metropolitan Suburban Bus Authority; Committee on Operations of the Metro-North Commuter Railroad; Committee on Operations of the Triborough Bridge and Tunnel Authority; and Capital Program Oversight Committee.

8. **Executive Session:**

Upon motion duly made and seconded, the Board unanimously voted to convene in Executive Session to consider matters concerning collective bargaining negotiations and pending litigation. Upon motion duly made and seconded, the Board unanimously voted to re-convene in Public Session.

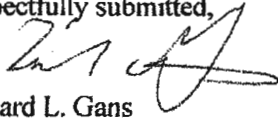
9. **Advertising:**

By motion duly made and seconded, the Board unanimously approved a resolution adopting revisions to the MTA Advertising Standards. Copies of the resolution and the revised MTA Advertising Standards are filed with the minutes of the Metropolitan Transportation Authority held this day. Board Members Saul and Moerdler were not present for the vote.

10. **Adjournment:**

Upon a motion duly made and seconded, the members of the Board present voted to adjourn the meeting at 12:05 p.m.

Respectfully submitted,


Richard L. Gans
Secretary

**Minutes of the Regular Meeting
Triborough Bridge and Tunnel Authority
September 27, 2012**

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

9:30 a.m.

The following members were present:

Hon. Joseph J. Lhota, Chairman and CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. Jonathan A. Ballan
Hon. Robert C. Bickford
Hon. Allen P. Cappelli
Hon. Fernando Ferrer
Hon. Ira R. Greenberg
Hon. Jeffrey A. Kay
Hon. Mark D. LeBow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. David A. Paterson
Hon. James E. Sedore, Jr.
Hon. Carl V. Wortendyke

Not Present:

Hon. John H. Banks, III
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Ed Watt

Nuria Fernandez, Chief Operating Officer; Catherine Rinaldi, Chief of Staff; James B. Henly, MTA General Counsel; Stephen J. Morello, Counselor to the Chairman; Board Member Andrew Albert; Board Member James Blair; Board Member Norman Brown; Board Member Vincent Tessitore; James Ferrara, President, Triborough Bridge and Tunnel Authority; Michael Horodniceanu, President, MTA Capital Construction; Darryl Irick, President, MTA Bus Operations; Howard Permut, President, Metro-North Rail Road; Thomas Prendergast, President, New York City Transit; and Helena E. Williams, President, Long Island Rail Road, also attended

the meeting. Board Member Fernando Ferrer was not present for items 3 through 7 of the agenda listed below.

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 Lhota called the meeting to order.

1. Public Speakers

There were twelve public speakers. None of the speakers specifically commented on issues regarding the Triborough Bridge and Tunnel Authority. The subject matter of the speakers' comments is contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

2. Chairman Lhota's Opening Comments

Chairman Lhota stated over a month ago a State Supreme Court Judge in Nassau County ruled the MTA's payroll mobility tax was unconstitutional. That ruling is being appealed directly to the New York State Court of Appeals. If the ruling is upheld, the MTA will be forced to implement extreme service cuts and radical fare increases. The ruling puts in jeopardy approximately four different revenue streams that total \$1.8 billion every year. Chairman Lhota noted that the good news is that people are beginning to realize that everything the MTA is doing to internally to cut its costs, to control expenses, and to be an efficient service organization are actually happening. The MTA this year is on pace to be spending less discretionary dollars in 2012 compared to 2011. This is emblematic of the work the MTA has been doing. This is work begun by former Chairman Jay Walder, as well as this Board which deserves a lot of credit for beginning the process of streamlining the MTA. Chairman Lhota stated that the streamlining will not stop; achieving cost reductions will not stop, and achieving efficiencies will not stop. Any allegations that the MTA is bloated are simply not credible any more. It is becoming clear however, that the MTA needs a new and sustainable financial model to prevent the kind of cuts that are looming.

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

3. Approval of the Minutes of the Regular Meeting July 25, 2012

Upon a motion duly made and seconded, the minutes of the Regular Board Meeting held July 25, 2012 were unanimously approved.

4. **Committee on Finance**

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

- Authorized the Chairman and Chief Executive Officer, the Vice Chairman, the Chief Financial Officer, the Director of Finance, or their designee(s) to competitively bid or negotiate future fuel price agreements with creditworthy counterparties to hedge up to \$200 million notional value of the future price of fuel. Such future fuel price agreements shall be entered into with the expectation of managing the volatile expenses consistent with prudent budgetary and financial practices; and consistent with the existing board-approved MTA Guidelines for Entering into Payments.
- Approved the addition of PNC Capital Markets LLC to the existing approved pool of variable rate remarketing agents and dealers. Board Member Ballan recused himself from voting on this item.

Copies of the staff summaries setting forth the details of the above items are filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

Upon a motion duly made and seconded, the MTA and TBTA Boards approved the following item:

- Authorized the purchase of MTA Transportation Revenue Bonds, Dedicated Tax Fund Bonds, TBTA General Revenue Bonds, TBTA Subordinate Revenue Bonds and 2 Broadway Certificates of Participation ("MTA Bonds") from time to time, in unsolicited transactions in the open market including unsolicited offers to sell, from holders ("open market purchases"), at prices not to exceed 100% plus accrued interest.

A copy of the staff summary setting forth the details of the above item is filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

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

Procurements

Commissioner Cappelli stated that there are no non-competitive procurements this month.

Competitive Procurements

Commissioner Cappelli stated that there are five competitive procurements this month totaling \$7.98 million.

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

Personal Service Contracts

URS – New York, Inc.	Contract No. PSC-11-2901 Provide construction management and inspection services for Project QM-30, Facility Wide Electrical Upgrade at the Queens Midtown Tunnel.	\$5,749,380.65
Chas. H. Sells, dba WSP Sells	Contract No. PSC-11-2905 Provide construction administration and inspection services for Project BW-97/BW-97B, Concrete Repairs at the Bronx Anchorage and Installation of a Dehumidification System in the Bronx and Queens Anchorage Chambers at the Bronx-Whitestone Bridge.	\$1,293,683.00

Miscellaneous Service Contracts

Future Tech Enterprise, Inc.	Contract No. 3000001045 Contractor to furnish and install Liebert batteries for the Uninterruptible Power Supply system at the Verrazano-Narrows Bridge and to provide maintenance support for the equipment.	\$32,272.64
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Modifications to Purchase & Public Works Contracts

Iron Bridge Group, Inc.	Contract No. HH-07 Additional work under Contract HH-07, Structural Rehabilitation at the Henry Hudson Bridge.	\$418,647.00
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Modifications to Miscellaneous Procurement Contracts

Professional Reproductions, Inc.	\$ 0.00 (B&T)
Professional Reproductions, Inc.	\$200,000.00 (MNR)
First Choice Copy	\$249,718.00 (NYCT)

BP Independent Reprographics
Contract No. 08-ENG-2824

\$ 37,732.00 (NYCT)
\$487,450.00

Exercise a two year renewal option under a multi-agency contract for B&T, MNR and NYCT for document reproduction services.

Ratifications

Commissioner Cappelli stated that there are no ratifications this month.

6. Committee on Corporate Governance

Following a discussion by the Board members, and upon a motion duly made and seconded, the Board approved amendments to the MTA and agency by-laws, committee charters and governance guidelines to reflect changes to the scheduling of Board and Committee meetings and the structure of certain Board Committees. All of the amendments shall become effective as of January 13, 2013. Commissioner Moerdler voted in opposition. The details of the amendments are described in further detail in the staff summary and documentation filed with the minutes of the Metropolitan Transportation Authority.

The amendments that pertain to the Triborough Bridge and Tunnel Authority are as follows:

- Amendments to the MTA and agency by-laws, governance guidelines and Committee Charters to provide that the respective Boards and Committees shall meet at least eight times per year and to permit meetings by videoconference;
- Amendments to the MTA and agency governance guidelines to reflect the re-assignment of the functions of the Security Committee to the Capital Program Oversight Committee and the agency operating committees; and
- Amendments to the following Committee Charters to add responsibility or oversight over security issues: Committee on Operations of the Long Island Rail Road and the Metropolitan Suburban Bus Authority; Committee on Operations of the Metro-North Commuter Railroad; Committee on Operations of the Triborough Bridge and Tunnel Authority; and Capital Program Oversight Committee.

7. Executive Session

Upon a motion duly made and seconded, the Board voted to convene in Executive Session to discuss matters concerning collective bargaining negotiations and pending litigation. Upon a motion duly made and seconded, the Board voted to reconvene in public session.

8. **Advertising**

Upon a motion duly made and seconded, the Board unanimously approved a Resolution adopting revisions to the MTA Advertising Standards. Copies of the Resolution and the Revised MTA Advertising Standards are filed with the minutes of the Metropolitan Transportation Authority. Board Members Saul and Moerdler were not present for the vote.

9. **Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 12:05 p.m.

Respectfully submitted,

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

Cindy L. Dugan
Assistant Secretary

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

**Thursday, September 27, 2012
9:30 a.m.**

The following members were present:

Hon. Joseph J. Lhota, Chairman and CEO
Hon. Andrew M. Saul, Vice Chairman
Hon. Jonathan A. Ballan
Hon. Robert C. Bickford
Hon. Allen P. Cappelli
Hon. Fernando Ferrer
Hon. Ira R. Greenberg
Hon. Jeffrey A. Kay
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. David A. Paterson
Hon. James L. Sedore, Jr.
Hon. Carl V. Wortendyke

The following members were absent:

Hon. John H. Banks, III
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. Ed Watt

Nuria Fernandez, Chief Operating Officer, Catherine Rinaldi, Chief of Staff, James B. Henly, MTA General Counsel, Stephen J. Morello, Counselor to the Chairman, Board Member Andrew Albert, Board Member James Blair, Board Member Norman Brown, Board Member Vincent Tessitore, Thomas Prendergast, President, NYCTA, Helena Williams, President, Long Island Railroad, Howard Permut, President, Metro-North Rail Road, James Ferrara, President, TBTA, Darryl Irick, President, MTA Bus Company, and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

PLEASE NOTE: Mr. Ferrer was absent from the meeting for the regular agenda items, including the Corporate Governance vote. He returned in the early part of the Executive Session and was present when the public session resumed.

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 and CEO Lhota called the meeting to order.

Public Comment Period

There were twelve public speakers none of whom discussed items specific to MTA Capital Construction. The subject matter of their comments are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held on September 27, 2012.

Chairman Lhota's Opening Remarks

Chairman Lhota's remarks are recorded and filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority held on September 27, 2012.

Approval of Minutes

Upon motion duly made and seconded, the MTA Board unanimously approved the minutes of the regular Board meeting held on July 25, 2012.

MTA Capital Construction Action Items

Upon motion duly made and seconded, the Board approved an Action Item to add a project entitled "Biltmore Room Connection" to the MTA Capital Program's Interagency Program. Details of this item is set forth in the Staff Summary, a copy of which is on file with the records of the meeting of the Board of the Metropolitan Transportation Authority held on September 27, 2012.

MTA Capital Construction Procurements

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

- A modification to the No. 7 Line Extension Project's Construction of a Ventilation Building and Reconstruction of 11th and West 36th St. Contract at Site K contract for changes to the utility work.
- A modification to the East Side Access Project's General Engineering Consultant Contract to incorporate design changes for additional catenary electrification, revisions to the Eastbound Reroute, revisions to the Tunnel B/C Approach, development of additional design alternatives for the Biltmore Room Connection and provision of additional bid support services.
- Modifications to the East Side Access Project's Harold Structures Part I contract for revisions to Catenary poles, foundations, guy cables and concrete guy anchors; the installation of reinforced concrete pads and foundations for the Motor Generator (MG) Sets and; erection of the B-925MM(NEW) catenary structure which includes additional steel appurtenances, the installation of one new guy anchor.
- Modifications to the East Side Access Project's Northern Boulevard Crossing to pay for impact costs and additional design services related to the construction of the permanent Plaza Invert Slab within the Early Access Chamber (EAC).

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

- A modification to the Second Avenue Subway Project's Design Services Contract order to update the final design scope included in the bid documents for the construction of the 72nd and 86th Street Stations.
- A modification to the Second Avenue Subway Project's Civil, Structural and Utility – 96th Street Station, for additional utility relocation work at Entrance No. 1.

- A modification to the Second Avenue Subway Project's Consultant Construction Management Services Contract to perform air monitoring, dust, odor and public health testing and evaluations.
- A modification to the Fulton Center Project's Fulton Street Transit Center Enclosure contract to perform changes to the interior glass walls.
- A modification to the Second Avenue Subway Project's 72nd Street Station, Station Cavern Mining, Tunnels and Heavy Civil Structure to increase the height and width of the north and south crossover caverns at each end of the 72nd Street Station.
- A modification to the East Side Access Project's General Engineering Consultant Contract for revisions to the GCT Concourse and additional work related to the Biltmore Room Connection to the GCT Concourse.

A copy of the resolutions, Staff Summaries and details of the above items are filed with the records of the meeting of the Board of the Metropolitan Transportation Authority held on September 27, 2012.

Governance

Upon a motion duly made and seconded, the Board approved amendments to the MTA and agency by-laws, committee charters and governance guidelines to reflect changes to the scheduling of Board and Committee meetings and to the structure of certain Board Committees. Board Member Moerdler voted in opposition. A copy of the resolution, Staff Summary and details of the above items are filed with the records of the meeting of the Board of the Metropolitan Transportation Authority held on September 27, 2012.

Executive Session

Upon a motion duly made and seconded, the Board voted to convene in Executive Session to discuss matters related to collective bargaining and litigation.

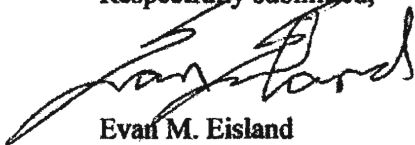
Public Session

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

Adjournment



Upon motion duly made and seconded, the Board voted to adjourn the public meeting at 12:05 p.m.

Respectfully submitted,



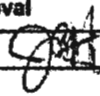

Evan M. Eisland
Secretary

Staff Summary

Subject
Authorization to Issue Transportation Revenue Bonds, Series 2013A
Department
Finance
Department Head Name
Robert E. Foran, Chief Financial Officer
Department Head Signature

Project Manager Name
Patrick J. McCoy, Director of Finance 

Date
November 28, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Comm.	11/26	X		
2	Board	11/28	X		

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

BACKGROUND:

In connection with the proposed issuance of Transportation Revenue Bonds, the Finance Department is seeking MTA Board authorization and approval of the necessary documentation to issue new money bonds, notes or other obligations to provide net proceeds (exclusive of premiums) sufficient to fund up to \$500 million of capital projects contained in approved capital programs of the transit, bus, and commuter systems.

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

PURPOSE:

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

- Series 2013A Supplemental Resolution authorizing Metropolitan Transportation Authority Transportation Revenue Obligations, including providing for the issuance of the following:
 - o An aggregate principal amount of Transportation Revenue Bonds in one or more series necessary to finance capital projects of the transit, bus, and commuter systems, plus applicable issuance costs, and any original issue discount, and
 - o Parity Reimbursement Obligations and other Parity Debt in an amount sufficient to secure any Credit Facilities entered into in connection with the issuance of the Transportation Revenue Bonds.

2. With respect to the above-referenced financial transactions set forth in paragraph 1, to obtain MTA Board approval delegating authority to the Chairman and Chief Executive Officer, the Chair of the Finance Committee, the Vice-Chairman, the Chief Financial Officer of MTA, and the Director, Finance of MTA to award the obligations pursuant to a negotiated sale to Citigroup Global Markets, a current MTA underwriting team member, on behalf of itself and the other MTA underwriters and to execute and/or deliver in each case, where appropriate:

- o Purchase Agreements with underwriters,
- o Official Statements and other disclosure documents,
- o Continuing Disclosure Agreements and related filings,
- o Remarketing Agreements,
- o Issuing and Paying Agent Agreements,
- o Dealer and Broker-Dealer Agreements,

Staff Summary

- o Credit Facilities and related Parity Reimbursement Obligations and Parity Debt, and
- o Investment Agreements.

Any such documents will be in substantially the form of any document previously entered into by MTA for previous issues and programs, with such changes as approved by any one or more of the foregoing officers. In addition, such officers are hereby authorized to terminate, amend, supplement, replace or extend any such documents related thereto, as they shall deem advisable. The MTA Board hereby further delegates to such officers authority to take such other actions as may be necessary or desirable to effectuate the foregoing transaction.

3. On behalf of MTA and its subsidiaries and affiliates, to authorize the Chairman and Chief Executive Officer, the Chair of the Finance Committee, the Vice-Chairman, the Chief Financial Officer of MTA, and the Director, Finance of MTA to take such other actions as may be necessary or desirable to effectuate the issuance of the new money bonds.

ALTERNATIVES:

There are no alternative sources of funds to provide for the Capital Program Review Board approved bond financed capital needs of the MTA agencies' capital programs.

RECOMMENDATION:

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

METROPOLITAN TRANSPORTATION AUTHORITY

**SERIES 2013A
TRANSPORTATION REVENUE BOND
SUPPLEMENTAL RESOLUTION**

Adopted November 28, 2012

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**SERIES 2013A
TRANSPORTATION REVENUE FUND BOND
SUPPLEMENTAL RESOLUTION**

BE IT RESOLVED by the Metropolitan Transportation Authority (the "Issuer"),
as follows:

ARTICLE I

DEFINITIONS AND STATUTORY AUTHORITY

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

Section 1.02. Definitions.

1. All capitalized terms which are used but not otherwise defined in this Series 2013A Transportation Revenue Bond Supplemental Resolution (the "Supplemental Resolution") shall have the same meanings, respectively, as such terms are given by Section 102 of the Resolution.

2. In this Supplemental Resolution:

"Authorized Officer" shall include the officers designated as such in the Resolution, and the Chairman and Chief Executive Officer, the Chair of the Finance Committee, the Chief Financial Officer or the Director, Finance, as well as any officer duly designated as "Acting" in said officer's capacity, except that, for the purposes of any delegation set forth herein that does not expressly include any Assistant Secretary, "Authorized Officer" shall not include any Assistant Secretary of the Issuer.

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

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

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

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

ARTICLE II

AUTHORIZATION OF SERIES 2013A BONDS

Section 2.01. Authorized Principal Amount, Designation and Series.

Pursuant to the provisions of the Resolution and in order to finance Capital Costs, a Series of Transportation Revenue Obligations (which may be issued in one or more Series or subseries, which for purposes of this Supplemental Resolution shall collectively be referred to herein as the "Series 2013A Bonds", constituting Capital Cost Obligations, subject to redesignation as hereinafter provided) entitled to the benefit, protection and security of such provisions are hereby authorized to be issued in an aggregate principal amount not exceeding the principal amount necessary so that, after giving effect to any net original issue discount and underwriters' discount from the principal amount, the amount to be deposited in the Proceeds Account pursuant to, or otherwise applied to effectuate the purposes of, Section 2.02 and Section 3.01 of this Supplemental Resolution (exclusive of the amount so deposited therein determined in any Certificate of Determination as estimated to be necessary to pay capitalized interest or to pay any Costs of Issuance of the Series 2013A Bonds), shall not exceed the amount or amounts determined in a Certificate of Determination to be necessary to effectuate the purposes set forth in Section 2.02 hereof; provided, however, that the Series 2013A Bonds issued to finance Capital Costs shall not exceed \$500,000,000 (excluding all amounts excluded above, such as net original issue discount, underwriters' discount, capitalized interest and Costs of Issuance). For all purposes of this Section 2.01, net original issue premium as determined to be advisable by an Authorized Officer in connection with the marketing of the Series 2013A Bonds shall not be counted.

Series 2013A Bonds shall be designated as, and shall be distinguished from the Obligations of all other Series by the title, "Transportation Revenue Bonds, Series 2013A" or such other title or titles set forth in one or more Certificates of Determination.

Section 2.02. Purposes. The purposes for which the Series 2013A Bonds are issued shall be set forth in one or more Certificates of Determination and may include the payment of all or any part of the Capital Costs, all to the extent and in the manner provided in this Supplemental Resolution.

Section 2.03. Dates, Maturities, Principal Amounts and Interest. The Series 2013A Bonds, except as otherwise provided in the Resolution, shall be dated the date or dates determined in any Certificate of Determination. The Series 2013A Bonds shall mature on the date or dates and in the year or years and principal amount or amounts, and shall bear interest at the rate or rates per annum, if any, specified in or determined in the manner provided in any Certificate of Determination.

Section 2.04. Interest Payments. The Series 2013A Bonds shall bear interest from their date or dates and be payable on such date or dates as may be determined pursuant to any Certificate of Determination. Except as otherwise provided in any Certificate of Determination, interest on the Series 2013A Bonds shall be computed on the basis of twelve 30-day months and a 360-day year.

Section 2.05. Denominations, Numbers and Letters. Unless otherwise provided in any Certificate of Determination, the Series 2013A Bonds shall be issued in fully registered form without coupons in the denomination of \$5,000 or any integral multiple thereof.

The Series 2013A Bonds shall be lettered and numbered as provided in any Certificate of Determination.

Section 2.06. Places of Payment and Paying Agent. Except as otherwise provided in any Certificate of Determination, principal and Redemption Price of the Series 2013A Bonds shall be payable to the registered owner of each Series 2013A Bond when due upon presentation of such Series 2013A Bond at the principal corporate trust office of the Trustee. Except as otherwise provided in any Certificate of Determination, interest on the registered Series 2013A Bonds will be paid by check or draft mailed on the interest payment date by the Paying Agent, to the registered owner at his address as it appears on the registration books or, at the option of any Owner of at least one million dollars (\$1,000,000) in principal amount of the Series 2013A Bonds, by wire transfer in immediately available funds on each interest payment date to such Owner thereof upon written notice from such Owner to the Trustee, at such address as the Trustee may from time to time notify such Owner, containing the wire transfer address (which shall be in the continental United States) to which such Owner wishes to have such wire directed, if such written notice is received not less than twenty (20) days prior to the related interest payment date (such notice may refer to multiple interest payments).

Section 2.07. Sinking Fund Installments. The Series 2013A Bonds, if any, determined in any Certificate of Determination shall be subject to redemption in part, by lot, or otherwise as determined in accordance with Section A-404 of the Resolution, on each date in the year or years determined in any Certificate of Determination at the principal amount thereof plus accrued interest up to but not including the date of redemption thereof, from mandatory Sinking Fund Installments which are required to be made in amounts sufficient to redeem on each such date the principal amount of such Series 2013A Bonds.

Section 2.08. Redemption Prices and Terms. The Series 2013A Bonds may also be subject to redemption prior to maturity, at the option of the Issuer, upon notice as provided in Article A-IV of the Resolution, at any time as a whole or in part (and by lot within a maturity, or otherwise as determined in accordance with Section A-404 of the Resolution, if less than all of a maturity is to be redeemed), from maturities designated by the Issuer on and after the date and in the years and at the Redemption Prices (expressed as a percentage of principal amount as determined pursuant to Section 2.09.1(f) or in the case of Taxable Obligations as otherwise provided in any Certificate of Determination) determined in any Certificate of Determination, plus accrued interest up to but not including the redemption date.

Section 2.09. Delegation to an Authorized Officer. 1. There is hereby delegated to each Authorized Officer, subject to the limitations contained in this Supplemental Resolution, the following powers with respect to the Series 2013A Bonds:

(a) to determine whether and when to issue any Series 2013A Bonds constituting Capital Cost Obligations, the amount of the Series 2013A Bonds to be applied to

finance Capital Costs, and the amount of the proceeds of the Series 2013A Bonds estimated to be necessary to pay the Costs of Issuance of the Series 2013A Bonds and capitalized interest, if any;

(b) to determine the purpose or purposes for which the Series 2013A Bonds are being issued, which shall be one or more of the purposes set forth in Section 2.02 of this Supplemental Resolution;

(c) to determine the principal amounts of the Series 2013A Bonds to be issued for the purposes set forth in Section 2.02 of this Supplemental Resolution and whether such principal amounts constitute a separate Series or a subseries of Series 2013A Bonds, which principal amounts (and the aggregate of all such Series and subseries) shall not exceed the principal amounts permitted by Section 2.01 of this Supplemental Resolution, and to determine Accreted Values and Appreciated Values, if applicable;

(d) to determine the maturity date and principal amount of each maturity of the Series 2013A Bonds and the amount and due date of each Sinking Fund Installment, if any;

(e) to determine the date or dates which the Series 2013A Bonds shall be dated and the interest rate or rates of the Series 2013A Bonds or the manner of determining such interest rate or rates; provided, however, that any Series 2013A Bonds issued as fixed rate Tax-Exempt Obligations shall be subject to a maximum interest rate of not greater than 10% per annum, any Series 2013A Bonds issued as fixed rate Taxable Obligations shall be subject to a maximum interest rate of not greater than 12% per annum, any Variable Interest Rate Obligations issued as Tax-Exempt Obligations shall be subject to a maximum interest rate of not greater than 15% per annum, any Variable Interest Rate Obligations issued as Taxable Obligations shall be subject to a maximum interest rate of not greater than 18% per annum and any Parity Reimbursement Obligations shall be subject to a maximum interest rate of not greater than 25% per annum, or, in each such case, such higher rate or rates as determined by the Issuer's Board;

(f) to determine the Redemption Price or Redemption Prices, if any, and the redemption terms, if any, for the Series 2013A Bonds; provided, however, that if the Series 2013A Bonds are to be redeemable at the election of the Issuer, the Redemption Price for Series 2013A Bonds issued as Tax-Exempt Obligations shall not be greater than one hundred three percent (103%) of the principal amount of the Series 2013A Bonds to be redeemed, plus accrued interest thereon up to but not including the date of redemption;

(g) to determine whether the sale of the Series 2013A Bonds shall be conducted on either a negotiated or competitive bid basis and, as applicable, to determine the purchase price for the Series 2013A Bonds to be paid by the purchasers referred to in one or more Purchase Agreements or the purchase price for the Series 2013A Bonds to be paid by the winning bidder, if such sale is conducted by competitive bid pursuant to a Notice of Sale (as hereinafter defined), in either case as such document is described in Section 2.10 of this Supplemental Resolution, which may include such original issue discount and original issue premium as shall be determined in the related Certificate of Determination; provided, however, that, in the case of Series 2013A Bonds sold on a negotiated basis, the underwriters' discount

reflected in such purchase price shall not exceed \$10.00 for each one thousand dollars (\$1,000) principal amount of the Series 2013A Bonds;

(h) to take all actions required for the Series 2013A Bonds to be eligible under the rules and regulations of The Depository Trust Company ("DTC") for investment and trading as uncertificated securities, to execute and deliver a standard form of letter of representation with DTC and, notwithstanding any provisions to the contrary contained in this Supplemental Resolution, to include in any Certificate of Determination such terms and provisions as may be appropriate or necessary to provide for uncertificated securities in lieu of Series 2013A Bonds issuable in fully registered form;

(i) to determine whether to issue all or any portion of the Series 2013A Bonds as Tax Exempt Obligations, Taxable Obligations, Put Obligations, Variable Interest Rate Obligations or as any other form of Obligations permitted by the Resolution and any matters related thereto, including (i) the terms and provisions of any such Series 2013A Bonds, (ii) the selection of remarketing agents, tender agents, calculation agents, auction agents, dealers, bidding agents or any other agents or parties to ancillary arrangements and the terms of any such arrangements, and (iii) the methods for determining the accrual of Debt Service;

(j) to determine the advisability, as compared to an unenhanced transaction, of obtaining one or more Credit Facilities, to select a provider or providers thereof and to determine and accept the terms and provisions and price thereof, to determine such other matters related thereto as in the opinion of the officer executing any Certificate of Determination shall be considered necessary or appropriate and to effect such determinations by making any changes in or additions to this Supplemental Resolution required by Credit Facility providers, if any, or required by a Rating Agency in order to attain or maintain specific ratings on the Series 2013A Bonds, or relating to the mechanisms for the repayment of amounts advanced thereunder or payment of fees, premiums, expenses or any other amounts, notices, the provision of information, and such other matters of a technical, mechanical, procedural or descriptive nature necessary or appropriate to obtain or implement a Credit Facility with respect to the Series 2013A Bonds, and to make any changes in connection therewith;

(k) to make such changes in or from the form of this Supplemental Resolution as may be required by a Rating Agency in order to attain or maintain specific ratings on the Series 2013A Bonds;

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

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

2. Any Authorized Officer shall execute any Certificate of Determination evidencing the determinations made pursuant to this Supplemental Resolution and such Certificate of Determination shall be conclusive evidence of the determinations of such

Authorized Officer, as stated therein. More than one Certificate of Determination may be delivered to the extent more than one Series or subseries of Series 2013A Bonds are delivered, or other authority is exercised under this Supplemental Resolution from time to time and each such Certificate of Determination shall be delivered to the Trustee prior to the authentication and delivery of the respective Series or subseries of Series 2013A Bonds by the Trustee or other documentation. Determinations set forth in any Certificate of Determination shall have the same effect as if set forth in this Supplemental Resolution. Any such Authorized Officer may exercise any authority delegated under this Supplemental Resolution from time to time following issuance of any Series 2013A Bonds, as appropriate for any purposes, including, in order to change interest rate modes or auction periods, obtain a substitute or additional Credit Facility or to appoint new or additional agents or other parties deemed appropriate to a particular form or mode of Obligation or manner of sale.

Section 2.10. Sale of Series 2013A Bonds. If it is determined that any sale of Bonds shall be conducted on a negotiated basis, each Authorized Officer is hereby authorized to sell and award the Series 2013A Bonds to the purchasers who shall be on the list of underwriters then approved by the Issuer and shall be referred to in the Purchase Agreement or Agreements, which Purchase Agreement or Agreements shall be substantially in the form most recently executed or delivered by the Issuer in connection with the sale of Obligations, with such revisions to reflect the terms and provisions of the Series 2013A Bonds as may be approved by the officer executing the Purchase Agreement (each, a "Purchase Agreement"). Each Authorized Officer is hereby authorized to agree to the selection of the representative of the underwriters as referred to in the Purchase Agreement or Agreements and to execute and deliver the Purchase Agreement or Agreements for and on behalf and in the name of the Issuer with such changes, omissions, insertions and revisions as may be approved by the officer executing the Purchase Agreement or Agreements, said execution being conclusive evidence of such approval and concurrence in the selection of the representative of the underwriters.

If it is determined that any sale of Series 2013A Bonds shall be conducted on a competitive bid basis, each Authorized Officer is hereby further authorized to conduct the sale and award of the Series 2013A Bonds on the basis of a competitive bid, pursuant to the terms of a notice of sale, including bid form (the "Notice of Sale"), in a form, including any limitations on permitted bidders and a description of the basis for determining the winning bidder or bidders, determined by such Authorized Officer. Each Authorized Officer is hereby authorized to conduct such competitive sale of the Series 2013A Bonds in a manner consistent with this Supplemental Resolution and to utilize the services of the Authority's financial advisor and the services of an electronic bidding service, as such Authorized Officer shall determine, and the execution by such Authorized Officer of a letter of award shall be conclusive evidence of such award.

Each Authorized Officer is hereby authorized to make public and to authorize the use and distribution by said purchasers or other appropriate parties of a preliminary official statement, offering circular, or other disclosure document (the "Preliminary Official Statement") in connection with each public offering or any direct placement of the Series 2013A Bonds, in substantially the form most recently executed or delivered by the Issuer in connection with the sale of Obligations, with such changes, omissions, insertions and revisions as such officer shall deem advisable. The Issuer authorizes any of said officers to deliver a certification to the effect

that such Preliminary Official Statement or Official Statement, if deemed necessary or appropriate, together with such other documents, if any, described in such certificate, was deemed final as of its date for purposes of Rule 15c2-12 of the Securities and Exchange Commission as applicable.

Each Authorized Officer is hereby authorized to make public and to authorize distribution of a final Official Statement in substantially the form of each Preliminary Official Statement or the most recently executed and delivered Official Statement if there is not a Preliminary Official Statement, with such changes, omissions, insertions and revisions as such officer shall deem advisable, to sign such Official Statement and to deliver such Official Statement to the purchasers of the Series 2013A Bonds, such execution being conclusive evidence of the approval of such changes, omissions, insertions and revisions.

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

The proceeds of a good faith check, if any, received by the Issuer from the purchasers of the Series 2013A Bonds under the terms of the related Purchase Agreement or Notice of Sale may be invested by the Issuer pending application of the proceeds of such good faith check for the purposes provided in Section 2.02 of this Supplemental Resolution at the time of the issuance and delivery of such Series 2013A Bonds.

Each Authorized Officer (including any Assistant Secretary of the Issuer) is hereby authorized and directed to execute, deliver, amend, replace or terminate any and all documents and instruments (including any remarketing agreements, tender agency agreements, dealer agreements, broker dealer agreements, tender agent agreements, or auction agency agreements, any investment agreements or arrangements, or any reimbursement agreements or documents or instruments relating to a Credit Facility deemed appropriate to a given form or mode of an Obligation) and to do and cause to be done any and all acts necessary or proper for carrying out each Purchase Agreement or Notice of Sale, the Continuing Disclosure Agreement, the terms of any Credit Facility or other such agreement or arrangement, and the issuance, sale and delivery of the Series 2013A Bonds and for implementing the terms of the Series 2013A Bonds and the transactions contemplated hereby or thereby.

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

Section 2.11. Forms of Series 2013A Bonds and Trustee's Authentication Certificate. Subject to the provisions of the Resolution, the form of registered Series 2013A Bonds, and the Trustee's certificate of authentication, shall be substantially in the form set forth in Exhibit One to the Resolution including, if necessary, any changes to comply with the

requirements of DTC or the provisions of this Supplemental Resolution or any Certificate of Determination.

Section 2.12. Appointment of Trustee and Paying Agent. Unless otherwise provided by Certificate of Determination, The Bank of New York Mellon, as successor in interest to JPMorgan Chase Bank, N.A., shall be the Trustee under the Resolution and the Paying Agent for the Series 2013A Bonds.

ARTICLE III

DISPOSITION OF SERIES 2013A BOND PROCEEDS

Section 3.01. Disposition of Series 2013A Bond Proceeds. Any proceeds of the sale of the Series 2013A Bonds, other than accrued interest and capitalized interest, if any, shall be deposited, simultaneously with the issuance and delivery of the Series 2013A Bonds, in the Proceeds Account which is deemed to be established for such Series in the Proceeds Fund to be applied, or shall otherwise be applied pursuant to any Certificate of Determination to:

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

Unless otherwise provided in any Certificate of Determination, the accrued interest and any capitalized interest, if any, received on the sale of the Series 2013A Bonds shall be deposited in the Debt Service Fund.

ARTICLE IV

TAX COVENANTS AND DEFEASANCE

Section 4.01. Tax Covenants Relating to the Series 2013A Bonds. The Issuer covenants that, in order to maintain the exclusion from gross income for Federal income tax purposes of the interest on the Series 2013A Bonds issued as Tax Exempt Obligations, the Issuer will satisfy, or take such actions as are necessary to cause to be satisfied, each provision of the Code necessary to maintain such exclusion. In furtherance of this covenant, the Issuer agrees to comply with such written instructions as may be provided by Bond Counsel. In furtherance of the covenant contained in the preceding sentence, the Issuer agrees to continually comply with the provisions of any "Arbitrage and Use of Proceeds Certificate" or "Tax Certificate" to be executed by the Issuer in connection with the execution and delivery of any Series 2013A Bonds issued as Tax Exempt Obligations, as amended from time to time.

Notwithstanding any other provision of the Resolution to the contrary, upon the Issuer's failure to observe, or refusal to comply with, the above covenant (a) the Owners of the Series 2013A Bonds, or the Trustee acting on their behalf, shall be entitled to the rights and remedies provided to Owners or the Trustee under Section 702 of the Resolution, and (b) neither the Owners of the Obligations of any Series or holders of any Parity Debt (other than the Series

2013A Bonds or the Trustee acting on their behalf), nor the Trustee acting on their behalf, shall be entitled to exercise any right or remedy provided to the Owners, the Parity Debt holders or the Trustee under the Resolution based upon the Issuer's failure to observe, or refusal to comply with, the above covenant.

The provisions of the foregoing covenants set forth in this Section shall not apply to any Series 2013A Bonds, including any subseries thereof, which the Issuer determines pursuant to the applicable Certificate of Determination to issue as Taxable Obligations.

Section 4.02. Defeasance. In the event the Issuer shall seek, prior to the maturity or redemption date thereof, to pay or cause to be paid, within the meaning and with the effect expressed in the Resolution, all or less than all Outstanding Series 2013A Bonds issued as Tax Exempt Obligations and the provisions of Section 4.01 hereof shall then be of any force or effect, then, notwithstanding the provisions of Article A-XI of the Resolution, the Series 2013A Bonds issued as Tax Exempt Obligations which the Issuer then seeks to pay or cause to be paid shall not be deemed to have been paid within the meaning and with the effect expressed in Section A-1101 of the Resolution unless (i) the Issuer has confirmed in writing that the Owners of the Series 2013A Bonds issued as Tax Exempt Obligations which the Issuer then seeks to pay or cause to be paid will continue, after such action, to have the benefit of a covenant to the effect of the covenant of the Issuer contained in Section 4.01 hereof or (ii) there shall have been delivered to the Trustee an Opinion of Bond Counsel to the effect that non compliance thereafter with the applicable provisions of the Code will not affect the then current treatment of interest on the Series 2013A.

Staff Summary

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts

Item Number:

Page 1 of 1

Vendor Name (& Location): Willis of New York		Contract Number:	AWO/Modification # 3
Description: Extension of Owner Controlled Insurance for East Side Access		Original Amount: \$ 93,000,000	
Contract Term (including Options, if any): April 1, 2017		Prior Modifications: \$167,860,136	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Budgetary Increases: \$	
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount: \$280,860,136	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		This Request: \$ 40,000,000	
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: 15%	
Requesting Dept/Div & Dept/Div Head Name: <i>Lauren Coyne</i> Risk and Insurance Management/ Lauren Coyne		% of Modifications (including This Request) to Original Amount: 224%	

PURPOSE:

To obtain Board approval of the following actions necessary for the extension of MTA's insurance coverage for the Owner Controlled Insurance Program (OCIP) for the East Side Access Project:

- To extend OCIP Excess Liability policy coverage through August 1, 2018 and to adjust the premiums to reflect estimated third party construction costs of \$5.75 billion. Additional OCIP funding required is estimated at \$22 million.
- To extend OCIP Pollution Liability policy coverage through December 31, 2018 and to adjust the premium to reflect estimated third party construction costs of \$5.75 billion. Additional OCIP funding is estimated at \$1.5 million.
- To extend OCIP Professional Liability policy coverage through December 31, 2013 and to adjust the premium to reflect increased design fees. Additional OCIP funding is estimated at \$16.5 million.

Total amount requested is \$40,000,000.

SUMMARY:

The MTACC East Side Access Project is currently insured through an MTA Owner Controlled Insurance Program (OCIP), which was approved by the Board on December 17, 1998. Willis of NY, the OCIP broker selected through a competitive RFP process, subsequently marketed and placed OCIP policies in 2003, based upon the then-scheduled completion dates (end of 2012) and estimated third party construction costs (\$3.45 billion). This request for approval is required to extend the Excess Liability policy, currently set to expire on April 1, 2013, and Pollution Liability policy, set to expire on December 31, 2012, to reflect project completion by the end of 2018, and to adjust insurance premiums to reflect a revised third party construction cost estimate of \$5.75 billion. (This cost includes the Regional Investment projects which will be constructed as part of ESA.) In addition, authorization is sought to extend the Professional Liability policy to December 31, 2013 (from its existing expiration date at the end of 2012), to cover the completion of the final design and to adjust premiums to reflect the increase in design fees.

DISCUSSION:

The OCIP provides MTA and each architect, engineer, contractor and subcontractor of every tier working on the project with uniform Professional Liability, Environmental Liability (E&O), Workers' Compensation (WC), General Liability (GL), Excess Liability, Railroad Protective Liability and Builder's Risk Insurance. Policies were underwritten by insurance companies with A.M. Best ratings of A+9 or greater and/or equivalent financial strength. The carriers were competitively selected based upon policy terms, conditions, services and costs offered for this program.

DISCUSSION (cont):

As noted above, the current OCIP for Excess Liability, Professional Liability and Pollution Liability was placed in 2003 and was based upon a third party construction value of \$3.45 billion dollars and project construction completion by December 31, 2012. The current third party construction value is now estimated to be \$5.75 billion and construction completion is forecast for 2018. Based on this revised information, Willis of New York was asked to market an extension of the program.

The Excess Liability program is placed in the London Market with a consortium of insurers led by Lexington Insurance Company (Chartis) and is set to expire on April 1, 2013. Lexington has agreed to extend to August 1, 2018 for a total cost of approximately \$22 million. Originally a total limit of \$400 million was purchased for the period of November 12002 to April 1, 2013. The proposed renewal would provide \$375 million in coverage because Lexington has been unable to obtain reinsurance from one of the companies that previously provided a \$25 million share. The proposed renewal policy also has an increased maintenance retention, from the existing \$250,000 to \$500,000, meaning that if the project losses in any one year exceed \$5 million in the aggregate, the project will be responsible for the first \$500,000 of each subsequent loss. The extension terms represent a rate increase of 18% over the expiring 2003 rates. This level of increase in liability rates is consistent with the insurance market.

The Pollution Liability program is placed in New York with the Chartis Specialty Lines Insurance Company and is set to expire on December 31, 2012. Chartis has agreed to extend the \$25 million limit of pollution liability insurance from December 31, 2012 to December 31, 2018 for a cost of just under \$1.5 million. Chartis has offered more favorable coverage terms and conditions while maintaining the expiring rates. The premium increase reflects the increase in project construction cost with no additional premium being charged for the increase in coverage duration.

The Professional Liability program is placed in London with various insurers led by Lexington Insurance Company (Chartis) with participation from AWAC, Zurich and Arch. The policy is set to expire on December 31, 2012. This policy provides coverage for the costs associated with professional errors and omissions committed by the project design team. The insurance premium is charged as a rate per professional fees paid to the project design professionals. The policy was purchased in 2003 based on a design budget of \$366 million. Today the budget is \$580 million, requiring a premium adjustment of approximately \$16.5 million. Lexington has agreed to extend the program for another year for premium earned and agreed to cover up to \$609 million in design fees before collecting any additional premium. The professional coverage will now extend to December 31, 2013 and should encompass the final design of the project and construction phase services. A three year extended reporting period beyond 2013 will remain in effect to cover design errors detected after the completion of the final design until December 31, 2016. Further extension terms were requested to extend the coverage duration and reporting period but Willis was not able to obtain coverage terms at this time.

IMPACT ON FUNDING

Funding is from the East Side Access Capital Program budget.

ALTERNATIVES:

One alternative to continuing the OCIP would be to require each architect, engineer, and general contractor to purchase insurance coverage, with each prime contractor to include coverage of MTA. The OCIP provides higher limits and broader insurance coverage than could be expected to be required for individual contractors and provides MTA with greater control over project safety and an assurance that insurance coverage is in effect. Requiring individual insurance coverage would raise construction costs to cover individual insurance coverage, and would likely result in lower limits and would expire upon termination of the individual contracts. That cost would likely be greater than the costs of the OCIP.

Another alternative is to not insure the Excess Liability, Professional Liability and Pollution Liability risks. This is not advisable as a project of the magnitude of East Side Access has the potential for large loss in any of these areas. Not insuring against those potential losses exposes the project to substantial financial risk. The added cost of \$22 million to protect against \$375 million in potential liability losses and of \$1.5 million for \$25 million in pollution liability coverage is a sound investment. The project is obligated to pay the additional premium of \$16.5 million on the Professional Liability program due to the increase in design fees and the time extension offered provides added protection.

**Investment Performance by Type of Fund
For the Period Jan. 1, 2012 to Jun. 30, 2012**

Type of Fund	Net Earnings this Period	Average Daily Portfolio Balance	Net Portfolio Yield, 365-day Basis
All Agency Investments	\$ 590,181	\$ 954,977,671	0.12%
MTA Special Assistance Fund	331,984	422,326,822	0.16%
TBTA Investments	65,468	113,849,127	0.12%
MTA Finance Fund	97,705	211,134,386	0.09%
MTA Transportation Resolution Funds	1,143,279	913,263,987	0.25%
State Service Contract Debt Service Fund	504	20,704,758	0.00%
MTA Dedicated Tax Fund Resolution Funds	183,430	130,340,991	0.28%
2 Broadway Certificates' Funds	14,809	22,570,067	0.13%
TBTA General Purpose Resolution Funds	65,100	161,845,463	0.08%
TBTA Convention Center Debt Service Fund	23	6,974,167	0.00%
TBTA Subordinate Resolution Funds	14,799	34,194,579	0.09%
Other Capital Restricted Funds	85,850	106,713,273	0.16%
	\$ 2,593,132	\$ 3,098,895,292	0.17%

Average Yield on 6 month Generic Treasury Bill (1/1/12 – 6/30/12) 0.12%

Average Yield on 12 month Generic Treasury Note (1/1/12 – 6/30/12) 0.16%

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



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

As of: 6/30/2012

Security Type	Sched Par	Original Settlement Amount	Sched Book Value	Market Value*	Accrued Interest	Accrued (Prem)/Disc
Carver CD	\$ 6,000,000	\$ 6,000,000	\$ 6,000,000	\$ 6,000,000	\$ 6,087	\$ -
CDs Actual/360	1,823,801	1,823,801	1,823,801	1,823,801	5,086	-
Federal Farm Credit Bank Discount Notes	142,535,000	142,364,843	142,364,843	142,488,957	115,547	-
FHLB Discount Notes	155,186,000	155,086,931	155,086,931	155,153,099	67,321	-
Federal National Mortgage Association Discount Notes	199,805,000	199,646,933	199,646,933	199,718,577	73,558	-
Freddie Mac Discount Notes	191,794,000	191,623,281	191,623,281	191,710,687	77,246	-
REFCO Strip Principal	47,403,000	19,670,626	19,670,626	28,109,742	-	2,850,957
Repurchase Agreement - Interest	432,516,000	432,516,000	432,516,000	432,516,000	2,493	-
US Treasury Bill	647,316,000	647,044,297	647,044,297	647,173,343	119,558	-
US Treasury Notes End of Month	187,915,000	193,059,943	191,494,325	189,865,572	1,674,550	(1,231,065)
US Treasury Notes Middle of Month	944,878,000	952,183,995	951,010,298	948,375,482	2,790,748	(1,632,977)
US Treasury Strips	18,144,000	12,536,132	12,536,132	16,763,677	-	1,685,268
Grand Total	\$ 2,975,315,801	\$ 2,953,556,783	\$ 2,950,817,468	\$ 2,959,698,937	\$ 4,932,194	\$ 1,672,183

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

**Portfolio Statistics
By Security Type**

As of: 6/30/2012

Security Type	Wtd Avg Rate	Wtd Avg Yield	Wtd Avg Days to Mat	Scheduled Par Value	Scheduled Book Value
Carver CD	0.47	0.47	103	\$ 6,000,000	\$ 6,000,000
CDs Actual/360	0.35	0.35	107	1,823,801	1,823,801
Federal Farm Credit Bank Discount Notes	-	0.14	103	142,535,000	142,364,843
FHLB Discount Notes	-	0.11	64	155,186,000	155,086,931
Federal National Mortgage Association Discount Notes	-	0.12	122	199,805,000	199,646,933
Freddie Mac Discount Notes	-	0.14	124	191,794,000	191,623,281
REFCO Strip Principal	-	4.34	6,408	47,403,000	19,670,626
Repurchase Agreement - Interest	0.10	0.10	3	432,516,000	432,516,000
US Treasury Bill	-	0.09	79	647,316,000	647,044,297
US Treasury Notes End of Month	2.39	0.15	215	187,915,000	191,494,325
US Treasury Notes Middle of Month	1.39	0.14	120	944,878,000	951,010,298
US Treasury Strips	-	3.04	1,571	18,144,000	12,536,132
Grand Total	0.62	0.16	145	\$ 2,975,315,801	\$ 2,950,817,468

Metropolitan Transportation Authority

Investment Maturity Distribution

As of: 6/30/2012

Maturity Curve	No. of Secs.	Principal Cost*	%	Cum %
one day to 1 Month	20	\$ 730,948,567	24.76%	24.76%
1 to 2 Months	21	402,056,772	13.61%	38.37%
2 to 3 Months	25	456,677,668	15.48%	53.85%
3 to 4 Months	9	133,639,437	4.52%	58.37%
4 to 5 Months	35	728,020,637	24.65%	83.02%
5 to 6 Months	13	150,065,922	5.08%	88.10%
6 to 12 Months	20	291,476,264	9.91%	98.01%
12 to 18 Months	1	28,856,807	0.98%	98.99%
18 to 24 Months	1	5,411,840	0.18%	99.17%
24 to 120 Months	3	4,715,028	0.16%	99.33%
> 120 Months	2	19,670,626	0.67%	100.00%
Grand Total	150	\$ 2,951,539,567	100.0%	

* Principal Cost includes current purchase interest.

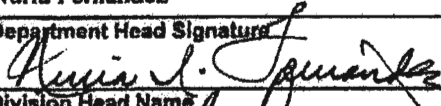

Metropolitan Transportation Authority

Broker Activity Distribution

From: 1/3/2012
To: 6/29/2012


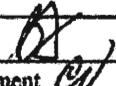

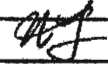
Broker	Total Transaction Count	Purchase of Securities	Principal Roll In	% Purchases & Roll In	Sale of Securities	% Sales	REPOS	% REPOS	Total
Barclays	90	\$ 1,428,189,002	\$ -	22.70%	\$ 251,852,307	17.81%	\$ -	0.00%	\$ 1,680,041,310
Bank of America	283	1,956,281,708	-	31.12%	313,342,552	22.16%	11,721,852,000	26.73%	13,993,476,260
Daiwa Securities	228	273,442,983	-	4.35%	20,579,530	1.45%	20,789,749,000	47.41%	21,033,771,514
Goldman Sachs	25	777,791,827	-	12.36%	50,499,718	3.57%	-	0.00%	828,291,545
HSBC Securities	98	467,815,908	-	7.43%	230,646,133	16.31%	2,014,621,000	4.59%	2,713,083,041
Mizuho Securities	141	60,505,040	-	0.96%	-	0.00%	9,327,462,000	21.27%	9,387,967,040
Morgan Stanley	110	1,123,747,710	-	17.86%	352,336,225	24.92%	-	0.00%	1,476,083,935
No Broker	16	6,000,000	287,500	0.10%	142,901	0.01%	-	0.00%	6,430,401
UBS AG	17	196,444,309	-	3.12%	194,541,192	13.76%	-	0.00%	390,985,501
Grand Total	1,008	\$ 6,292,218,486	\$ 287,500	100.0%	\$ 1,413,940,557	100.0%	\$ 43,853,684,000	100.0%	\$ 51,560,130,546

Staff Summary

Subject Request for Authorization to Award Various Procurements
Department Executive
Department Head Name Nuria Fernandez
Department Head Signature 
Division Head Name Clifford Shockley 

Date November 15, 2012
Vendor Name Various
Contract Number Various
Contract Manager Name Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	11/26/12			
2	Board	11/28/12			

Internal Approvals			
Order	Approval	Order	Approval
			Office of Civil Rights
		2	Legal 
4	CFO 		EITG
1	Procurement 	3	COO 

PURPOSE:

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

DISCUSSION:

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

of Actions **\$ Amount**

None None

MTAHQ proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote

Schedule F: Personal Service Contracts
Schedule G: Miscellaneous Service Contracts

7	\$5,907,540.00
3	\$ 417,948.77
SUBTOTAL	10 \$6,325,488.77

MTAHQ presents the following procurement actions for Ratification:

Schedule K: Ratifications of Completed Procurement Actions

None None

TOTAL	10 \$6,325,488.77
--------------	-----------------------------

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, NOVEMBER 2012
COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

F. Personal Service Contracts

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

- | | |
|------------------------------------|----------|
| 1. Peter Joseph | \$95,040 |
| Cartography and Sign System Design | |
| Services for Mass Transit | |
| Contract No. 12105-0100 | |

Sealed Bid/Low Bidder – 5 bids – 36 months

Contractor to provide as-needed Cartography Services, including research, graphic productions, updating and developing of neighborhood maps over a 3-year period for MTAHQ. These maps are the MTA's primary means of assisting customers with wayfinding at subway stations. These services may also include work on official MTA subway maps, website maps, folding maps and a variety of other maps and sign projects. The hourly rate of \$80 is \$10 or 11% lower than the current competitively awarded contract hourly rate of \$90. Based on the above, the low bid is considered to be fair and reasonable.

- | | | |
|--------------------------------|-----------------|--------------------------------------|
| 2. DVI Communications, Inc. | \$5,280,000 | <u>Staff Summary Attached</u> |
| IT Consultant Services for MTA | (Not-to-exceed) | |
| Contract No. 12165-0100 | | |

It is requested that the Board approve the award of a multi-agency, competitively-negotiated, personal services contract to DVI Communications, Inc. ("DVI") for IT technical consulting services for the relocation of some or all of MTA Headquarters (to 2 Broadway/MTAPD to undecided locations) and Metro-North Rail Road (to a Midtown location) on an as-needed basis. The contract is for a period of thirty-six months from November 1, 2012 through October 31, 2015 with an option to renew for one additional year, at the sole discretion of the MTA. In addition, because of the tight timeframe associated with Metro-North's relocation from 347 Madison to an alternative location in Midtown Manhattan, it is requested that the Board ratify an expenditure of \$100,000 for Metro-North to engage the contractor commencing October 15, 2012 to assess Metro-North's IT requirements in their new location. As a result of the e-procurement process and subsequent negotiations, DVI Communications, Inc. submitted the lowest hourly rates (the other two firms' hourly rates ranges from 24.8% to 22.9% and 66.3% to 30.8% higher). As a result of negotiations, the proposed labor rates ranging from \$75 to \$117.92 were negotiated down to rates ranging from \$73.11 to \$114.96, representing savings ranging from \$1.89 to \$2.96 or 2.52%. This range of rates is lower than or equal to comparable rates of \$77.41 to \$159.23 for similar IT consulting services under an existing contract with DVI. Based on the above, the negotiated amount of \$4,800,000 (which includes the \$100,000 allocation under the Metro North notice to proceed), with a contingency of \$480,000, for a combined, not-to-exceed amount of \$5,280,000 is deemed fair and reasonable.

METROPOLITAN TRANSPORTATION AUTHORITY
COMPETITIVE PROCUREMENTS

- 3-7. AFT Projects at NYCT and LIRR stations-- AFT to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials at the five stations specified below.
Competitively negotiated -- 191 proposals -- 24 months, NYCT - Myrtle Line --
Cal Lane, Knickerbocker Avenue Station, (\$124,000);
George Bates, Central Avenue Station, (\$129,000)
Laura Fernandez Gibellini, Fresh Pond Road, (\$51,500) and Forest Ave. (\$53,000)
Competitively negotiated -- 32 proposals -- 36 months, LIRR Babylon Line --
Peter Drake, LIRR Massapequa Station, (\$175,000)

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)

- 8-9. T. R. Joy & Associates, Inc. \$350,000
Installation, Maintenance & Repair (not-to-exceed)
Of Security and Burglar Alarm Systems
For MTA Police Dept. and MTA Headquarters
Contract Nos. 12175-0100 and 12175-0200
Competitively negotiated -- 2 proposals -- 36 months
Contractor to furnish all labor, material and equipment necessary to provide as-needed maintenance of security systems, as well as day-to-day monitoring of 17 central burglar alarm systems for the MTA Police Department (MTAPD) and MTA Headquarters (MTAHQ). The systems include but are not limited to closed circuit televisions, card access systems, and any upgrades to security and/or security-related systems. The hourly rate of \$85.00 is the same rates that we are paying under the current three-year contract. The negotiated rate of \$85/hr. is the Contractor's most favored customer pricing and is also lower than the rates that the City of New York and the Federal Government are currently paying for these services. Based on the above factors, the negotiated hourly rates are deemed fair and reasonable.
10. DTL Solutions \$67,948.77
Akamai Dynamic Site Delivery Services (Total)
Contract No. 12206-0100
Sealed Bids/Low Bidder -- 2 Bids -- 12 months
Vendor will provide Akamai Dynamic Site Accelerator service which will improve and enhance performance of alert.mta.info (the Emergency Web site) and mta.info (the Main Web site). The improved performance will enable our customers to receive faster and better access to information. There is no prior contract for this specific type of site delivery service which cost can be compared; however, the total bid of \$67,948.77 submitted by DTL Solutions, the lowest bidder, is \$1,551.23 or 2.2% lower than the second vendor's bid of \$69,500. Based on the above, the low bid of \$67,948.77 is fair and reasonable.

Staff Summary

Schedule F: Personal Service Contracts

Metropolitan Transportation Authority

Page 1 of 2

Item Number: Dept & Dept Head Name: Executive Management/N. Fernandez Division & Division Head Name: Information Technology/W. Hibri						SUMMARY INFORMATION Vendor Name: DVI Communications, Inc. Description: IT Consultant Services Total Amount: \$5,280,000 Contract Term (including Options, if any) November 1, 2012 thru October 31, 2015 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 (e-Proc) <input type="checkbox"/> Bid <input type="checkbox"/> Other: Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:																			
Board Reviews <table border="1"> <thead> <tr> <th>Order</th> <th>To</th> <th>Date</th> <th>Approval</th> <th>Info</th> <th>Other</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Finance</td> <td>10/29/12</td> <td></td> <td></td> <td></td> </tr> <tr> <td>2</td> <td>Board</td> <td>10/31/12</td> <td></td> <td></td> <td></td> </tr> </tbody> </table>						Order	To	Date	Approval	Info	Other	1	Finance	10/29/12				2	Board	10/31/12					
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Internal Approvals <table border="1"> <thead> <tr> <th>Order</th> <th>Approval</th> <th>Order</th> <th>Approval</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Procurement</td> <td>4</td> <td>Diversity and Civil Rights</td> </tr> <tr> <td>2</td> <td>ETG</td> <td>5</td> <td>Legal</td> </tr> <tr> <td>3</td> <td>Executive Management</td> <td>6</td> <td>CFO</td> </tr> </tbody> </table>						Order	Approval	Order	Approval	1	Procurement	4	Diversity and Civil Rights	2	ETG	5	Legal	3	Executive Management	6	CFO				
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1	Procurement	4	Diversity and Civil Rights																						
2	ETG	5	Legal																						
3	Executive Management	6	CFO																						
Narrative																									

I. PURPOSE/RECOMMENDATION

It is requested that the Board approve the award of a multi-agency, competitively-negotiated, personal services contract to DVI Communications, Inc. ("DVI"), for IT technical consulting services for the relocation of MTA Headquarters (to 2 Broadway/MTAPD to undecided locations) and Metro-North Rail Road (to a Midtown location) on an as-needed basis. The contract is for a period of thirty-six months from November 1, 2012 through October 31, 2015 with an option to renew for one additional year, at the sole discretion of the MTA, for an amount of \$4,800,000, with a contingency of \$480,000 for a combined, not-to-exceed amount of \$5,280,000. In addition, because of the tight timeframe associated with Metro-North's relocation from 347 Madison to an alternative location in Midtown Manhattan, it is requested that the Board ratify an expenditure of \$100,000 for Metro-North to engage the contractor commencing October 15, 2012 to assess Metro-North's IT requirements in their new location.

II. DISCUSSION

DVI Communications, Inc. will provide MTA and its agencies with a full-range of IT consulting services on an as-needed basis, including, but not limited to: design and implementation of audio and video requirements, and voice, data, and radio Telecommunications requirements; strategic planning; project management; network design; construction drawings; equipment relocation; acceptance testing; and other technology and security related areas.

To obtain these services, a competitive Request for Proposal (RFP) using the e-procurement process was publicly advertised and letters informing prospective proposers of the availability of the RFP package were sent to 115 firms of which 62 were D/M/WBE firms. Four (4) proposals were received. A Selection Committee consisting of representatives from MTAHQ/ETG and PD evaluated the proposals and unanimously determined that three (3) of the firms were technically qualified and were invited to participate in the live, on-line e-procurement process. As a result of the e-procurement process and subsequent negotiations, DVI submitted the lowest hourly rates (the other two firms' hourly rates ranges were 24.8% to 22.9% and 66.3% to 30.8% higher). MTA has conducted a responsibility review and other due diligence on DVI and has deemed them to be responsible for award.

Staff Summary



Metropolitan Transportation Authority

Contract No. 12165-0100

Page 2 of 2

As a result of negotiations, the proposed labor rates ranging from \$75 to \$117.92 were negotiated down to rates ranging from \$73.11 to \$114.96, representing savings ranging from \$1.89 to \$2.96 or 2.52%. This range of rates is lower than or equal to comparable rates of \$77.41 to \$159.23 for similar IT consulting services under an existing contract with DVI. Based on the above, the negotiated pricing is deemed fair and reasonable.

III. D/M/WBE INFORMATION

The MTA's Department of Diversity and Civil Rights established 10% MBE and 10% WBE goals for this contract.

IV. IMPACT ON FUNDING

Funding for this contract is part of the overall budget for the relocation of MTAHQ from Madison Ave to 2 Broadway.

V. ALTERNATIVES

Provide these services in-house. This is not a viable option. The Authority does not have the resources or the trained personnel to perform these services.

NOVEMBER 2012
MTA REAL ESTATE
LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL

ACTION ITEMS

MTA NEW YORK CITY TRANSIT

License agreement with Gulam Zilani for the operation of a newsstand at Grand Street Station, Sixth Avenue Line, New York, New York

License agreement with Mohamad A. Kashem for the operation of a newsstand at Euclid Avenue Station, Fulton Street Line, Brooklyn, New York

License Agreement with S.F. News, Inc. for the operation of two existing newsstands and the construction of two new newsstands at West 4th Street Station, Eighth Avenue and Sixth Avenue Lines, Manhattan, New York

MTA METRO-NORTH RAILROAD

Lease with Starbucks Coffee Company for the retail sale of coffee-based drinks, teas, non-alcoholic beverages, coffee beans, breakfast bakery items, sweets and desserts in Retail Space MC-06 at Grand Central Terminal

Lease with Christopher Broberg and Adriana Kulczycky for the operation a retail concession space at Goldens Bridge Station in Goldens Bridge, New York

Lease agreement with Kamlesh, Inc. for the operation of the newsstand in the lobby of 2 Broadway, New York, New York

MTA LONG ISLAND RAIL ROAD

License Agreement with Gershow Recycling of Valley Stream Inc. for commercial parking and storage under the viaduct on the West Hempstead Branch Right of Way, in Valley Stream, New York

Staff Summary



Metropolitan Transportation Authority

Page 1 of 2

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature
Project Manager Name MICHAEL T. THADATHIL

Date OCTOBER 29, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/29/12	X		
2	Board	10/31/12	X		

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

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

LICENSEE: Gulam Zilani

LOCATION: Grand Street Station, New York, NY

ACTIVITY: Operation of a newsstand

ACTION REQUESTED: Approval of terms

TERM: Ten years, subject to termination at will by MTA upon 60 days' notice

SPACE: Approximately 91 square feet

COMPENSATION:	Year	Annual	Monthly	% Increase	Per Sq. Ft.
	1	\$30,672.00	\$2,556.00		\$ 337.05
	2	\$31,664.16	\$2,638.68	3.23%	\$ 347.96
	3	\$32,539.92	\$2,711.66	2.77%	\$ 357.58
	4	\$33,516.00	\$2,793.00	3.00%	\$ 368.31
	5	\$34,521.48	\$2,876.79	3.00%	\$ 379.36
	6	\$35,557.08	\$2,963.09	3.00%	\$ 390.74
	7	\$36,623.76	\$3,051.98	3.00%	\$ 402.46
	8	\$37,722.36	\$3,143.53	3.00%	\$ 414.53
	9	\$38,853.96	\$3,237.83	3.00%	\$ 426.97
	10	\$40,019.52	\$3,334.96	3.00%	\$ 439.77

COMMENTS:

This license was publicly offered via a request for proposals ("RFP"), which covered eleven NYCT subway stations in Brooklyn, Queens and Manhattan. MTA Real Estate received a total of 11 responsive proposals for this location. Subsequent to the RFP, NYCT authorized the sale of Lotto tickets in the subway system, and the proposers were given the opportunity to modify their proposals to take this opportunity into account. Eight of the eleven proposers submitted revised offers, while three chose to maintain their initial offers.

The compensation proposed (calculated on a present value basis using a discount rate of 9%) ranged from \$221,059 to \$18,002. The top three proposals, in order of present value, were made by:

1. Gulam Zilani - \$221,059;

Staff Summary

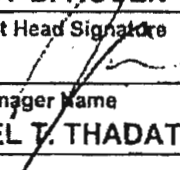
FINANCE COMMITTEE MEETING Grand Street Station (Contd.)

2. Mahabubar Rahman - \$155,640; and
3. Zashim Uddin - \$147,173.

Although he does not have the newsstand operating experience of Mr. Rahman (who is the incumbent month-to-month operator of this newsstand), Mr. Zilani has several years of retail experience operating a grocery store in Astoria, Queens, and he has demonstrated that he has sufficient financial resources to complete the minimal refurbishment work required at this location.

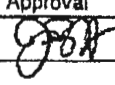
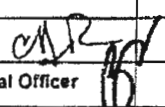

Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement with Gulam Zilani on the above-described terms and conditions.

Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name MICHAEL T. THADATHIL

Date OCTOBER 29, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/29/12	X		
2	Board	10/31/12	X		

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

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

LICENSEE: Mohamad A. Kashem

LOCATION: Euclid Avenue Station, Brooklyn, NY

ACTIVITY: Operation of a newsstand

ACTION REQUESTED: Approval of terms

TERM: Ten years, subject to termination at will by MTA on 60 days' notice.

SPACE: Approximately 84 square feet

COMPENSATION:	Year	Annual	Monthly	% Increase	Per Sq. Ft.
	1	\$23,785.00	\$1,982.08		\$283.15
	2	\$24,740.00	\$2,061.67	4.02%	\$294.52
	3	\$25,730.00	\$2,144.17	4.00%	\$306.31
	4	\$26,760.00	\$2,230.00	4.00%	\$318.57
	5	\$27,830.00	\$2,319.17	4.00%	\$331.31
	6	\$28,945.00	\$2,412.08	4.01%	\$344.58
	7	\$30,100.00	\$2,508.33	3.99%	\$358.33
	8	\$31,310.00	\$2,609.17	4.02%	\$372.74
	9	\$32,565.00	\$2,713.75	4.01%	\$387.68
	10	\$33,890.00	\$2,824.17	4.07%	\$403.45

COMMENTS:

This license was publicly offered via a request for proposals ("RFP"), which covered eleven NYCT subway stations in Brooklyn, Queens and Manhattan. MTA Real Estate received a total of 17 responsive proposals for this location. Subsequent to the RFP, NYCT authorized the sale of Lotto tickets in the subway system, and the proposers were given the opportunity to modify their proposals to take this opportunity into account. Thirteen of the seventeen proposers submitted revised offers, while four chose to maintain their initial offers.

The compensation proposed (calculated on a present value basis using a discount rate of 9%) ranged from \$48,275 to \$191,516. The top three proposals, in order of present value, were made by:

1. Javed Uddin Bhuiyan - \$191,516;

Staff Summary

FINANCE COMMITTEE MEETING Euclid Avenue Station (Contd.)

2. Mohamad A. Kashem - \$178,305; and
3. Shamsu Uddin - \$178,231.

Mr. Bhuiyan recently entered into an agreement to design and build an entirely new newsstand at NYCT's South Ferry station, which requires a significant capital investment. The newsstand at the Euclid Avenue location also requires a complete overhaul and a significant capital investment. Mr. Bhuiyan did not respond to several requests for documentation to demonstrate that he has the financial resources and ability to complete the required renovations, staff and commence operations at these two newsstands at the same time.

The second highest proposer, Mr. Kashem, is the owner of Zaman News, which currently licenses newsstands at three NYCT stations in Manhattan: 72nd Street (1, 2 & 3 trains), 81st Street (B & C trains), and 116th Street (6 local train). MTA Real Estate considers Mr. Kashem to be a licensee in good standing. He has the operating experience and demonstrated that he has the financial resources to successfully build and operate the Euclid Avenue Station newsstand; and he is not engaged in design or construction work with respect to any other newsstand at the present time.

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

Staff Summary



Metropolitan Transportation Authority

Page 1 of 2

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

Date OCTOBER 29, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/29/12	X		
2	Board	10/31/12	X		

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

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

LICENSEE: S.F. News Inc., a New York State corporation owned by Shafika Faruqi and Aktaruzzaman Khan ("S.F. News")

LOCATION: West 4th Street Subway Station, Manhattan, NY

ACTIVITY: Operation of four newsstands

ACTION REQUESTED: Approval of terms

TERM: Ten years with one five-year extension option, subject to termination at will by MTA on 60 days' notice.

SPACE: Approximately 104 square feet each (total 416 square feet)

COMPENSATION:	Year	Annual	Monthly	% Increase	Per Sq. Ft.
	1	\$317,750.00	\$26,479.17		\$763.82
	2	\$327,283.00	\$27,273.58	3.00%	\$786.74
	3	\$337,101.00	\$28,091.75	3.00%	\$810.34
	4	\$347,214.00	\$28,934.50	3.00%	\$834.65
	5	\$357,630.00	\$29,802.50	3.00%	\$859.69
	6	\$368,359.00	\$30,696.58	3.00%	\$885.48
	7	\$379,410.00	\$31,617.50	3.00%	\$912.04
	8	\$390,792.00	\$32,566.00	3.00%	\$939.40
	9	\$402,516.00	\$33,543.00	3.00%	\$967.59
	10	\$414,592.00	\$34,549.33	3.00%	\$996.62
	11	\$427,030.00	\$35,585.83	3.00%	\$1,026.51
	12	\$439,841.00	\$36,653.42	3.00%	\$1,057.31
	13	\$453,036.00	\$37,753.00	3.00%	\$1,089.03
	14	\$466,627.00	\$38,885.58	3.00%	\$1,121.70
	15	\$480,626.00	\$40,052.17	3.00%	\$1,155.35

COMMENTS

This license was publicly offered via a request for proposals ("RFP"), which covered eleven NYCT subway stations in Brooklyn, Queens and Manhattan. A five-year extension option was offered to take into account the substantial electrical work that will be required of the licensee to bring the two existing newsstands up to code and construct two additional newsstands.

Staff Summary

FINANCE COMMITTEE MEETING License Agreement (Contd.)



Metropolitan Transportation Authority

Page 2 of 2

In response to the RFP, MTA Real Estate received a total of 14 proposals for this location, one of which was withdrawn. Subsequent to the RFP, NYCT authorized the sale of Lotto tickets in the subway system, and the proposers were given the opportunity to modify their proposals to take this opportunity into account. The proposers and the present value of the rents proposed (calculated using a 9% discount rate) were as follows: Himesh Patel \$3,030,896.73; S.F. News \$3,030,693.14; Abdul Hamid \$2,879,359.08; Bachubhai Mehta \$2,479,867.61; Ansuya & Sudhir Patel \$2,403,590.62; Mohammad R. Ullah \$2,100,556.57; Abul K. Islam \$1,856,115.36; Dimazine Newstand Inc. \$1,815,204.99; Eskander Shazada \$1,605,757.71; Muhammad Mir Hossain \$1,397,408.56; Fakhrul Alam \$1,203,277.24; Azhar Khan \$1,132,696.35 and Mahabubar Rahman \$1,030,082.38.

The highest proposer, Mr. Himesh Patel, was not able to provide evidence of sufficient financial resources to complete the required improvements, and he has limited relevant business experience. The second highest proposer, S.F. News, provided a financial guarantee, offered compensation only \$200 less on a present value basis than the higher proposal, and has experience successfully constructing and operating NYCT newsstands. S.F. News has operated newsstands at nine other locations in the NYCT system. S.F. News' obligations will be guaranteed by Ms. Faruqui and Mr. Khan.

Based on the foregoing, Real Estate requests authorization to enter into a license agreement with S.F. News on the above described terms and conditions.

Staff Summary



Metropolitan Transportation Authority

Page 1 of 3

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

Date OCTOBER 29, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/29/12	X		
2	Board	10/31/12	X		

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

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

LESSEE: Starbucks Coffee Company dba Starbucks ("Starbucks")

LOCATION: Retail Space MC-6

ACTIVITY: The retail sale of coffee and espresso-based drinks, teas, non-alcoholic beverages, fresh whole (and ground) coffee beans, breakfast bakery items, sweets and desserts.

ACTION REQUESTED: Approval of terms

TERM: Ten years

SPACE: Approximately 1335 sq. ft.

COMPENSATION: Annual Base Rent plus 6% of gross sales over Breakpoint, as follows:

Year	Annual Base Rent	PSF	Breakpoint
1	\$667,500	\$500.00	\$3,000,000
2	\$687,525	\$515.00	\$3,090,000
3	\$707,550	\$530.00	\$3,182,700
4	\$728,910	\$546.00	\$3,278,181
5	\$751,605	\$563.00	\$3,376,526
6	\$772,965	\$579.00	\$3,477,822
7	\$796,995	\$597.00	\$3,582,157
8	\$821,025	\$615.00	\$3,689,621
9	\$845,055	\$633.00	\$3,800,310
10	\$870,420	\$652.00	\$3,914,319

MARKETING: \$ 10.30 per sq. ft. per year increasing annually by 3%

TRASH: \$ 12.00 per sq. ft. per year increasing annually by 5%

SECURITY: Three months minimum rent

INSURANCE: Standard

CONSTRUCTION PERIOD: 90 days

Staff Summary

FINANCE COMMITTEE MEETING

Starbucks Coffee Company dba Starbucks (Cont'd.)



Metropolitan Transportation Authority

Page 2 of 3

COMMENTS:

In response to a recent MTA Request for Proposals ("RFP") for Retail Space MC-6, Grand Central Terminal, nine proposals were received, from Starbucks, NB Smoothie dba Tasti D-Lite and Planet Smoothie, Devon and Blakely dba YoGoGo, Minamoto Kitchoen, Charbonnel et Walker dba Charbonnel Café, Sunflower Baking Corp dba Hot & Crusty, Joe the Art of Coffee, LDV dba Corso Coffee and KFG Restaurants dba California Tortilla.

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

The RFP for this space prohibited uses that include the sale of soups, salads, sandwiches, pizza, hot dogs and any other items considered fast food entrees. KFG Restaurants dba California Tortilla proposed to sell burritos, quesadillas, salads and soups. Consequently, in accordance with the Guidelines, the Director of GCT Development determined that this proposal was not responsive and it was eliminated from further consideration.

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

Starbucks has been a highly successful tenant at this location since 2002, earning great customer loyalty from commuters and other GCT customers. This is one of Starbucks' busiest morning destination stores, serving more than 700 customers between 7:00 am and 9:00 am each weekday alone. Starbucks has proposed a significant renovation, which will include new equipment, casework finishes, flooring, lighting and signage, as well as a new storefront to improve customer flow and reduce congestion in the Shuttle Passage.

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

Staff Summary

JBR 10-08-12



Metropolitan Transportation Authority


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>
Starbucks Coffee Company	\$5,550,995.38	1	\$5,550,995.38	\$12,812.29	0	0	\$5,550,995.38	70.0	25	95.0
NB Smoothie dba Tasti D-Lite and Planet Smoothie	\$4,006,964.85	1	\$4,006,964.85	0	0	0	\$4,006,964.85	50.5	15	65.5
Devon and Blakely dba YoGoGo	\$3,336,396.66	1	\$3,336,396.66	\$217,373.33	0	0	\$3,336,396.66	42.1	20	62.1
Minamoto Kitchen	\$3,235,832.13	1	\$3,235,832.13	\$775,454.81	0.01	\$8,313.77	\$3,244,145.90	40.9	15	55.9
Charbonnel et Walker dba Charbonnel Cafe	\$3,144,095.63	1	\$3,144,095.63	\$413,597.57	0.34	\$139,936.92	\$3,284,032.56	41.4	20	61.4
ABC Restaurants dba ABC Restaurants	NOT RESPONSIVE \$2,775,401.74	0	0	0	0	0	0	0	0	0
Sunflower Baking Corp dba Hot & Crusty	\$2,421,302.47	1	\$2,421,302.47	0	0	0	\$2,421,302.47	30.5	20	50.5
Joe the Art of Coffee	\$2,079,698.59	1	\$2,079,698.59	\$557,684.78	0.50	\$278,842.39	\$2,358,540.97	29.7	25	54.7
LDV dba Corao Coffee	\$1,665,841.33	1	\$1,665,841.33	0	0	0	\$1,665,841.33	21.0	20	41.0

* 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 AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ALICIA BIGGS

Date NOVEMBER 26, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/28/12			
2	Board	11/28/12			

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

AGENCY: MTA Metro-North Railroad ("Metro-North")
LESSEE: Christopher Broberg and Adriana Kulczycky
LOCATION: Goldens Bridge Station on Metro-North's Harlem Line
ACTIVITY: Retail sale of coffee, teas, non-alcoholic beverages, breakfast bakery items, newspapers and magazines.
ACTION REQUESTED: Approval of terms
TERM: Ten years
SPACE: Approximately 285 sq. ft.
COMPENSATION: Base Rent as follows:

<u>Year</u>	<u>Annual</u>	<u>Monthly</u>	<u>% Increase</u>	<u>Per Sq. Ft.</u>
1	\$9,000.00	\$750.00	3%	\$31.58
2	\$9,270.00	\$772.50	3%	\$32.53
3	\$9,548.10	\$795.68	3%	\$33.50
4	\$9,834.54	\$819.55	3%	\$34.51
5	\$10,129.58	\$844.13	3%	\$35.54
6	\$10,433.47	\$869.46	3%	\$36.61
7	\$10,746.47	\$895.54	3%	\$37.71
8	\$11,068.86	\$922.41	3%	\$38.84
9	\$11,400.93	\$950.08	3%	\$40.00
10	\$11,743.00	\$978.58	3%	\$41.20

COMMENTS:

In response to a recent MTA request for proposals for a retail concession space at Metro-North's Goldens Bridge Station, three proposals were received. The highest rent was from Christopher Broberg and Adriana Kulczycky, a husband and wife team, who offered \$9,000 for the initial year with 3% annual increases over the term of the lease. Such rent exceeds the fair market rental value of \$4,000 per annum, as estimated by MTA Real Estate's independent consultant. Over the 10 year term, the present value of such proposed rent, using a 9% discount rate, is \$64,847. The remaining proposals were from Airport Restaurant, Inc., which submitted a proposal with a present value of \$36,962, and from Richard and Wanda Law who submitted a proposal with a present value of \$28,820.

Staff Summary

FINANCE COMMITTEE MEETING

Christopher Broberg and Adriana Kulczycky (Cont'd.)



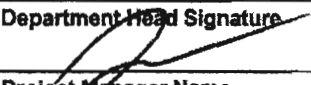
Metropolitan Transportation Authority

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Mr. Broberg currently works as a pastry chef at a prominent hotel in Manhattan, and he and Ms. Kulczycky propose to operate a high-end tea, pastry and coffee shop. They are local residents and very familiar with the station. They have a good credit history and the financial resources to renovate the space and operate the coffee shop. Mr. Broberg and Ms. Kulczycky may form a corporate entity for the business, which would enter into the lease with the MTA, in which case they will personally guarantee the obligations of the corporate entity under the lease.




Based on the foregoing, MTA Real Estate requests authorization to enter into a lease agreement with Christopher Broberg and Adriana Kulczycky 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 BENSON GOODWYN

Date NOVEMBER 26, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/28/12	X		
2	Board	11/28/12	X		

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

AGENCY: Metropolitan Transportation Authority ("MTA")
 LESSEE: Kamlesh, Inc.
 LOCATION: 2 Broadway, New York, New York
 ACTIVITY: Operation of a newsstand
 ACTION REQUESTED: Approval of terms
 TERM: Seven years
 SPACE: Approximately 252 square feet of retail area with 66 square feet of adjacent storage
 COMPENSATION: Base rent as follows:

Year	Annual	Monthly	% Increase	Per sq. ft.
1	\$54,000.00	\$4,500.00	3%	\$214.28
2	\$55,670.00	\$4,639.16	3%	\$220.91
3	\$57,288.60	\$4,774.05	3%	\$227.33
4	\$59,007.47	\$4,917.29	3%	\$234.15
5	\$60,777.47	\$5,064.79	3%	\$241.18
6	\$62,600.79	\$5,216.73	3%	\$248.41
7	\$64,478.82	\$5,373.23	3%	\$255.86

COMMENTS

In response to a request for proposals for the lease of the lobby newsstand at 2 Broadway, MTA Real Estate received seven proposals. The high bid was submitted by Kamlesh, Inc. at \$54,000 for year one with 3% annual increases over the term of the lease. The present value of such rent over the term, using a 9% discount rate, is \$294,494. The first year's rent is at the top of the range of fair market rental value of \$50,400 to \$54,000 per annum as estimated by MTA Real Estate's independent consultant.

The remaining proposals were from Metro Lobby Store #8 LLC (whose principal is the principal of the incumbent operator, Metro Lobby Stores, Inc.), which submitted a proposal with a present value of \$274,859; Rainy Day News, Inc., which submitted a proposal with a present value of \$262,301; Chi Y. Kim, who submitted a proposal with a present value of \$251,958; Pragi, Inc., which submitted a proposal with a present value of \$212,091; Saha Newstand, Inc., which submitted a proposal with a present value of \$202,872; and Sparff Trans LLC, which submitted a proposal with a present value of \$196,329.

Staff Summary

FINANCE COMMITTEE MEETING

Kamlesh, Inc (Cont'd.)



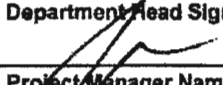
Metropolitan Transportation Authority

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Kamlesh has agreed to upgrade the newsstand by refurbishing the finishes throughout the space, improving the lighting, and replacing the existing the appliances with Energy Star rated appliances. Raj Sewani (the principal of Kamlesh) operates a number of other newsstands in prominent buildings both downtown and in midtown. Mr. Sewani has agreed to the form of lease that accompanied the RFP and will personally guarantee the obligations of Kamlesh.

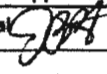
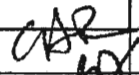

Based on the foregoing, MTA Real Estate requests authorization to enter into a lease agreement with Kamlesh on the above-described terms and conditions.

Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name DOBBIE MASSARIA ROBERTS

Date NOVEMBER 26, 2012
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/26/12	X		
2	Board	11/28/12	X		

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

AGENCY: MTA Long Island Rail Road ("LIRR")
 LICENSEE: Gershow Recycling of Valley Stream, Inc. ("Gershow")
 LOCATION: LIRR property under the viaduct of LIRR's West Hempstead Branch, Valley Stream, , NY
 ACTIVITY: Commercial parking and materials storage
 ACTION REQUESTED: Approval of terms
 TERM: Ten years, subject to termination at will by MTA on 60 days' notice
 SPACE: Approximately 5,192 square feet

COMPENSATION:	Year	Annual Compensation	Price PSF	Annual Increase
	1	\$4,700.00	\$.91	
	2	\$4,841.00	\$.93	3%
	3	\$4,986.23	\$.96	3%
	4	\$5,135.82	\$.99	3%
	5	\$5,289.89	\$ 1.02	3%
	6	\$5,448.59	\$ 1.05	3%
	7	\$5,612.05	\$ 1.08	3%
	8	\$5,780.41	\$ 1.11	3%
	9	\$5,953.82	\$ 1.15	3%
	10	\$6,132.43	\$ 1.18	3%

COMMENTS

In response to a recent request for proposals to utilize and maintain vacant land under a portion of the viaduct on the LIRR's West Hempstead Branch in Valley Stream, MTA Real Estate received a single proposal, from Gershow Recycling of Valley Stream, Inc. ("Gershow"). Gershow's recycling business is located at 97 East Hawthorne Ave., adjacent to the proposed licensed location. Gershow will use the area offered in the RFP for employee and visitor parking and storage of materials in existing sheds (which Gershow will repair) that were previously constructed on the site but are currently unused. Locked swing gates will be installed at either end of the licensed area to provide access to the licensed area when required by LIRR. LIRR fully supports the proposed use of this site, particularly since its occupancy would eliminate

Staff Summary

FINANCE COMMITTEE MEETING

Gershow (Cont'd.)



Metropolitan Transportation Authority

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constant loitering, graffiti and illegal dumping that take place on the site. As per our discussions with real estate brokers in the area, the proposed compensation is within the range of market values for the interest being granted in this site, factoring in the use restrictions, LIRR's continuing right to use the property when and as needed, and MTA's at-will termination right.

Based on the foregoing, MTA Real Estate requests authorization to grant a license to Gershow on the above-described terms and conditions.



PROCUREMENTS

The Procurement Agenda this month includes 19 actions for a proposed expenditure of \$54.9M.



Staff Summary

Subject Expedited Change Order Procedure for R179 Train Procurement
Department Materiel
Department Head Name Stephen M. Plochocki
Department Head Signature

Date September 10, 2012
Vendor name N/A
Contract Number R34179
Contract Manager Name Andrew J. Layman <i>ASL</i>
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	NYCT Committee				
2	Board				

Internal Approvals			
Order	Approval	Order	Approval
1 X	Law	<i>ASL</i>	President
2 X	DDCR		
3 X	Subways		
<i>4/10/5</i>	Executive VP		

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

Purpose

To obtain authorization from the Board to use the expedited change order procedure developed pursuant to Articles IX and X of the All-Agency Procurement Guidelines for the R179 Train Procurement with Bombardier Transit Corporation (Bombardier). The change order procedure will be the same as previously authorized for the R142 Train Procurement with Bombardier, the R142A, R143 and R188 Train Procurements with Kawasaki, and the R160 Train Procurement with ALSKAW.

Discussion

The R179 Train Procurement is for a quantity of 300 cars. As work progresses on the Contract, changes may be required by reason of legal, safety, design or maintenance concerns or requirements. The need for these changes can be raised by either NYC Transit or the Contractor. Once the need for the change is recognized, it is critical that an additional work order (AWO) be finalized and issued as quickly as possible. Due to the rapid rate of production, any delay in the issuance of AWOs will result in additional costs associated with redesign efforts or retrofit of already manufactured equipment. The greater the delay in issuance of AWOs, the greater likelihood of increased costs. For example, based on a random sampling of change orders from various prior car contracts, retrofit work generally costs two to five times higher than work done during the manufacturing process.

A specific expedited change order procedure has been developed and was utilized for the R142, R142A, R143, R160 and R188 Train Procurements. In July 1997, the Board first authorized the use of the expedited change order procedure as developed pursuant to Articles VIII and IX of the then-current All-Agency Procurement Guidelines for all AWOs for the R142 and R142A Train Procurements. The Board subsequently granted authorization to utilize this procedure for the R143 and R160 Train Procurements, and then most recently in December 2010, granted authorization to use it for the R188 Train Procurement. The same rationale that applied to the R142, R142A, R143, R160 and R188 Train Procurements also applies to the R179 Train Procurement.

Under normal AWO procedures, all change orders exceeding \$250,000 which do not meet the Article IX expedited approval standard must be submitted to the Board through its regular processing cycle while change orders of \$250,000 or less require the approval of no higher than the Assistant Chief Procurement Officer. As the R179 order quantity is 300 cars, each R179 change order for as little as \$834 per car would require Board action, potentially causing a more lengthy approval process. Any delay in issuance of an R179 change order could result in additional costs and delay delivery of the cars. However, Article IX, Paragraph B, of the All-Agency Procurement Guidelines permits the President or his designee to enter into AWOs without Board action if there exists the risk of substantial increase of cost or delay if prompt action is not taken. The expedited change order procedure establishes specific, consistent approval thresholds depending on the dollar value of the change order. For all change orders with a total value of \$50,000 or more (or credits of \$50,000 or more), approval is required from the Vice President, Materiel before the change order can be executed. Change orders of less than \$50,000 (or credits of less than \$50,000) can be approved by the Assistant Chief Procurement Officer. This staff summary is consistent with the requirements set forth in Article X regarding staff summary content.

Discussion: (continued)

Proper fiscal controls over the issuance of AWOs exist in the form of the already-established 2% R179 budgetary contingency for AWOs. Capital Budget approval would be necessary to exceed this contingency amount. Maximum hourly personnel rates for AWO work performed by the Contractor are set forth in the R179 Contract and each AWO will comply with the rules for conducting cost/price analyses. Cost estimates related to each proposed AWO will be provided by NYC Transit's independent engineering consultant, who has extensive experience in rail car manufacturing and NYC Transit Train procurements.

Whenever possible, a lump sum price will be negotiated for an AWO prior to its issuance. When advance negotiations cannot be concluded, NYC Transit will issue a Change Order Directive which obligates the Contractor to commence the work. Negotiations would continue to be conducted with a goal of reaching an agreed-upon price prior to completion of the AWO work.

Use of this expedited change order procedure will also standardize the AWO process by keeping the existing administrative process and will avoid confusion of having separate administrative AWO programs for the R160, R188 and R179 Train Procurements. The Board will be apprised of the status of the R179 Train Procurement in regular presentations to the Capital Project Oversight Committee (CPOC) by the MTA, NYC Transit and the MTA oversight consultant as was the case for the R142, R142A and R143 Train Procurements and is currently performed for the R160 and R188 Train Procurements.

Impact on Funding

None

Recommendation

It is recommended that the Board adopt the attached resolution to authorize the use of the expedited change order procedure developed pursuant to Articles IX and X of the All-Agency Procurement Guidelines for all change orders under the R179 Train Procurement with Bombardier.

RESOLUTION

WHEREAS, in a Staff Summary dated September 10, 2012, the Vice President, Materiel, has recommended that the Authority be authorized to use the expedited change order process developed pursuant to Articles IX and X of the All-Agency Procurement Guidelines for the R179 Train Procurement; and

WHEREAS, the expedited process is the same as that authorized for the R142 and R142A Train Procurements at the Board meeting of July 30, 2007, for the R143 Train Procurement at the Board meeting of June 30, 1999, for the R160 Train Procurement at the Board meeting of September 26, 2002, and for the R188 Train Procurement at the Board meeting of December 15, 2010; and

WHEREAS, the Authority has determined that, in order to avoid the submission of an excessive number of change orders to the Board, it is in the public interest to authorize the expedited process for the R179 Train Procurement as recommended in the said Staff Summary;

NOW, THEREFORE, BE IT RESOLVED, effective immediately, that the Authority is authorized to use the expedited change order process developed pursuant to Articles IX and X of the All-Agency Procurement Guidelines for all change orders under the R179 Train Procurement.

Subject Request for Authorization to Award Various Procurements					
Department Materiel Division – NYCT					
Department Head Name Stephen M. Plochochi					
Department Head Signature <i>[Signature]</i>					
Project Manager Name Rose Davis					
Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	11/26/12			
2	Board	11/28/12			

November 16, 2012			
Department Law and Procurement - MTACC			
Department Head Name Evan Eisland			
Department Head Signature <i>[Signature]</i>			
Table of Contents Ref #			
Internal Approvals			
	Approval		Approval
<i>[Signature]</i>	President NYCT		President MTACC <i>[Signature]</i>
<i>[Signature]</i>	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:

<u>Procurements Requiring Two Thirds Vote:</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule A:	Non-Competitive Purchases and Public Work Contracts	3	\$ 25.7 M
	• Kone Spares \$ 5.0 M		
	• Racine Railroad Products, Inc. 0.7 M		
	• Vapor Stone Rail Systems \$ 20.0 M		
 <u>Schedules Requiring Majority Vote</u>			
Schedule F:	Personal Service Contracts	1	\$ 0.7 M
	• Microsoft Corporation \$ 0.7 M		
Schedule H:	Modifications to Personal/Miscellaneous Service Contracts	1	\$ 3.6 M
	• NYS Industries for the Disabled \$ 3.6 M		
SUBTOTAL		5	\$ 30.0 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:

Schedules Requiring Majority Vote

Schedule F: Personal Service Contracts	1	\$	4.3 M
Schedule G: Miscellaneous Service Contracts	1	\$	0.8 M
Schedule L: Budget Adjustments to Estimated Quantity Contracts	2	\$	7.4 M
SUBTOTAL		4	\$ 12.5 M

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

Schedules Requiring Majority Vote

Schedule I: Modifications to Purchase and Public Works Contracts	2	\$	1.9 M
SUBTOTAL		2	\$ 1.9 M

NYC Transit proposes to award Ratifications in the following categories:

Schedules Requiring Two-Thirds Vote:

Schedule D: Ratification of Completed Procurement Actions	1	\$	3.2 M
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Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions	2	\$	1.8 M
SUBTOTAL		3	\$ 5.0 M

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

Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions	5	\$	5.5 M
SUBTOTAL		5	\$ 5.5 M
TOTAL		19	\$ 54.9 M

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.

NOVEMBER 2012

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. | Kone Spares
Sole Source - Three-year omnibus
Purchase of inventory and non-inventory replacement escalator and powerwalk parts. | \$5,000,000 (Est.)

<u>Staff Summary Attached</u> |
| 2. | Racine Railroad Products, Inc.
Sole Source – Three-year contract
RFQ # 34566
Multi-agency contract for the purchase of non-inventory replacement track parts for NYC Transit, LIRR, and Staten Island Railway. | \$730,000 (Est.)

<u>Staff Summary Attached</u> |
| 3. | Vapor Stone Rail Systems
A Division of Wabtec Company
Sole Source - Three-year omnibus
Purchase of door operator parts and other sole-source parts for subway cars. | \$20,000,000 (Est.)

<u>Staff Summary Attached</u> |

Procurements Requiring Majority Vote:

F. Personal Service Contracts

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

- | | | |
|----|---|--|
| 4. | Microsoft Corporation
Sole Source – Two-year contract
Contract #9630
All-Agency contract for Microsoft Premier Support to manage various Microsoft software applications. | \$715,453 (NTE)

<u>Staff Summary Attached</u> |
|----|---|--|

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

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

- | | | |
|----|--|---|
| 5. | NYS Industries for the Disabled
Contract # 05H9259.2
Modification to the contract for janitorial and window cleaning services, in order to extend the contract term. | \$3,638,768 (Est.)

<u>Staff Summary Attached</u> |
|----|--|---|

NOVEMBER 2012

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

F. Personal Service Contracts

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

1. CH2M HILL New York, Inc. \$4,321,069 (NTE) Staff Summary Attached
Two Proposals/Low Proposer – Thirty-nine month contract
Contract #CM-1868
Consulting services for the R211 Subway Car contract.

G. Miscellaneous Service Contracts

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

2. Shared Solutions and Services, Inc. \$751,225 (Est.) Staff Summary Attached
Non-Competitive – Forty-seven month contract
REQ #11744
Maintenance of NYC Transit's private branch exchange telephone switches.

NOVEMBER 2012

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

L. Budget Adjustments to Estimated Quantity Contracts

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

3. Wright Express, Inc. Contract # 10D0260B (DOB) May 1, 2010 – April 30, 2015 Fuel Card	Original Amount:	\$	2,816,687
	Prior Modifications:	\$	0
	Prior Budgetary Increases:	\$	0
	Current Amount:	\$	2,816,687
	This Request:	\$	1,870,000
	% of This Request to Current Amount:		66.4%
	% of Mods/Budget Adjustments (including This Request) to Original Amount:		66.4%
4. Wright Express, Inc. Contract # 10D0260C (DOS) May 1, 2010 – April 30, 2015 Fuel Card	Original Amount:	\$	5,190,480
	Prior Modifications:	\$	0
	Prior Budgetary Increases:	\$	0
	Current Amount:	\$	5,190,480
	This Request:	\$	5,500,000
	% of This Request to Current Amount:		105.9%
	% of Mods/Budget Adjustments (including This Request) to Original Amount:		105.9%

Discussion: (Items 3-4)

This contract is part of a joint-agency award, led by Metro-North Railroad (MNR) awarded to Wright Express, Inc. (WEX) for fuel card services for the non revenue divisions of the Department of Buses (DOB) and Department of Subways (DOS), as well as the Paratransit division. The fuel card is accepted at a network of retail fuel stations which enables users to fuel at gas stations throughout the five boroughs.

These budget adjustments are required for DOB and DOS only. The primary reason for these budget adjustment requests is that there has been a significant increase in fuel costs. Since award of the contract in May 2010, pump prices for gasoline have increased by 81.3% and diesel prices have increased by 57.8%.

In addition to the price of fuel having significantly increased in the past 2.5 years, there are other reasons for the additional funding requirements varying between the divisions. Reasons include: original estimates were underestimated; unforeseen additional fuel card usage due to repairs to fuel tanks (making the tanks inaccessible); and weather related issues (increase in equipment usage).

NOVEMBER 2012

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

I. Modifications to Purchase and Public Work Contracts

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

1. **Plaza Schiavone JV** **\$835,000** *Staff Summary Attached*
Contract # A-36125.172
Modification to the contract for the Fulton Center Enclosure, in order to furnish and install new housings for signage and advertising display panels.
2. **Skanska/Railworks JV** **\$1,075,000** *Staff Summary Attached*
Contract #C-26505.14
Modification to the contract to furnish and install finishes and systems for the No. 7 Line Extension, in order to provide various changes to the medium voltage switchgear at Sites J and K.

NOVEMBER 2012

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

D. Ratification of Completed Procurement Actions

(Staff Summaries required for items requiring Board approval.) 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. | Construction Polymers Company
Commodity #s 01-64-3342/43/44/45/46/47
Immediate Operating Need
Purchase of 10,465 Resilient Fastener (RF) Plates. | \$3,182,930 | <u>Staff Summary Attached</u> |
|----|---|-------------|-------------------------------|

Procurements Requiring Majority Vote:

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

(Staff Summaries required for items requiring Board approval.)

- | | | | |
|----|---|-------------|-------------------------------|
| 2. | Citnalta Construction/Judlau
Contracting, JV
Contract #A-35797.51
Modification to the contract for the rehabilitation of seven stations and line structures on the West End Line, in order to perform additional excavation of column bases. | \$350,000 | <u>Staff Summary Attached</u> |
| 3. | John Civetta & Sons
Contract #A-36065.34
Modification to the contract for the rehabilitation of the Dyckman Street Station and component repair of five stations on the Broadway/Seventh Avenue Line in Manhattan and The Bronx, in order to provide various landmark enhancements to the Dyckman Street Station. | \$1,423,622 | <u>Staff Summary Attached</u> |

NOVEMBER 2012

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

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

(Staff Summaries required for items requiring Board approval.)

1. **E.E. Cruz and Tully Construction Company, JV, LLC** **\$365,000** **Staff Summary Attached**
Contract # C-26005.107
 Modification to the contract for civil, structural, and utility relocation for the Second Avenue Subway, 96th Street Station, in order to perform additional work associated with revised station waterproofing requirements.

2. **Judlau Contracting, Inc.** **\$461,000** **Staff Summary Attached**
Contract # A-36126.114
 Modification to the contract for the restoration of the Corbin Building, in order to apply Keim coating system to preserve existing Terra Cotta.

3. **Parsons Brinckerhoff, Inc.** **\$3,716,340** **Staff Summary Attached**
Contract # CM-1338.12
 Modification to the contract for Consultant Construction Management for the Second Avenue Subway, for the expansion and management of the Community Outreach Program.

4. **Plaza Schiavone JV** **\$540,000** **Staff Summary Attached**
Contract # A-36125.90
 Modification to the contract for the Fulton Center Enclosure, in order to perform miscellaneous iron and metal work changes.

5. **S3 Tunnel Constructors, JV** **\$395,000** **Staff Summaries Attached**
Contract #C-26002.130
 Modification to the contract for the construction of the Second Avenue Subway Tunnel from 92nd to 63rd Streets, in order to resolve a differing site condition claim associated with construction of the secant pile wall.

Schedule A: Non-Competitive Purchases and Public Work Contracts



Item Number: 1

Vendor Name (& Location) Kone Spares (Moline, IL)
Description Purchase of non-inventory and inventory escalator and powerwalk parts
Contract Term (Including Options, if any) December 1, 2012 - November 30, 2015
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: \$5,000,000 (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 Kone Spares (Kone) and will eliminate the need to advertise and prepare individual procurement staff summaries for Board approval for each procurement over the \$15,000 small purchase threshold. NYC Transit is not obligated to generate any expenditures 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.

There are approximately 305 items covered by this approval for the purchase of escalator and powerwalk parts supplied by Kone. Kone is also the sole distributor for O&K, Montgomery, and APV Baker for aftermarket spare parts used on existing NYC Transit escalators. These sole source parts will be used by the Elevator & Escalator Division of Infrastructure (E & E) for normal maintenance and repair requirements for approximately 118 escalators and two powerwalks throughout the NYC Transit system.

This approval will apply to inventory and non-inventory items identified as obtainable only from Kone for the following reasons: sole pre-qualified source on the Qualified Products List (QPL); not available from any distributors or other sources; publicly advertised within a twelve month period without an acceptable alternate supplier; or proprietary to Kone. These sole source parts will be purchased on an as-required basis during the three year period.

The current omnibus approval, approved by the Board in November 2009 and expiring November 28, 2012 was for \$3,000,000.00. However, there is a remaining balance of approximately \$117,754.40. The increase in the amount sought for the omnibus approval is attributed to safety stock requirements for Kone escalator steps and gearboxes as well as to support new escalators whose warranties have recently expired.

Procurement has performed a price analysis on the 15 sole source items for which contracts were issued during the term of the current omnibus approval which exceeded the \$15,000 threshold. All 15 items have a comparative history and represent 86% of the value of the contracts issued under the current omnibus. A comparative price analysis of these 15 items shows an overall weighted average annual decrease of 0.68%. The decrease compares favorably with the Producer Price Index (PPI) for Elevator & Escalator Components that had an annual increase of 0.16% from November 2009 to August 2012, which is the time period of the current omnibus approval. Each item to be purchased under the omnibus approval will be subject to a price analysis and determination that the negotiated price is found to be fair and reasonable.

Schedule A: Non-Competitive Purchases and Public Work Contracts



Item Number: 2

Vendor Name (& Location)	
Racine Railroad Products, Inc. (Racine, WI)	
Description	
Purchase of non-inventory parts for Track tools and equipment	
Contract Term (including Options, if any)	
Three years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type	
<input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	
Solicitation Type	
<input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source	

Contract Number	Renewal?
RFQ #34566	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
NYCT: \$600,000 LIRR: \$100,000 SIR: \$30,000	
Total Amount:	\$730,000 (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:	
Department of Subways, Carmen Bianco	

Discussion:

These sole source estimated quantity contracts for the participating agencies are for the purchase of non-inventory replacement parts such as engines, pistons, connecting rods, carburetors and handles for the maintenance and repair of track tools and equipment manufactured by Racine Railroad Products, Inc. (Racine). These contracts don't include consumables such as saw blades, drill bits, etc. It is requested that the Board declare competitive bidding impractical or inappropriate pursuant to Public Authorities Law §1209, subsection 9(b) for NYC Transit and SIR, and §1265-a, subsection 4(b) for LIRR, due to the existence of a single responsible source and approve the award of these estimated quantity contracts.

NYC Transit, SIR and LIRR utilize rail saws, impact wrenches, rail drills, tie drills, profile grinders, tie plate inserters, power units, retrievers, and fast clippers manufactured by Racine. Awarding these contracts will reduce administrative lead times for the procurement of non-inventory replacement parts for maintaining and repairing this equipment. NYC Transit, SIR and LIRR are unable to use similar parts from other manufacturers because of the parts' incompatibility with the Racine equipment.

Three separate contracts will be awarded in the amounts of \$600,000 for NYC Transit, \$30,000 for SIR and \$100,000 for LIRR. The previous contracts with Racine for the three year contract period were in the amounts of \$600,000 for NYC Transit, \$30,000 for SIR and \$250,000 for LIRR.

Racine publishes an industry-wide price book on or about March 1st of each year. Racine's industry-wide price book does not include delivery charges in its prices. The participating agencies require that pricing include delivery charges, therefore Racine produces a price book that shows Racine's published prices as well as a column showing delivered pricing which includes a 5% markup.

Prices are capped at the MTA-delivered pricing for the three year period; however, the most favored customer clause provides that the participating MTA agencies will be charged the lowest prices charged to any customer throughout the three-year period.

Procurement has performed a pricing analysis on a sampling of high value and high usage sole source items purchased by each agency during the term of the current contract. The comparative price analysis of the items shows an average annual price decrease of 2.5%. This decrease compares favorably with the Producer Price Index (PPI) for Machine and Equipment (metal cutting machine tools) which had an average annual price increase of 2.5%. The prices and markup quoted by Racine have been found to be fair and reasonable.

Schedule A: Non-Competitive Purchases and Public Work Contracts

Item Number: 3

Vendor Name (& Location) Vapor Stone Rail Systems, a Division of Wabtec Corp. (Plattsburgh, NY)
Description Purchase of door operator parts and other sole-source parts for subway cars.
Contract Term (including Options, if any) October 31, 2012 – October 30, 2015
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: \$20,000,000 (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 Vapor Stone Rail Systems, a Division of Wabtec Corp. (Vapor Stone) and will eliminate the need to advertise and prepare individual procurement staff summaries for Board approval for each procurement over the \$15,000 small purchase threshold. NYC Transit is not obligated to generate any expenditures 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.

There are approximately 5,672 items covered by this approval for the purchase of all replacement door operator parts, HVAC parts and monitoring and diagnostic parts supplied by Vapor Stone. These sole source parts will be used by the Division of Car Equipment (DCE) for normal maintenance and Scheduled Maintenance System (SMS) requirements for door equipment for all subway cars with the exception of the 660 Kawasaki-built R160 cars. Vapor Stone will also be supplying HVAC parts for approximately 2,788 cars (all pre-R142 and R142A cars) as well as monitoring & diagnostic parts for 1,030 R142 subway cars. This is the first time that a heavy overhaul will be performed on the R142 and R142A door equipment and on the R142 monitoring & diagnostic equipment. Based on forecasts for the upcoming SMS programs, it is anticipated that DCE will require approximately \$20,000,000 of sole source items from Vapor Stone during the term of this omnibus approval request.

This approval will apply to inventory and non-inventory items identified as obtainable only from Vapor Stone for the following reasons: sole pre-qualified source on the Qualified Products List (QPL), and not available from any distributors or other sources; publicly advertised within a twelve month period without an acceptable alternate supplier; or proprietary to Vapor Stone. These sole source parts will be purchased on an as-required basis during the three year period.

The current omnibus approval, approved by the Board in December 2010 and expiring December 27, 2013, was for \$8,000,000. However, there is a remaining balance of \$428,049. A new omnibus approval is required because the remaining balance will be insufficient to support SMS and regular running repair projects for NYC Transit's subway cars through 2013. The greater-than-anticipated spend of approved funds is attributed to new and modified SMS work scopes that have developed since the current omnibus was approved by the Board as well as one high usage item which was recently classified as sole source to Vapor Stone.

Procurement has performed a price analysis on 27 sole source items for which contracts were issued during the term of the current omnibus approval which exceeded the \$15,000 threshold. All 27 items have a comparative history and represent 100% of the value of the contracts issued under the current omnibus. A comparative price analysis of these 27 items shows an overall weighted average annual price decrease of 4.8% over the past 22 months. This price decrease was largely due to quantity increases on certain items. The decrease compares favorably with the PPI over the same time period and revealed an annual weighted average price increase of approximately 2.6%. Each item to be purchased under the omnibus approval will be subject to a price analysis and determination that the negotiated price is found to be fair and reasonable.

Staff Summary

Item Number 4					
Division & Division Head Name: VP Materiel, Stephen Plachochi					
<i>Signature</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
Internal Approvals					
Order	Approval	Order	Approval		
1	Materiel <i>Signature</i>	<i>Signature</i>	EVP		
2 X	Law	<i>Signature</i>	President		
3 X	Budget/Operating				
4 X	TIS	8			

SUMMARY INFORMATION	
Vendor Name Microsoft Corporation	Req Number 9630
Description Two year subscription for Microsoft Premier Support	
Total Amount \$715,453 (NYCT-\$214,880; B&T-\$125,300; MTAHQ-\$123,451; LIRR-\$125,911; BSC-\$125,911) (NTE)	
Contract Term: Two 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 type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Non-competitive	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION

To obtain approval from the Board to award five two-year non-competitive personal services contracts to Microsoft Corporation (Microsoft) for Microsoft Premier Support for NYC Transit for \$214,880; Bridges & Tunnels (B&T) for \$125,300; MTA Headquarters (MTAHQ) for \$123,451; Long Island Railroad (LIRR) for \$125,911 and MTA Business Service Center (BSC) for \$125,911 for a combined total not-to-exceed amount of \$715,453.

II. DISCUSSION

NYC Transit's Division of Technology & Information Services (TIS) and the respective Agency Information Technology Divisions have requested a continuation of their respective contracts for Microsoft Premier Support to assist in managing various applications such as Microsoft Exchange for the NYC Transit email system, Microsoft Office and SQL. SQL is the database utilized for wireless mobility of Paratransit's vehicle locator services and the Streets and Trips application, as well as for the Department of Subways' elevator and escalator maintenance. NYC Transit also uses Microsoft Premier Support to manage/maintain the email system, Active Directory and SharePoint services used by the MTA Bus Company, Capital Construction and Staten Island Railway. B&T uses Microsoft Premier Support to provide technical support for financial and tracking based systems running Microsoft SQL databases. MTAHQ uses the Microsoft Premier Support for all Microsoft products including Windows 7, Microsoft Office (Word, Excel, Access, Project) and Windows Server 2008.

Over the past year, the LIRR and the BSC have migrated several key components of their Information Technology infrastructure to Microsoft based technologies and requested participation in this procurement. In March 2012, LIRR's IT department completed the migration of its email system from Novell GroupWise to Microsoft Exchange/Outlook, and the LIRR is currently in the process of moving to Windows based file and print services. With this increased reliance upon Microsoft technology, it has become necessary for the LIRR to obtain support that will allow quick resolution to technical issues. MTA BSC uses Microsoft Premier Support for applications such as Contact Center Anywhere and Oracle Imaging/Process Management.

This two year contract, like the prior contract, includes the assignment of a dedicated Technical Account Manager (TAM) to each Agency that will provide account management, escalation management, planning services and technical assistance on a 24/7 basis utilizing a yearly pool of hours established for each Agency. Also included is unlimited user access to Microsoft's Premier website, problem resolution support and on-site support for critical situations, if required.

Microsoft, as the developer and author of the software code and applications, is the sole provider of Microsoft Premier Services; these services are not available through a third party. Microsoft Premier Support is the only form of technical assistance from Microsoft that is available on a 24/7 basis. The number of account management and technical support hours for each Agency were established based on historical usage and projected requirements as follows: NYC Transit - 480 hours per year; MTAHQ, B&T, LIRR and BSC each at 280 hours per year.

For the prior contract, NYC Transit, MTAHQ and B&T received Board approval in June 2009 to utilize a New York State Office of General Services (OGS) Contract No. PT5457 to award a three year contract to Microsoft for Microsoft Premier Support services for the combined amount of \$393,930. Although OGS is currently in discussions with Microsoft regarding a new contract for Microsoft Premier Support, a contract has not yet been finalized. In the interim, the only alternative to obtain these services is by contracting directly with Microsoft. The agreed to hourly billing rate for all Agencies for the first year reflects an annual escalation of approximately 2.7% over the prior OGS rate. This hourly billing rate is the same for NYC Transit as that offered to NYS OGS per Microsoft's public sector services published price list. The MTA rate is 6.7% lower than the current Federal GSA rate. Based on the above comparisons, Procurement finds the total combined amount of \$715,453 to be fair and reasonable. MTAHQ, B&T, LIRR and BSC concur with this determination and recommend award.

A background search and review of the documents submitted by Microsoft have disclosed no significant adverse information within the meaning of the All-Agency Responsibility Guidelines. Having evaluated all of the available facts, Procurement finds Microsoft responsible for award.

III. MWDBE INFORMATION

Based on the Scope of Work and lack of subcontracting opportunities, the MBE/WBE goals established are 0% MBE and 0% WBE for this contract.

IV. IMPACT ON FUNDING

The services to be provided under these contracts will be funded by the participating Agencies operating budgets as follows: NYC Transit - \$214,880; MTAHQ - \$123,451; B&T - \$125,300; LIRR - \$125,911 and BSC - \$125,911. Each participating Agency will issue its own respective purchase order.

Approved funding for NYC Transit is available in TIS' Operating Budget under GLA No. 711557/80822, Function No. 7522 and Job No. 940.

V. ALTERNATIVES

None. The Agencies would not be able to obtain this level of technical support and problem resolution without Microsoft Premier Support.

Schedule H: Modifications to Personal and Miscellaneous Service Contracts



New York City Transit

Item Number: 5

Vendor Name (& Location) NYS Industries for the Disabled (NYSID) (New York, NY)	
Description Janitorial and window cleaning services	
Contract Term (Including Options, if any) January 8, 2008 – December 31, 2012	
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: Modification	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dep/Div & Dept/Div Head Name: Department of Subways, Carmen Bianco	

Contract Number 05H9259	AWO/Modification # 2
Original Amount:	\$ 37,997,359
Prior Modifications:	\$ 27,883
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 38,025,242
This request:	\$ 3,638,768 (Est.)
% of This Request to Current Amount:	9.6%
% of Modifications (including This Request) to Original Amount:	9.6%

Discussion:

This modification will extend the contract for janitorial and window cleaning services for up to six months to June 30, 2013 in the estimated amount of \$3,638,768, or until the award of a new contract, whichever occurs first.

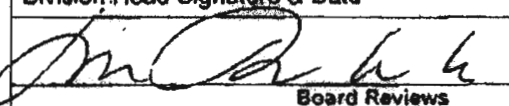



This contract was awarded in accordance with Section 162 and 163 of the New York State Finance Law, pursuant to which NYC Transit is required to purchase designated services from preferred sources. This contract provides for janitorial services from Fedcap Rehabilitation Services, Inc. and New York City Association for the Help of Retarded Citizens. Both are represented by the NYS Industries for the Disabled (NYSID), the central non-profit facilitator who represents certified disabled preferred sources.

The contract includes all labor and equipment to provide janitorial and window cleaning services for 20 administrative offices and other operating NYC Transit locations of varying sizes and requirements in Brooklyn, Queens, the Bronx, Manhattan and Staten Island. The services include cleaning of lavatories, dusting, vacuum cleaning, carpet cleaning, trash removal, snow removal, window cleaning and graffiti removal, landscaping, etc. necessary to maintain NYC transit's facilities in a clean and healthful condition.

NYSID has provided satisfactory service to NYC Transit over the term of this contract. This modification will extend the contract for up to six months in order to facilitate the completion of contract negotiations for a new multi-year contract and obtain the necessary approvals of the new contract.

Overall pricing for this extension is at a slightly reduced rate from the existing contract and includes an adjustment for the allowable change in the NYC Controller prevailing wage rates for the extension term. The Cost/Price Analysis Unit has determined that the prices are fair and reasonable.

Staff Summary

Item Number 1					
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 	Materiel	5 X	Subways		
2 X	Law	6 X	Capital Program Mgt		
3 X	Capital Budget	7 	EVP		
4 X	DDCR	8 	President		

SUMMARY INFORMATION	
Vender Name	Contract Number
CH2M HILL New York, Inc.	CM-1868
Description	
Consulting Services for the R211 Subway Cars	
Total Amount	
\$4,321,069	
Contract Term (including Options, if any)	
39 months from NOA	
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:	

PURPOSE:

To obtain Board approval to award a competitively solicited personal services contract to CH2M HILL New York, Inc (CH2M HILL) to provide consulting services for the upcoming R211 subway car contract at a total price of \$4,321,069 for a period of 39 months.

DISCUSSION:

CH2M HILL will provide consulting services for a duration of 39 months by assisting NYC Transit with the development of the technical specification and pre-award support for the upcoming R211 subway car contract. The services shall include support in defining the car class that will be deployed as a model vehicle for the next several subway car orders. The Consultant shall assist NYC Transit in the selection of car/train type, system/components and overall design. As part of this contract, the Consultant shall develop a feasibility study within six months of the receipt of Notice of Award and subsequently use it to develop the technical specifications for the R211 subway car contract based on successful prototypes of other subway cars/components along with NYC Transit and industry standards. Finally, the Consultant shall provide support during the RFP process for the R211 subway cars by assisting with the evaluation of proposals, negotiations with prospective Carbuilders and Buy-America audits.

The RFP was publicly advertised in June 2012 and notification was sent to 17 firms. Nine firms picked up the RFP package. On August 7, 2012, two proposals were received. CH2M HILL and Innovative Transit Solutions (ITS), a joint venture between Louis T. Klauder and Associates (LTK) and STV Incorporated (STV), submitted proposals in the amounts of \$4,553,393 and \$4,876,614, respectively. Among the six other firms who picked up the RFP package, some joined the CH2M HILL team as subconsultants and the balance opted not to propose.

After evaluating CH2M HILL's and ITS' proposals, the Selection Committee determined that both proposers were qualified to perform the work. This evaluation was conducted in accordance with the stated evaluation criteria, which included the following: plan of approach; experience in relevant areas; experience of project team; experience of prime and sub-consultant key personnel; current workload of prime and sub-consultants; past performance on similar projects; management of the contract; quality assurance plan; pricing and other relevant matters including quality of written proposal, quality of oral presentation and compliance with and acceptance of NYC Transit's terms and conditions.

The Selection Committee voted unanimously to invite both proposers to give oral presentations. After oral presentations, the Selection Committee unanimously decided to negotiate with both proposers.

Negotiations with CH2M HILL and ITS took place between September 13, 2012 and September 18, 2012, and each session initially focused on the technical aspects of each proposal and subsequently focused on each proposer's average hourly labor rates, fixed fees, overhead and out-of-pocket expenses. Since the labor rates were considerably higher than the Cost/Price objective for such rates, each proposer was encouraged to lower its labor rates, as well as its fees. Each firm was also asked to adjust its overhead based on a review of its pricing documentation. Additionally, NYC Transit established a \$343,247 ceiling on travel expenses for both proposers.

On September 26, 2012, NYC Transit requested Best and Final Offers (BAFOs). BAFOs were received on October 12, 2012, yet there were some elements of both proposals that required further clarification, such as rounding issues and in the instance of one proposer, mathematical errors. Upon receiving the clarifications from both proposers, the BAFOs were as listed below. The pricing includes labor rate reductions offered by both proposers.

CH2M HILL
\$4,321,069

ITS
\$4,739,483

Procurement and the Division of Car Equipment (DCE) consider CH2M HILL's and ITS' proposals fair and reasonable, based on the competitive nature of the RFP as well as a favorable comparison to DCE's in-house estimate of \$4,341,984.

After review of the BAFOs in accordance with the evaluation criteria, the Selection Committee, by a majority vote, chose CH2M HILL for award of this contract. The majority determined that as the proposers were deemed essentially "technically equal" the lower price offered by CH2M HILL provided the best overall value to NYC Transit. CH2M HILL's price of \$4,321,069 is 8.8% lower than that of ITS'.

A background investigation and information submitted by CH2M HILL disclosed no "significant adverse information" within the meaning of the All-Agency Responsibility Guidelines. Procurement finds CH2M HILL to be responsible and financially qualified to receive this contract award.

CH2M HILL has been in business for over 60 years providing specialized engineering consulting services. In 2011, CH2M HILL acquired the portion of Booz Allen Hamilton's (BAH) business that dealt with public transportation. BAH has been doing business both directly with NYC Transit and as a sub-consultant for over 20 years. BAH worked on the R160 new car contract as a sub-consultant. CH2M HILL, since its takeover of BAH, is currently a sub-consultant to the consultant on the R188 and R179 subway car contracts.

MBE/WBE:

The goals for the project have been established at 10% Minority Business Enterprise (MBE) and 10% Women owned Business Enterprise (WBE). The contract will not be awarded until the MTA Department of Diversity and Civil Rights (DDCR) requirements are satisfied.

IMPACT ON FUNDING:

The funding consisting of 100% MTA funds is available in Program Design Reserve for Planning Number CM09-6891, Project Number T34259. A WAR certificate will be requested and the contract will not be executed until a WAR certificate has been issued.

ALTERNATIVE:

Perform the work using in-house personnel. At this time, DCE does not have the staff to perform some of the specific tasks required under the Scope of Work for this project.

RECOMMENDATION:

That the Board approve this request to award a competitively solicited personal services contract to CH2M HILL to provide consulting services for the upcoming R211 subway car contract at a total price of \$4,321,069 for a period of 39 months.

Schedule G: Miscellaneous Service Contracts



Item Number: 2

Vendor Name (& Location) Shared Solutions and Services (Irving, TX)	
Description Maintenance of NYC Transit Private Branch Exchange	
Contract Term (including Options, If any) 47 Months	
Option(s) Included In Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: MTAHQ Contract Ride	

Contract Number Req. 11744	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: \$751,225 (Est.)	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Department of Subways, Carmen Bianco	

Discussion:

This contract will utilize a competitively negotiated MTA Headquarters (MTAHQ) miscellaneous service contract to provide maintenance for NYC Transit's eight Private Branch Exchange (PBX) telephone SL-100 switches for the period December 1, 2012 through October 31, 2016.

In March 1999, the Board approved the award of a contract to GTE Communications Corp. (GTE) as a Y2K initiative for the replacement and upgrade of Northern Telecom telephone switches to PBX telephone switches to be located at eight NYC Transit sites. GTE installed PBX switches manufactured by Nortel (now Avaya) and also provided support of the switches for eight years after installation and repair of faulty electronic components as well as software upgrades. In June 2000, GTE merged with Bell Atlantic, which later was renamed Verizon Business Network Services, Inc., who has been the provider of maintenance support for these eight PBX switches.

Avaya released an End of Sale Notice to all customers advising them of its intent to limit support for this type of system after December 31, 2012. In response, NYC Transit contacted potential providers and asked if they could commit to a multi-year contract for maintenance support to allow sufficient time to solicit and award a contract to replace this equipment. In response, only two firms, Blackbox and Shared Solutions and Services, Inc. (Shared Solutions) were willing to provide this critical support. These were the same two firms that were finalists for the 2011 RFP for award of the MTAHQ contract. Both firms were requested to submit pricing. Shared Solutions, the holder of the MTAHQ All-Agency contract, submitted the lowest price for multiple years of support. Verizon did not submit a proposal since it will no longer support this equipment.

Rather than issue its own contract, NYC Transit will utilize MTAHQ's competitively awarded Contract No. 11012-0100 with Shared Solutions for maintenance support of the eight PBX switches consisting of 24/7 technical assistance and parts replacement for 47 months, from December 1, 2012 through October 31, 2016 to coincide with the end of the MTAHQ contract. Utilizing MTAHQ's contract is the most efficient manner for continued maintenance support of these PBX switches. Shared Solutions has vast resources in the NY City area and a proven track record in maintaining equipment at 2 Broadway and other MTA locations.

Shared Solutions' final proposal of \$751,225 reflects coverage for all items identified in the Scope of Work and is \$82,380 less than their initial proposal of \$833,605 and approximately 60% less than Blackbox's proposal. The rate for support reflects the annual escalation of approximately 1% above the current contract. Based on this comparison and the amount proposed by Blackbox, Procurement finds Shared Solutions proposal of \$751,225 to be fair and reasonable.

Item Number: 1

Vendor Name (& Location) Plaza Schiavone, JV (New York, NY)	
Description Fulton Street Transit Center Enclosure	
Contract Term (Including Options, if any) August 5, 2010 – February 4, 2014	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input 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, Dr. Michael Horodniceanu	

Contract Number A-36125	AWO/Modification # 172
Original Amount:	\$ 175,988,000
Prior Modifications:	\$ 15,168,859
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 191,156,859
This Request:	\$835,000
% of This Request to Current Amount:	0.4%
% of Modifications (Including This Request) to Original Amount:	9.0%

Discussion:

This modification is to furnish and install new metal housings for advertising and signage for the Fulton Street Transit Center (Fulton Center).

This contract is for the construction of the Fulton Center Enclosure.

This is another of several modifications to be presented to the Board, across the various Fulton Center contracts, for the implementation of technology changes and the reprogramming of space previously identified for use by NYC Transit personnel at Fulton Center and the Corbin Building into commercial tenant, retail and public spaces. After the contract was awarded, and as a result of a new technology initiative, the designer proposed a new continuous technology system that would utilize dynamic visual displays for way-finding and advertising throughout Fulton Center's public areas.

The Board approved a prior modification to provide for electronic power to the displays. This modification includes the furnishing and installation of 44 metal housings and support steel for the new dynamic signage and advertising display panels, as well as ornamental metal and glass interior casework. The actual electronic dynamic display screens are not included in this modification, as they are still being designed.

The contractor's proposal was \$869,000; MTACC's estimate was \$790,906. Negotiations resulted in the agreed upon lump sum price of \$835,000, which is considered fair and reasonable. Savings of \$34,000 were achieved.

Schedule I: Modifications to Purchase and Public Work Contracts

Item Number: 2

Vendor Name (& Location) Skanska/Railworks Joint Venture (New York, NY)	
Description Furnishing and Installing Finishes and Systems – No. 7 Line Extension	
Contract Term (including Options, if any) August 10, 2011- June 9, 2014	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: HYDC	
Requesting Dept/Div & Dept/Div Head Name: MTA Capital Construction, Dr. Michael Horodniceanu	

Contract Number	AWO/Modification #
C-26505	14
Original Amount:	\$ 513,700,497
Prior Modifications:	\$ 2,434,941
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 516,135,438
This Request:	\$ 1,075,000
% of This Request to Current Amount:	0.2%
% of Modifications (including This Request) to Original Amount:	0.7%

Discussion:

This modification is for revisions to the medium voltage switchgear. Funding for this modification is provided by the Hudson Yards Development Corporation.

This contract includes the completion of the 34th Street Station and covers the entire No. 7 Line extension which runs from Times Square to Site A at 26th Street and 11th Avenue. It includes the furnishing and installation of finishes and systems including elevators and escalators; HVAC, tunnel ventilation and fire protection; plumbing, electrical power and lighting; signal, communications and traction power systems; and track work. The work also includes construction of the ventilation building at Site A.

The contract requires Con Edison service for facility power at Sites J and K associated with power substations, tunnel ventilation fans, escalators, elevators, main communication equipment room, HVAC and plumbing systems. These requirements were based on a schematic/preliminary design that was submitted to Con Edison during the design phase. Final review and approval could not be obtained from Con Edison until after contract award, at which time, the manufacturer of the substation switch gears was identified along with their detailed equipment layout and design.

This modification is for various changes resulting from Con Edison's detailed review of the system. Some of the changes include: modifying the Mimic Panels in the switchgear rooms for Sites J and K, including additional controls and indications to enable control at each site as well as remotely; connecting circuit breakers for the water mist fire suppression system to the load side, including additional conduits and cables; revising a detailed interlocking for the main circuit breakers for Sites J and K; and modifying the circuit breakers for tripping requirements, etc. This Mod. #14 also includes various revisions to other equipment and devices including breakers, relays, circuits, panels, battery chargers, transfer switches and disconnects, etc., as well as additional circuits and interconnections between Sites J and K due to Con Edison's designation of each site as a single Power Facility.

The contractor's proposal was \$1,532,900; MTACC's revised estimate was \$993,577. Following negotiations, the price of \$1,075,000 was agreed upon and is considered fair and reasonable. Savings of \$457,900 were achieved.

Schedule D: Ratification of Completed Procurement Actions



New York City Transit

Item Number: 1

Vendor Name (& Location) Construction Polymers Co. (Chagrin Falls, OH)
Description Purchase of 10,465 RF Plates
Contract Term (including Options, if any) Immediate Use
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 checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:

Contract Number Commodity #01-64-3342/43/44/45/46/47	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
This request: \$3,182,930	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Department of Subways, Carmen Bianco	

Discussion:

It is requested that the Board formally ratify the declaration of an immediate operating need (ION) made by the Vice President, Materiel, waiving competitive bidding pursuant to Public Authorities Law §1209, subsection 9(a) and ratify the awards made to Construction Polymers Company (Construction Polymers) for the purchase of a total of 10,465 RF Plates for six individual commodities (RF Plates Types A, B and D, each for two sizes of rail).

The RF Plates are used as one of the basic elements of track construction, especially for guarded and unguarded curves. The RF Plates consist of a steel rail plate resting on an elastomeric pad supported by a base plate with studs, springs and bushings that absorb the stresses and vibrations generated by the wheel/rail interface, and also reduce ongoing maintenance by reducing the occurrence of broken plates (and plate components such as screw spikes and clips) and rails, especially on high stress areas such as guarded and unguarded curves. At the time of this procurement RF Plates were only produced by Construction Polymers which has been the only approved supplier on the Qualified Products List (QPL) despite ongoing efforts to qualify additional sources.

While a sole source QPL procurement process was underway in February 2012 to purchase RF Plates from Construction Polymers to support the Track Capital Program, responsibility issues arose concerning Construction Polymers which were satisfactorily resolved prior to this ION award in May 2012. Within the same approximate time frame, Track's requirements for RF Plates increased dramatically due to more extensive utilization of weekend and weeknight track closures thus causing Track to almost exhaust its then available supply of RF Plates before a QPL procurement award could be processed; therefore, an ION was declared in order to support the Track Construction Program.

The requisite cost/price analysis was performed and the prices quoted by Construction Polymers were found to be fair and reasonable based on a comparison to past prices paid and to changes in the applicable Producer Price Indices.

NYC Transit had been working with another manufacturer that has developed its own version of NYC Transit's RF Plates (using the NYC Transit technical specifications and drawings) that was undergoing lab testing and review at the time of this ION. That manufacturer began the qualification process in early 2012. That manufacturer's RF Plates were approved on September 21, 2012 for inclusion on the QPL and competitive QPL procurements for Track's requirements for RF Plates will now be conducted.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 2

Vendor Name (& Location)	
Citnalka Construction/Judlau Contracting, JV (Brooklyn, NY)	
Description	
Rehabilitation of Seven Stations – West End Line	
Contract Term (Including Options, if any)	
August 3, 2009 – March 2, 2012	
Option(s) included in Total Amount?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type	<input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name:	
Capital Program Management, Frederick E. Smith	

Contract Number	AWO/Modification #
A-35797	51
Original Amount:	\$ 88,472,000
Prior Modifications:	\$ 5,293,417
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 93,765,417
This Request:	\$ 350,000
% of This Request to Current Amount:	0.4%
% of Modifications (Including This Request) to Original Amount:	6.4%

Discussion:

This retroactive modification is for additional excavation at column bases.

This contract is for improvements to seven stations on the West End Line (71st Street, 79th Street, 18th Avenue, 20th Avenue, Bay Parkway, 25th Avenue and Bay 50th Street) and line structure rehabilitation.

There are a total of 490 line structure columns. Each column rests on an underground foundation. The contract calls for each column to be exposed down to its foundation, so the column and column base plate can be inspected, repaired as needed, painted, and provided with a new reinforced concrete encasement. To expose a column, jackhammers are used to remove asphalt and concrete from around the column and the area around the column is excavated using a backhoe and manual labor.

The contract drawing states that the typical existing column foundation is 24 inches below the surface. The drawing states that this figure is approximate. As each column was excavated, its depth was surveyed. As the work progressed, the surveys determined that the actual average depth was 32 inches. Accordingly, additional excavation was required throughout the project.

The subject modification covers the net additional cost of excavation for 201 columns, which includes 194 columns that were deeper than 24 inches, offset by 7 columns that were less than 24 inches. The balance of columns was addressed in a prior modification that was below the Board threshold. The modification covers the cost of laborers, foreman, backhoe operator and teamster, as well as the equipment and truck rental costs incurred for the additional excavation. The modification also covers the cost of concrete workers, foreman, metal lathers, carpenters, as well as the formwork, rebar and concrete required for the additional quantity of underground reinforced concrete encasements required by the deeper column bases. The contractor's proposal was \$833,056; NYC Transit's revised estimate was \$320,621. Following negotiations, the lump sum of \$350,000 was agreed upon and found to be fair and reasonable. A savings of \$483,056 was achieved.

The additional excavation at column bases did not impact the contractor's schedule. A modification is being negotiated for extension of time requested by the contractor in connection with other, unrelated modifications.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 3

Vendor Name (& Location) John Civetta & Sons (Bronx, NY)	
Description Full Rehabilitation of Dyckman Street Station and Component Repair of Five Stations on the Broadway/Seventh Avenue Line in Manhattan and The Bronx	
Contract Term (Including Options, If any) June 29, 2010 – June 29, 2012	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No	
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 type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Capital Program Management, Frederick E. Smith	

Contract Number	AWO/Modification #	
A-36065	34	
Original Amount:	\$	46,906,344
Prior Modifications:	\$	740,233
Prior Budgetary Increases:	\$	0
Current Amount:	\$	47,646,577
This Request:	\$	1,423,622
% of This Request to Current Amount:	3.0%	
% of Modifications (Including This Request) to Original Amount:	4.6%	

Discussion:

This retroactive modification provides for interior and exterior landmark finishes, civil, lighting, communications work and extends the substantial completion date by 94 work days to November 12, 2012.

The contract covers stations on the Broadway/Seventh Avenue Line in Manhattan (Dyckman Street, 207th and 215th Street Stations) and The Bronx (225th, 238th and 242nd Street Stations). The contract provides for the full rehabilitation of the Dyckman Street Station. The contract also provides for component replacements at five stations, consisting of the replacement of street stairs at two stations (207th and 225th Streets) and the replacement of platform edges and canopies at five stations (207th, 215th, 225th, 238th and 242nd Streets).

The contract calls for the installation of ADA elements at the Dyckman Street Station. These elements involve raising the platform; rebuilding stair cases; and installing ADA compliant railings and door handles. Although this is not a designated fully accessible key station, these elements enhance ADA accessibility to the Dyckman Street Station. After contract award, a disability advocacy group filed a federal lawsuit claiming that the Americans with Disabilities Act requires MTA to provide more ADA elements. In March 2011, the lawsuit was settled with NYC Transit's agreement to provide an elevator and access ramp for the southbound platform at the Dyckman Street Station.

This retroactive modification is for architectural and electrical work. The architectural work is provided in accordance with an agreement with the NY State Office of Parks Recreation and Historic Preservation (OPRHP). To gain OPRHP approval of the ADA changes, NYC Transit agreed to provide additional landmark enhancements to the station. About half the cost of this modification is for landmark enhancements, including increasing the size of the landmark windows to match the original size from 1904, additional tile and mosaic work to conceal the new conduits and ducts in the walls which were required by the new ADA fare array layout, and granite tile flooring in the area regarded to accommodate ADA. The other half of the cost of this modification is for electrical and communications ducts, conduit and cabling needed for the ADA elevator and ADA fare array, as well as test pits, painting, plumbing and other miscellaneous work. The contractor submitted a proposal in the amount of \$2,663,137; NYC Transit's revised estimate was \$1,363,650. Following negotiations, the lump sum of \$1,423,622 was agreed upon and found to be fair and reasonable. A savings of \$1,239,515 was achieved.

On January 30, 2012, the SVP & Chief Engineer signed a retroactive waiver and a direction to proceed was issued immediately to mitigate delay. The 94 work day extension of time provided by this modification includes 84 impactable work days; the impact cost will be negotiated under a future modification.

In February 2012, the Board approved a modification for elevator machine room civil and structural work. Future modifications will provide construction of the elevator platform slab; furnishing and installation the elevator cab, machinery and controls; and construction of the ADA compliant access ramp and sidewalk improvements. Construction of the elevator, access ramp and related changes to the station by means of a separate contract was estimated to cost more than one-third greater than the combined value of the modifications to be issued to the subject contract to accomplish this work.

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, Dr. Michael Horodniceanu	

Contract Number	AWO/Modification #:
C-26005	107
Original Amount:	\$ 303,863,700
Option 1 Amount:	\$ 17,526,300
Option 2 Amount:	\$ 3,610,000
Total Amount:	\$ 325,000,000
Prior Modifications:	\$ *34,140,712
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 359,140,712
This Request:	\$ 365,000
% of This Request to Current Amount:	0.1%
% of Modifications (including This Request) to Total Amount:	10.6%

Discussion:

This retroactive modification will address station waterproofing changes. This contract is for civil, structural, and utility relocation work for the 96th Street Station for the Second Avenue Subway.

The work to be performed under this contract includes: the relocation of utilities, demolition of the existing Century Lumber Building and interior demolition at Astor Terrace Condominium; construction of temporary and permanent support of excavation retaining structures including the construction of slurry walls, secant piles and micro pile walls; connection to the existing tunnel north of 99th Street; installation of temporary roadway decking; construction of the 96th Street Station invert slab; and construction of certain station entrance and ancillary building structural elements.

The contract requires the contractor to install waterproofing on top of the existing mud slab. The original design required that the joint between the mud slab and the slurry wall be waterproofed by chipping a notch into the joint, inserting a compressible tube into the notch and then applying a waterproofing membrane material over the notch. Although the manufacturer of the waterproofing materials did not object to this design during the design phase, post award, they refused to warrant their product citing their concern that the original design would not provide the required water tightness. This modification implements a new waterproofing design that complies with the manufacturer's warranty requirements by eliminating the notch and compressible tube and revising the splicing tape detail to be used with the waterproofing membrane.

Additionally, based on their experience with waterproofing on prior projects, NYC Transit requested that additional changes be made to the new design including increasing the membrane overlap from 3 inches to 6 inches, applying additional tape to seal the waterproofing material, applying a liquid Bituthene termination bead, and installing a hydrophilic water stop.

Retroactive approval was obtained from the MTACC President on May 16, 2012 in order to avoid impact on the project schedule associated with the material lead-time and performance of the work.

The contractor submitted a cost proposal in the amount of \$434,322; MTACC's revised estimate was \$367,068. Negotiations resulted in the agreed upon lump sum price of \$365,000, which is considered fair and reasonable. Savings of \$69,322 were achieved.

*Note: This amount was incorrectly listed as \$5,794,462 when AWO # 97 for this contract was presented to the Board in September 2012.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 2

Vendor Name (& Location) Judlau Contracting, Inc. (College Point, NY)	
Description Restoration of the Historical Corbin Building	
Contract Term (including Options, if any) February 19, 2010 – December 18, 2012	
Option(s) Included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: MTA Capital Construction, Dr. Michael Horodniceanu	

Contract Number A-36126	AWO/Modification # 114
Original Amount:	\$ 59,210,000
Prior Modifications:	\$ 4,550,431
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 63,760,431
This Request:	\$461,000
% of This Request to Current Amount:	0.7%
% of Modifications (Including This Request) to Original Amount:	8.5%

Discussion:

This retroactive modification is for the additional cleaning and protection of existing terra cotta on the facade of the historical Corbin Building. To avoid schedule impact, this work had to begin without delay. Consequently, the MTACC President approved a retroactive waiver on September 28, 2012.

This contract is for the restoration of the historical Corbin Building which is on the National Register of Historic Places.

The contract requires only the cleaning of existing terra cotta utilizing a specified chemical, but does not call for any coating to be applied to the existing terra cotta. After cleaning and upon closer inspection of the terra cotta, it became apparent that the fire-skin on the majority of terra cotta pieces has deteriorated, hence requiring a level of protection from further deterioration. It was determined by MTACC's design consultant that the terra cotta could be protected from further deterioration with the application of Keim Mineral System Coating to all of the existing terra cotta, so as to preserve the original look of the building exterior. Additionally, in order to comply with Keim's 15 year warranty of this product, testing to assess the soluble salts on the existing terra cotta and additional cleaning with a Chlor*Rid solution is required.

This modification addresses all costs associated with the terra cotta restoration of the building façade utilizing Keim Mineral System Coating, including testing to assess the soluble salts on the terra cotta and additional cleaning with a Chlor*Rid solution.

The Contractor's proposal was \$645,137; MTACC's estimate was \$453,927. Negotiations resulted in the agreed upon lump sum price of \$461,000, which is considered fair and reasonable. Savings of \$184,137 were achieved.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 3

Vendor Name (& Location) Parsons Brinckerhoff, Inc (New York, NY)	
Description Consultant Construction Management Services for the Second Avenue Subway Project, Phase I	
Contract Term (including Options, if any) May 31, 2007 – December 31, 2014	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input 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, Dr. Michael Horodniceanu	

Contract Number CM-1338	AWO/Modification # 12
Original Amount: \$ 80,940,647	
Prior Modifications: \$ 1,117,100	
Prior Budgetary Increases: \$ 0	
Current Amount: \$ 82,057,747	
This Request: \$3,716,340	
% of This Request to Current Amount: 4.5%	
% of Modifications (Including This Request) to Original Amount: 5.9%	

Discussion:

This retroactive modification is to expand and manage the Community Outreach (CO) program due to Second Avenue Subway (SAS) construction activities between 63rd and 105th Streets. The work will be performed commencing on the retroactive start date of October 1, 2011 through the end of the current contract term of December 31, 2014 or 39 months.

During 2011, the local communities surrounding the SAS construction areas began to raise various concerns due to increased construction activities associated with the SAS. The construction footprint of the SAS spans 30 blocks in one of the highest density (100,000+ people per square mile) areas in the United States.

The original scope of work contained one CO liaison from Sam Schwartz Engineering (SSE). In an effort to be more responsive to community concerns, the scope was expanded to provide for one CO liaison for each station; 96th Street, 86th Street, 72nd Street and 63rd Street. Construction Advisory Task Force (CATF) meetings are held four times per month (alternating each week at one of the four stations) in addition to Quarterly Public Workshops which are held four times per calendar year.

This modification includes the implementation and management of a more comprehensive CO plan which will provide the public with increased SAS project status updates and information, respond to community issues in a more timely manner, improve public image and support and maintain a dialog with the local communities to minimize impact to the affected neighborhoods and improve the MTA's responsiveness. In addition to staff from SSE, MTACC staff is also involved with Community Outreach.

The consultant submitted a proposal of \$4,063,562, based on a 39-month duration. MTACC's estimate was \$3,821,441 for the effort. Negotiations resulted in the agreed upon price of \$3,716,340 for the 39 months which is considered fair and reasonable. Savings of \$347,222 were achieved. This modification utilizes existing contract rates.

In order to immediately address the concerns, the MTACC President approved a retroactive waiver and the consultant was directed to proceed with this work.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 4

Vendor Name (& Location) Plaza Schiavone, JV (New York, NY)	
Description Fulton Street Transit Center Enclosure	
Contract Term (including Options, if any) August 5, 2010 – February 4, 2014	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input 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, Dr. Michael Horodniceanu	

Contract Number A-36125	AWO/Modification # 90
Original Amount:	\$ 175,988,000
Prior Modifications:	\$ 15,168,859
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 191,156,859
This Request:	\$540,000
% of This Request to Current Amount:	0.3%
% of Modifications (Including This Request) to Original Amount:	8.9%

Discussion:

This retroactive modification is for miscellaneous iron and ornamental metals changes for the Fulton Street Transit Center (Fulton Center). To avoid schedule impact, this work had to begin without delay. Consequently, the MTACC President approved a retroactive waiver on September 27, 2012.

This contract is for the construction of the Fulton Center Enclosure.

This is another of several modifications to be presented to the Board, across the various Fulton Center contracts, for the implementation of technology changes and the reprogramming of space previously identified for use by NYC Transit personnel at Fulton Center and the Corbin Building into commercial tenant, retail and public spaces. The original contract called for the build-out of the third floor as office space to be utilized by NYC Transit personnel. As part of the reprogramming of Fulton Center, the third floor will be converted from office space to retail space. As a result of the reprogramming, significant changes are being made to the layout of the building, including the provision of additional vertical circulation (both elevators and stairs) to provide additional access to the new retail space. Reprogramming Mod. #65 addressed the structural upgrades related to the new retail space including structural modifications associated with the new elevators and stairs. Reprogramming Mod. #104 addressed the two new passenger elevators and all associated equipment.

This modification includes the furnishing and installation of all steel framing and trim angles for the hoist-way of the new elevators including stainless steel support angles and angle bracings for each level of the new elevators. This modification also includes additional steel work for elevated slabs; a new steel stairway including framing, stringers, metal deck and balustrade; reconfiguration of a secondary steel stairway with platform and picket rails/handrails; approximately 150 SF of galvanized catwalk grating; several steel ladders; and the installation of support angles and seismic restraint clips for new masonry walls. The glass cladding of the elevator hoist-way will be addressed under another modification.

The contractor's proposal was in the amount of \$874,068; MTACC's revised estimate was \$508,713. Negotiations resulted in the agreed upon lump sum price of \$540,000, which is considered fair and reasonable. Savings of \$334,068 were achieved.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 5

Vendor Name (& Location) S3 Tunnel Constructors (Queens, NY)	
Description Second Avenue Subway: Tunnels from 92 nd Street to 83 rd Street	
Contract Term (including Options, if any) March 20, 2007- July 20, 2011	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: MTA Capital Construction, Michael Horodniceanu	

Contract Number C-26002	AWO/Modification # 130
Original Amount:	\$ 337,025,000
Prior Modifications:	\$ 45,527,126
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 382,552,126
This Request:	\$ 395,000
% of This Request to Current Amount:	0.1%
% of Modifications (including This Request) to Original Amount:	13.6%

Discussion:

This modification is for the resolution of a differing site condition claim associated with the construction of the secant pile wall for the tunnel boring machine (TBM) launch box.

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

The contract requires the installation of secant pile walls in order to construct the launch box. The contract documents indicate the rock elevations at which the contractor should expect to encounter sound rock. At the south end of the launch box, sound rock was found along portions of the east and west secant pile walls at elevations lower than indicated in the GBR. S3 Tunnel Constructors (S3TC) presented a claim for additional compensation associated with these differing site conditions and after performing an independent investigation, MTACC found partial merit to the contractor's position. This modification addresses the additional costs resulting from the lower rock elevations. The costs are for additional soil excavation and the installation of longer piles, additional core beams and tiebacks in order to build the secant pile walls.

S3TC submitted a proposal of \$424,975. MTACC's revised estimate was \$379,651. Negotiations resulted in the agreed upon lump sum of \$395,000 that was found to be fair and reasonable. Savings of \$29,975 were achieved.

PROCUREMENTS

The Procurement Agenda this month includes 6 actions for a proposed expenditure of \$172.6M.

Staff Summary

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

Date
November 14, 2012
Vendor Name
N/A
Contract Number
N/A
Contract Manager Name
N/A
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	11/26/12	X		
2	Board	11/28/12	X		

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

PURPOSE:

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

DISCUSSION:

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

None

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

<u>Procurements Requiring Majority Vote</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule A: Non-Competitive Purchases and Public Works Contracts	1	\$ 7.0M
	<u># of Actions</u>	<u>\$ Amount</u>
Total Non-Competitive Procurements	1	\$ 7.0M

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

None

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

<u>Procurements Requiring Majority Vote</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule B: Competitive Requests for Proposals (Solicitation of Purchase and Public Works Contracts)	1	TBD
Schedule G: Miscellaneous Service Contracts	2	\$153.3M
Schedule I: Modifications to Purchase and Public Work Contracts	2	\$ 12.3M
	<u># of Actions</u>	<u>\$ Amount</u>
Total Competitive Procurements	5	\$165.6M

MTA Bus Company seeks Ratifications in the following categories:

None

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

None

	<u># of Actions</u>	<u>\$ Amount</u>
Total Ratifications	0	0
	<u># of Actions</u>	<u>\$ Amount</u>
Total Procurements	6	\$172.6M

BOARD RESOLUTION

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

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

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

NOW, the Board resolves as follows:

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

NOVEMBER 2012

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. New Flyer Industries, Inc.
Sole Source - Three-year omnibus
Purchase of inventory and non-inventory replacement bus parts. | \$7,000,000 (Est.) | <u>Staff Summary Attached</u> |
|---|---------------------------|-------------------------------|

**NOVEMBER 2012****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
Contract Term To Be Determined
Contract # B-40656 | Cost To Be Determined | <u>Staff Summary Attached</u> |
|--|-----------------------|-------------------------------|
- RFP Authorizing Resolution for the purchase of 690 low-floor 40-foot clean diesel buses, with an option to purchase up to 700 additional buses.

Procurements Requiring Majority Vote:**G. Miscellaneous Service Contracts**

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

- | | | |
|---|----------------------|-------------------------------|
| 2. Global Contact Services, Inc.
Three Proposals/Low Proposer – Five year contract, with a two-year option
RFQ # 6994 | \$152,900,017 (Est.) | <u>Staff Summary Attached</u> |
|---|----------------------|-------------------------------|
- Operation of the Paratransit Call Center.
- | | | |
|--|------------------|--|
| 3. Pia Car Limo, Inc.
Twelve Bids/Low Bidder – Three-year contract
RFQ # 10082 | \$425,530 (Est.) | |
|--|------------------|--|

This contract is to provide one-way and/or round-trip transportation for Department of Buses (DOB) and Department of Subways (DOS) personnel in safety sensitive titles between their respective work locations within the five boroughs of NYC and the Medical Assessment Center (MAC) located at 180 Livingston Street, Brooklyn, for the purpose of federally mandated random drug and alcohol testing. This estimated quantity contract will be awarded on a class (borough) basis, with Class A (Brooklyn), Class B (Manhattan), Class C (Queens), Class D (Staten Island) and Class E (Bronx). Pricing is based on a cost per trip basis.

Personnel in safety sensitive titles, randomly selected for federally mandated drug and alcohol testing must arrive at the test site as soon as possible after being notified, and are generally able to use public transportation. In Manhattan and the Bronx, the Human Resources' Occupational Health Services (OHS) has a Mobile Testing Program that it administers 24 hours a day, 7 days a week for DOB whereby OHS sends a technician to the bus depots to administer testing.

This contract is used for those instances and days when buses and subways run less frequently and for those times when the Mobile Testing Program in Manhattan and the Bronx may not be available. In the borough of Staten Island car service is to be provided 24 hours a day, 7 days a week. While most of the Staten Island testing during regular working hours is performed at the Staten Island MAC (operating hours: Monday-Friday 8:00 A.M.-4:00 P.M.), car service to the Brooklyn MAC may occasionally be needed during regular hours.

Pia, which is a New York state certified minority-owned business enterprise (MBE), was the low bidder for all five classes (ranging from 5 -10 bidders depending on the class), with Class A (Brooklyn) for \$46,226, Class B (Manhattan) for \$19,206, Class C (Queens) for \$20,816, Class D (Staten Island) for \$132,488 and Class E (Bronx) for \$26,794, for a total amount of \$245,530 for DOB. A price analysis was conducted which indicated that Pia's pricing is 31% lower than the previous contract.

Subsequent to the bid opening DOS determined that use of this contract would be advantageous for transporting DOS employees to the MAC. Rather than rebid and risk the possibility of receiving higher pricing, DOS' requirements of \$180,000 were combined with those of DOB, increasing the adjusted award value to \$425,530. Pricing is considered fair and reasonable.



NOVEMBER 2012

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

I. Modifications to Purchase and Public Work Contracts

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

- | | | | |
|----|--|-------------|-------------------------------|
| 4. | New Flyer of America, Inc.
Contract #B-40647.2 | \$6,360,195 | <u>Staff Summary Attached</u> |
| | Modification to the contract for the purchase of CNG 40-foot low floor buses in order to exercise an option for the purchase of 15 additional buses. | | |
| 5. | New Flyer of America, Inc.
Contract #B-40641.2 | \$5,936,182 | <u>Staff Summary Attached</u> |
| | Modification to the contract for the purchase of CNG 40-foot low floor buses in order to exercise an option for the purchase of 14 additional buses. | | |

chedule A: Non-Competitive Purchases and Public Work Contracts



Item Number: 1

Vendor Name (& Location) New Flyer Industries Canada ULC (Winnipeg, Manitoba, Canada)
Description Purchase of inventory and non-inventory replacement bus parts
Contract Term (including Options, if any) December 1, 2012 – November 30, 2015
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: NYC Transit: \$5,000,000 MTABC: \$2,000,000	
\$7,000,000 (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 New Flyer Industries Canada ULC (New Flyer) and will eliminate the need to advertise and prepare individual procurement staff summaries for Board approval for each procurement over the \$15,000 small purchase threshold. NYC Transit is not obligated to generate any expenditures 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.

There are approximately 4,402 items covered by this approval for the purchase of all replacement bus parts supplied by New Flyer. These New Flyer-supplied items will be used by the NYC Transit and MTA Bus Company (MTABC) for normal maintenance and replenishment of bus parts. The New Flyer bus fleet of 862 buses (739 NYC Transit, 123 MTABC) represents approximately 15.4% of the entire fleet of 5,602 buses. The New Flyer fleet currently consists of 382 NYC Transit articulated buses, 390 low floor 40-foot CNG buses (267 NYC Transit, 123 MTABC), and 90 NYC Transit low floor 40-foot clean diesel buses.

This approval will apply to inventory and non-inventory items identified as obtainable only from New Flyer for the following reasons: sole pre-qualified source on the QPL, and not available from any distributors or other sources; publicly advertised within a twelve month period without an acceptable alternate supplier; or proprietary to New Flyer. These sole source parts will be purchased on an as-required basis during the three year period.

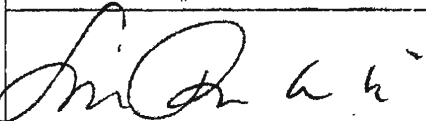
The current omnibus approval, approved by the Board in October 2009 and expiring December 2012, was for \$6,600,000. There is a remaining balance of \$3,152,094. The reason for the remaining funds is due to NYC Transit retiring 110 articulated diesel buses and 134 low floor 40-foot CNG buses manufactured by New Flyer during the approval term for which New Flyer was the supplier of sole source items. NYC Transit has spent \$3,447,906 of the current omnibus, which equates to a monthly expenditure of approximately \$105,000. Over the previous three New Flyer omnibus approvals, there has been an average monthly expenditure of approximately \$133,000. Using this historical figure and extrapolating over a 36 month period, it is anticipated that NYC Transit will require approximately \$5,000,000 of sole source items from New Flyer during the term of this omnibus approval. MTABC advised that it will require an estimated amount of \$2,000,000 for its requirements to support its New Flyer fleet. This request for three years is higher than the previous omnibus approval due to the inclusion of MTABC for this current omnibus. MTABC was not part of the previous omnibus approval because at the time, it did not have any New Flyer buses in its fleet.

Procurement has performed a price analysis on 32 sole source items for which 40 contracts were issued during the term of the current omnibus approval which exceeded the \$15,000 threshold. The 32 items represent 67.7% of the \$3,447,906 NYC Transit utilized to date under the current omnibus. A comparative price analysis of these 32 items shows a weighted average annual price increase of 1.6%. A review of the Producer Price Index over the same time period shows an annual average increase of 2.2%. The annual weighted average price increase of 1.6% compares favorably with the aforementioned Producer Price Index for Transportation Equipment, other Motor Vehicle Parts. The negotiated price is found to be fair and reasonable.

Staff Summary



Page 1 of 2

Item Number 1					
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	Materiel	5/1/05	Executive VP		
2 X	Law	5/1/05	President		
3 X	SVP Buses	7			
4 X	Budget	8			

SUMMARY INFORMATION	
Vendor Name NA	Contract Number B-40656
Description Purchase of 690 low floor 40-foot clean diesel buses with an option to purchase up to 700 additional buses.	
Total Amount N/A	
Contract Term (Including Options, if any) TBD	
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:	

PURPOSE/RECOMMENDATION:

To request that the Board determine that competitive bidding is impractical or inappropriate for the procurement of 690 low floor 40-foot clean diesel buses for NYC Transit with an option to purchase up to 700 additional buses, and that it is in the public interest to issue a competitive request for proposals (RFP) pursuant to subdivision 9(g) of Section 1209 of the Public Authorities Law.

DISCUSSION:

Subdivision 9(g) of Section 1209 of the Public Authorities Law permits NYC Transit to use a competitive RFP in lieu of competitive bidding to award a contract for the purchase or rehabilitation of rapid transit cars or omnibuses. NYC Transit is desirous of utilizing such a procedure with respect to the procurement of 690 low floor 40-foot clean diesel buses.

The RFP process will allow NYC Transit to arrive at the best overall proposal through negotiations and evaluation based on criteria that reflect the critical needs of the agency. Upon completion of the RFP process, NYC Transit intends to obtain Board approval for the actual contract award.

The 690 low floor 40-foot clean diesel buses will be purchased based on the replacement of aging 40-foot diesel buses that have reached the end of their 12-year useful life.

By utilizing the RFP process, NYC Transit will be able to: 1) weigh factors such as overall project price, NYS content, overall quality of proposer and product including but not limited to fuel economy; 2) negotiate specific contract terms, such as warranty and payment terms; 3) negotiate technical matters as deemed appropriate; 4) include any other factors that NYC Transit deems relevant to its operation; and 5) potentially split the award in such a manner as deemed to be in the public interest (i.e. earlier delivery) provided that the terms and conditions offered by the proposers are commercially reasonable and the proposers' BAFOs are deemed to be within a pre-established competitive range. NYC Transit reserves the right to award the entire contract to a single proposer if there are substantial differences between the BAFOs received.

Staff Summary

With respect to the option, if there is a split award on the base, it is anticipated that award of the option will be based upon obtaining proposals on a competitive basis from both awardees at the time the option is to be exercised thus ensuring the best value for both the base and the option buses. Board approval will be sought for the award of the option.

ALTERNATIVE:

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

IMPACT ON FUNDING:

Funds for the procurement of the 690 buses will be funded under SF02-0789 and SF02-0625. This project is anticipated to be 100% MTA funded.

RECOMMENDATION:

It is recommended that the Board determine that competitive bidding is impractical or inappropriate for the procurement of 690 low floor 40-foot clean diesel buses for NYC Transit with an option to purchase up to 700 additional buses, and that it is in the public interest to issue a competitive request for proposals (RFP) pursuant to subdivision 9(g) of Section 1209 of the Public Authorities Law.

Schedule G: Miscellaneous Service Contracts



Item Number: 2

Vendor Name (& Location)
Global Contact Services, Inc. (Salisbury, NC)
Description
Operation of the Paratransit Call Center
Contract Term (Including Options, if any)
5 Years with an option of up to 2 years
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 checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:

Contract Number	Renewal?
RFQ # 6994	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount:	\$152,900,017 (Est.)
Funding Source	
<input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name:	
Department of Buses, Darryl Irick	

Discussion:

This miscellaneous service contract is for the operation of the Paratransit Call Center that includes processing trip requests through advance reservations, addressing same day service delivery issues and providing customer information on trip status to Paratransit registrants on a 24/7 basis in compliance with the Americans with Disabilities Act (ADA).

On May 2011, RFQ #6994 was formally advertised as a competitive Request for Proposals (RFP) for the Operation of the Paratransit Call Center – a five year contract with an option for up to an additional two years. Evaluation criteria for this RFP, listed in order of importance, are as follows: overall technical qualification, overall project cost, and other relevant matters. Prior to soliciting the RFP, NYC Transit performed an extensive outreach to identify potential firms in the call center industry. Fifteen vendors attended the pre proposal conference. Proposals were received from the following ten companies: Assist Ambulance, CareRide, Concentrix Corp. (Concentrix), First Transit, Inc. [(FT), the incumbent], Global Contact Services, Inc. (GCS), TV Transportation, Inc. (MV), Strategic Care Partners, Inc. (Strategic), Sutherland Global Services, Inc., Veolia Transportation and Verizon.

After the Selection Committee reviewed the proposals, five companies were not invited to provide oral presentations because either their proposals did not address the requirements in the Contract or the companies lacked call center experience. Five proposers were invited for oral presentations, Concentrix, T, GCS, MV and Strategic. After oral presentations, the Selection Committee unanimously voted to invite Concentrix, FT and GCS to negotiations. While MV demonstrated ADA knowledge, it lacked call center experience of the magnitude of this operation. Strategic, a newly formed company, lacked the requisite depth of organization and resources. Neither company was invited to participate in negotiations. During the period December 2011 through September 2012, negotiations with each of the proposers were conducted and centered on appropriate staffing levels, performance requirements, labor rates, overhead, start up and disaster recovery. Interim pricing was received and utilized to facilitate ongoing negotiations. Proposers were given the opportunity to propose on providing the Call Center services at either the existing NYC Transit Long Island City facility or an off-site facility provided by the proposer.

After review of BAFOs, it became apparent to NYC Transit that remote management of an off-site facility would create undue challenges at this time for an already complex operation. The ability for NYC Transit to closely monitor performance of the Paratransit Call Center, a critical component in providing ADA compliant service, and address issues as they arise would be severely hampered. Moreover, the anticipated savings associated with an off-site facility would not meet expectations. The three proposers were subsequently requested to resubmit BAFOs for the existing NYC Transit location only. Revised BAFOs were received on October 10, 2012 whose results were as follows:

Proposer	Base 5 Years	Option Years (2)	Total (Base + Option)
Global Contact Services	\$152,900,017	\$89,913,865	\$242,813,882 (\$240,716,232)
First Transit	\$155,080,270	\$85,652,216	\$240,732,486
Concentrix*	\$161,419,281	\$91,115,219	\$252,534,500

*Concentrix provided an alternate proposal that is not included in the above chart as it was not for the NYC Location and was deemed invalid.

GCS offered the lowest proposal for the base 5 years which is \$2,180,253 or 1.4% lower than FT. GCS' proposal for the full seven years is \$2,081,396 or .86% higher than FT.

The Selection Committee met on October 18, 2012 and reviewed the revised BAFOs in accordance with the evaluation criteria. The Selection Committee unanimously determined that notwithstanding the small difference in price (0.86%) between GCS and FT inclusive of the 2 year option, and based on its valuation of GCS's technical qualifications which were found to be far superior to FT's, the GCS proposal was deemed to offer the best value. With respect to FT and Concentrix, the Committee found that both ranked significantly lower than GCS from the standpoint of technical and other relevant matters. FT's substandard performance on its current contract with Paratransit and Concentrix's continuous administrative shortcomings/errors demonstrated in its submissions influenced the Selection Committee's findings. The price proposal from GCS has been deemed fair and reasonable and is within 1.6% of the revised in house estimate for the full 7 years.

Subsequent to the Selection Committee's recommendation for award, Procurement requested and secured a unilateral price concession in the option years of the contract in the amount of \$2,097,649.79, thereby making GCS' Total price proposal (Base + Option) \$16,254 lower than FT's Total price proposal. GCS' Total price proposal is reduced to \$240,716,232.**

Schedule I: Modifications to Purchase and Public Work Contracts



Form Number: 4

Vendor Name (& Location)	
New Flyer of America, Inc. (Winnipeg, Manitoba, Canada)	
Description	
Purchase of low-floor 40-foot CNG buses	
Contract Term (Including Options, if any)	
December 30, 2011 – March 31, 2018	
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:	
Department of Buses, Darryl C. Irick	

Contract Number	AWO/Modification #
B-40647	2
Original Amount: \$ 31,788,339	
Prior Modifications: \$ (229,400)	
Prior Budgetary Increases: \$ 0	
Current Amount: \$ 31,558,939	
This Request: \$ \$6,360,195 (Est.)	
% of This Request to Current Amount: 20.2%	
% of Modifications (including This Request) to Original Amount: 19.3%	

Discussion:

This modification will exercise an option to purchase 15 low-floor 40-foot CNG buses from New Flyer of America (New Flyer) for MTABC.

This contract is a federally funded, competitively negotiated contract awarded to Daimler Buses North America (DBNA) on December 30, 2011 for the purchase of 74 low-floor 40-foot CNG buses with an option to purchase up to 30 additional buses which can be exercised in various increments as needed. The contract contains an option clause whereby option buses can be ordered at the base price of \$427,113 per bus for up to one year after award. If an option is exercised after one year from original award date, the bus price is subject to a price adjustment formula established in the contract.

In April 25, 2012, DBNA announced that it planned to stop production of transit buses and exit the transit bus manufacturing industry in North America. Subsequent to discussions between DBNA, NYC Transit and MTABC, it was determined that it was in the best interest of all parties to assign the contract to New Flyer, the second low proposer from the original solicitation. On July 5, 2012, New Flyer accepted the assignment with some minor changes to the contract language that were memorialized in Mod. 1, resulting in a reduction of \$229,400 (\$3,100 per bus) and a new per bus price of \$424,013. The total value of the contract was reduced from \$31,788,339 to \$31,558,939. It should be noted that New Flyer has recently completed the delivery of 385 similarly configured low-floor 40-foot CNG buses which were procured under a separate non-federally funded competitive RFP (Contract #40641) that was awarded in August 2010. This Board package also includes an option for 14 additional CNG Buses under Contract B40641 for NYC Transit that is locally funded.

Under this Mod. #2, NYC Transit will exercise an option to purchase an additional 15 low-floor 40-foot CNG buses on behalf of MTABC for a total amount of \$6,360,195 (\$424,013 per bus). This option is being exercised within one (1) year of the initial award and therefore will not be subject to the price adjustment formula contained in the contract.

Delivery of these 15 option buses is scheduled to take place in March 2013. These buses will be used to replace buses that have reached the end of their 12-year useful life.

The final price was found to be fair and reasonable.

Schedule G: Miscellaneous Service Contracts



Form Number: 5

Vendor Name (& Location)	
New Flyer of America, Inc. (Winnipeg, Manitoba, Canada)	
Description	
Purchase of low-floor 40-foot CNG buses	
Contract Term (including Options, if any)	
August 20, 2010 – April 30, 2018	
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 type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name:	
Department of Buses, Darryl C. Irick	

Contract Number	AWO/Modification #
B-40641	2
Original Amount: \$ 61,424,152	
Option Amount: \$ 115,433,931	
Total Amount: \$ 176,858,083	
Prior Modifications: \$ 0	
Prior Budgetary Increases: \$ 0	
Current Amount: \$ 176,858,083	
This Request: \$ 5,936,182	
NYCT: \$5,936,182	
MTABC: \$0 (Est.)	
% of This Request to Current Amount: 3.4%	
% of Modifications (Including This Request) to Total Amount: 68.6%	

Discussion:

This modification will exercise an option to purchase 14 low-floor 40-foot CNG buses from New Flyer of America (New Flyer) for NYC Transit.

This contract is a locally funded, competitively negotiated contract awarded to New Flyer on August 20, 2010 for the purchase of 35 low-floor 40-foot CNG buses (90 buses for NYC Transit, 45 buses for MTABC), with an option to purchase up to 340 additional buses which can be exercised in various increments as needed. The contract contains an option clause whereby option buses can be ordered at the base price of \$453,990 for up to one year after award. If an option is exercised after one year from original award date, the bus price is subject to a price adjustment formula established in the contract.

Modification #1 was executed in June 2011 to exercise an option to purchase an additional 250 low-floor 40-foot CNG buses (171 buses for NYC Transit, 79 buses for MTABC) and to incorporate a series of technical changes on all 385 buses (135 buses in the base and 250 buses in the Option), resulting in a per bus price of \$459,019 for a total of \$115,433,931. Delivery of these buses was completed in October 2012.

Under this Mod. #2, NYC Transit will exercise an option to purchase an additional 14 low-floor 40-foot CNG buses. New Flyer provided a quote in the amount of \$6,586,933 (\$470,495 per bus) for the 14 buses in September 2012 based on the price adjustment formula contained in the contract. After conducting discussions with New Flyer regarding the option pricing, New Flyer agreed to reduce the price of the 14 option buses by approximately \$46,482 per bus to \$424,013 per bus, for a total option price of \$5,936,182, which represents a total savings of approximately \$650,751 (9.88%). This pricing is identical to the per bus price obtained in contract B40647 which is a federally funded, competitively negotiated contract for MTABC that was awarded to Daimler Buses North America in December 2011 and assigned to New Flyer in July 2012. This Board package also includes an option for 15 additional CNG Buses under Contract B40647 for MTABC which is federally funded.

Delivery of these 14 option buses is scheduled to take place in April 2013. These buses will be used to replace buses that have reached the end of their 12-year useful life.

The final pricing for the option buses was found to be fair and reasonable.



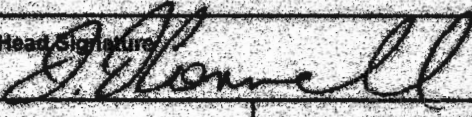
Metro-North Railroad

Action Items October 2012

Staff Summary

MTA Metro-North Railroad

Page 1 of 1

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

Date September 24, 2012
Vendor Name N/A
Contract Number N/A
Contract Manager Name N/A
Table of Contents Ref

Board Action					
Order	To	Date	Approval	Info	Other
1	MTA Comm Min	10/29	X		
2	MTA Finance Min	10/29	X		
3	MTA Board Min	10/31	X		

Internal Approvals			
Order	Approval	Order	Approval
1	President		
2	VP Financial		

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	VP Planning					2	General Counsel
	Press						

Narrative

PURPOSE:

To obtain MTA Board approval to enter into a contract to accept \$300,000 in a Congestion Mitigation/Air Quality (CMAQ) grant from the New York State Department of Transportation (NYSDOT) to support connecting services, covering the period from October 1, 2012 through September 30, 2013.

DISCUSSION:

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

Over the past fifteen years, Metro-North has received over \$3.0 million from similar NYSDOT(CMAQ) grants. These funds have been used for a variety of operational and marketing activities: providing customer information (e.g. signage, kiosks, pocket timetables, etc.); marketing/advertising to launch and support these services; supporting Metro-North's Guaranteed Ride Home programs; and for miscellaneous operational improvements. Metro-North plans to use the \$300,000 from the new CMAQ grant in a similar fashion, working with our regional partners to maintain service quality and improve station access.

BUDGET IMPACT:

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

RECOMMENDATION:

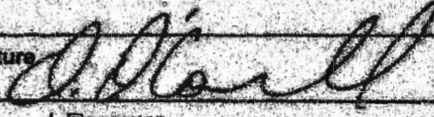
That the MTA Board grant approval to enter into a contract to accept \$300,000 in a Congestion Mitigation/Air Quality (CMAQ) grant from the New York State Department of Transportation (NYSDOT) to support connecting services, covering the period from October 1, 2012 through September 30, 2013.

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



Staff Summary



Page 1 of 2

Subject	Public Hearing For Setting West Haven Station Fares
Department	Operations Planning & Analysis
Department Head Name	D. O'Connell
Department Head Signature	
Project Manager Name	J. Fiegeman

Date	October 5, 2012
Vendor Name	
Contract Number	
Contract Manager Name	
Table of Contents Ref#	

Board Action					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mtg.	10/29	X		
2	MTA Fin. Comm.	10/29	X		
3	MTA Board Mtg.	10/31	X		

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

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

Narrative

Purpose:

To authorize one or more public hearings with regard to setting fares for the new West Haven station on the New Haven Line scheduled to open in June 2013.

Discussion:

Metro-North will commence service to/from West Haven station, effective on or around June 1, 2013. In conjunction with the opening of this station, Metro-North and Connecticut Department of Transportation (CDOT) have jointly agreed that the fares for travel to/from this station should be the same as the existing fares to the New Haven zone.

Section 1266(3) of the New York Public Authorities Law requires that MTA conduct a public hearing prior to instituting any fare changes, including setting fares at new stations.

Staff Summary

Recommendation:

That the Board authorize one or more public hearings with regard to setting fares for West Haven station in conjunction with the opening of the new station in June 2013.

Approved for Submission to the Board



Howard Permut, President

LONG ISLAND/METRO-NORTH



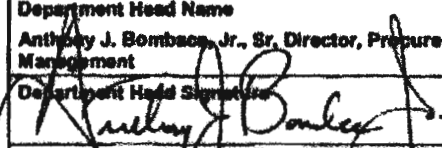
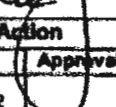

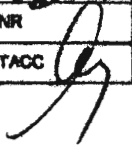
COMMITTEES

PROCUREMENTS

FOR

BOARD ACTION

November 28, 2012

Subject Request for Authorization to Award Various Procurements						Date November 28, 2012			
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. Eliland, Senior Vice President and General Counsel			
Department Head Signature 						Department Head Signature 			
Department Procurement and Material Management - MNR						(Empty)			
Department Head Name Anthony J. Bombace, Jr., Sr. Director, Procurement & Material Management						(Empty)			
Department Head Signature 						(Empty)			
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	LIRR/MNR Committee	11.28.12				X	President, LIRR		
2	MTA Board	11.28.12				X	President, MNR		
						X	President, MTACC		

PURPOSE:

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

DISCUSSION:

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

	# of Actions	\$ Amount
Schedules Requiring Two-Thirds Vote:		
Schedule A: Non-Competitive Purchases and Public Work Contracts	1	\$193,800
Schedules Requiring Majority Vote:		
Schedule G: Miscellaneous Service Contracts	1	\$60,000
SUBTOTAL:	2	\$253,000

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

	# of Actions	\$ Amount
Schedules Requiring Two-Thirds Vote:		
Schedule A: Non-Competitive Purchases and Public Work Contracts	2	\$3,612,600
SUBTOTAL:	2	\$3,612,600

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

LIRR proposes to award Competitive procurements in the following categories:

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Two-Thirds Vote:</u>		
Schedule B: Competitive Requests for Proposals	4	\$TBD
<u>Schedules Requiring Majority Vote:</u>		
Schedule F: Personal Service Contracts	2	\$330,388
Schedule G: Miscellaneous Service Contracts	1	\$92,070
SUBTOTAL:	7	\$422,458

MNR proposes to award Competitive procurements in the following categories:

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Two-Thirds Vote:</u>		
Schedule B: Competitive Requests for Proposals (Solicitation of Purch & Pub Wrk Cntrcts)	1	\$TBD
Schedule C: Competitive Requests for Proposals (Award of Purch & Pub Wrk Cntrcts)	2	\$18,704,500
<u>Schedules Requiring Majority Vote:</u>		
Schedule E: Miscellaneous Procurement Contracts	2	\$15,000,000
Schedule G: Miscellaneous Service Contracts	8	\$4,002,064
Schedule H: Modifications to Personal/Miscellaneous	2	\$486,686
SUBTOTAL:	15	\$38,193,250

MTACC proposes to award Competitive procurements in the following categories:

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Majority Vote:</u>		
Schedule I: Modifications To Purchase and Public Work Contracts	4	\$12,674,862
SUBTOTAL:	4	\$12,674,862

LIRR proposes to award Ratifications in the following categories:

NONE

MNR proposes to award Ratifications in the following categories:

NONE

MTACC proposes to award Ratifications in the following categories:

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Majority Vote:</u>		
Schedule K: Ratification of Completed Procurement Action	3	\$7,181,895
SUBTOTAL:	3	\$7,181,895
TOTAL:	<u>33</u>	<u>\$62,338,065</u>

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.

NOVEMBER 2012

MTA LONG ISLAND RAIL ROAD

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote

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

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

1. **New York State Industries** **\$193,800**
For the Disabled (NYSID) **Not-to-Exceed**
Non-Competitive (Preferred Source)
Contract No. 040000508

LIRR requests MTA Board approval to award a three-year contract, in a not-to-exceed amount of \$193,800, to the New York State Industries for the Disabled ("NYSID") to provide window, wall and floor cleaning services at Jamaica and Hempstead Station buildings, and Control Towers located throughout Brooklyn, Queens, Nassau and Suffolk Counties. This renewal contract is being awarded to NYSID in accordance with Section 162 of the New York State Finance Law, (State Finance Law), which states that preferred sources shall be granted the right to provide services to New York State Agencies in order to advance social and economic goals. Under the State Finance Law, a preferred source provider such as NYSID is expressly exempt from New York State Statutory competitive procurement requirements provided (i) it is capable of providing the service in the form, function and utility required by LIRR and (ii) the price it offers is as close to the prevailing market prices as is practicable, but in no event greater than 15% above the prevailing market price, as determined by the New York State Office of General Services (OGS). NYSID's corporate partner, Mayco Building Services performed these services satisfactorily during the previous two contracts and the LIRR determined that NYSID is able to comply with the specifications of the contract. In regard to pricing, NYSID's scheduled service rates are based on the specific parameters of each location. NYSID's latest proposal reflects an average 6.6% rate increase for Transportation Service locations and an average 67% decrease for locations servicing the Customer Service Department. NYSID's hourly labor rate of \$52.65 for year one, unscheduled, and as-needed services remains unchanged from the previous three-year contract. Rates for years two and year three are subject to annual adjustments in accordance with current NYS Prevailing Wage Schedule. OGS is currently reviewing the rates and is expected to issue a certification that the NYSID proposal is compliant with requirements of the NY State Finance Law. Funding will be provided through the LIRR's Operating Budget.

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 Competitive)

2. **Heidelberg USA, Inc.** **\$60,000**
Two-Year Contract **Not-to-Exceed**
Contract No: TBD

LIRR requests approval to award a sole source Miscellaneous Service renewal contract to Heidelberg USA, Inc. ("Heidelberg") for maintenance and repair of Heidelberg Print Shop equipment. The LIRR Print shop utilizes five different pieces of Heidelberg equipment. Heidelberg USA is the only authorized provider of parts and service for their equipment. This renewal contract will be for a twenty-four (24) month term, from December 1, 2012, through November 30, 2014. The Railroad explored opportunities to "piggy-back" existing contracts with other MTA agencies rather than soliciting a renewal contract but they either didn't have a print shop,



or did not have Heidelberg equipment. The not-to-exceed contract value is based on Heidelberg's Published Rates, projected repair and maintenance hours and related parts. The bid price schedule is based on fixed hourly rates, and discounts off manufacturer's list pricing for parts. Heidelberg uses published, non-negotiable rates, the same rates offered to all NY State Agencies. Heidelberg's 2012 - 2014 labor rates remain unchanged from the 2010 - 2012 rates. Heidelberg's rates are therefore considered to be fair & reasonable. Funding for this contract is included in LIRR's operating budget.

NOVEMBER 2012

METRO-NORTH RAILROAD

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Two-Thirds Vote:

A. Non-Competitive Purchases and Public Work Contracts

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

1. **Brookville Equipment Corp.** **\$1,100,000 (not-to-exceed)** **Staff Summary Attached**
Two-Year Purchase Agreement for Brookville Locomotive Parts

Approval is requested for a non-competitive, two-year purchase agreement with Brookville Equipment Corporation (Brookville) for various Original Equipment Manufacturer (OEM) replacement parts for MNR's BL-6, BL-14 and BL-20 Locomotive Fleets. The original acquisition of these Locomotives was accomplished through the competitive RFP process. Brookville is OEM and sole source supplier for these specific MNR required parts for the Brookville-manufactured Locomotives. As these Locomotives' warranties have expired, the MNR Procurement & Material Management and Maintenance of Equipment Departments have developed the operational spare parts inventory to support them. Items such as track receivers, structural parts and electrical components comprise the majority of these materials. The BL-6 Locomotive is used for shop/yard moves specifically in and around the Harmon Maintenance complex; the BL-14 is used in support of MTA's East Side Access (ESA) project and the BL-20's are used by MNR for Switcher-Shuttle service.

This purchase agreement is specifically instituted to allow MNR to purchase material from Brookville to establish a sufficient parts inventory and for MNR forces to perform repairs as necessary. This is a requirements contract and MNR is under no obligation to generate any minimum amount of purchase orders with Brookville for these OEM parts. This agreement will apply to inventory, non-inventory and repair-and-return items identified as obtainable only from Brookville for the following reasons: a) sole pre-qualified item on the Qualified Product List (QPL), and not available from any distributor or other sources; and b) is proprietary to Brookville. In addition, provisions for acquiring Engineering support from BEC have also been included in this agreement.

This purchase agreement will reduce administrative costs and advertising expenses, eliminate lead time for individual purchase orders and expedite material delivery. In requesting this Board authorization, MNR has complied with PAL 1265-a (3) regarding the posting of advertisements in order to identify potential alternate suppliers and with MTA All-Agency Procurement Guidelines for the purchase of sole source material. MNR shall continue to seek alternate suppliers through vendor outreach and advertisement.

The price for these Locomotive replacement parts and services will be negotiated on an individual basis prior to their purchase. Price reasonableness will be determined through an analysis with similar fleets, comparable parts and historical data. In addition, price concessions will be sought from Brookville to maximize MNR's benefit through the use of this agreement. This procurement is to be funded by the MNR Operating Budget.

2. Scheidt & Bachmann GmbH \$2,512,600 (not-to-exceed) Staff Summary Attached
Additional Ticket Vending Machines for Metro-North and Long Island Rail Road

Approval is requested for a non-competitive procurement of Ticket Vending Machines from Scheidt & Bachmann GmbH (S&B) for Metro-North and Long Island Rail Road. S&B is the Original Equipment Manufacturer (OEM), designer and integrator of the Railroads' current equipment and software systems and is the only manufacturer with the expertise, knowledge and qualifications to develop and integrate a relatively small number of additional TVMs into the extensive in-place ticket selling network.

The existing Master Contract with S&B (No. 9284) was competitively solicited, negotiated by Metro-North on behalf of both Railroads, MTA Board approved and awarded to Scheidt & Bachmann, GmbH (S&B). The scope of services included the design, manufacture and delivery of unique ticket selling equipment capable of printing Railroad tickets including variable customer ticket information and bold graphics on rolled ticket stock as well as on pre-encoded NYC Transit MetroCards. The scope also included a central support computer system (CSS) for each Railroad to support transaction processing, overall network management, revenue tracking/reporting, security and interface to bank clearinghouses for credit/debit card processing and settlement. The machines currently account for nearly 90% of all tickets sold on a monthly basis, indicative of high levels of customer satisfaction, confidence and reliance on the system. To date, S&B has provided the Railroads with a total of 730 ticket selling machines including three classes of Ticket Vending Machines (TVMs) totaling 540 (265 MNR & 275 LIRR) and 190 Ticket Office Machines (TOMs) (84 MNR & 106 LIRR).

At this time, the Railroads seek approval to secure a base order of 28 ticket vending machines (20 MNR & 8 LIRR) with an option for up to 10 additional machines for possible replacement of machines that may have been damaged beyond repair during the recent storms of October/November. These machines have expanded capability for smartcard payment processing. With the growth in service and ridership since the original machines' purchase, with the reduction in ticket sellers, and the addition of new stations, these new ticket machines will expand the ticket selling capacity to support these needs at both Railroads. These machines will provide: additional sales venues to accommodate increased ridership particularly supplementing ticketing outlets at high volume outlying stations as well as at Grand Central Terminal (for MNR) and ticket selling outlets at new stations/locations (newly opened or planned stations), as well as ticket sales at stations that currently have no ticket selling capacity. In addition, these machines will introduce the acceptance of smartcards as a payment method which will support and serve as a pilot for the MTA new fare payment strategy that incorporates bank-standard, contactless smart cards. This pilot will provide insight into future requirements for system wide acceptance of smart card transactions in keeping with changes in the electronic payment industry as bank smartcards become a more prevalent method of payment.

The unit cost of these smart card TVMs is \$61,252. This cost reflects an approximate 7% increase over prices paid by the Railroads for machines purchased in 2005 and reflects increases in raw materials/technical components as well as expanded functionality. The total cost of this purchase is not-to-exceed \$2,512,600 and includes the TVM equipment, integration of new contactless smart card payment processing functionality/components (both Hardware and Software), delivery, installation, testing and commissioning, spare parts for the new machines and one-year warranty on new machines for both Railroads. The total cost of \$2,512,600 is broken down as follows: \$1,338,800/MNR and \$1,173,800/LIRR. The cost of TVMs that may be purchased under the option will be at the negotiated unit price of \$61,252. This procurement is to be funded by each Railroad's Operating Budget. A portion of the MNR cost (approx. 39%) will be funded by CDOT.

Schedule A: Non-Competitive Purchases and Public Work Contracts



Item Number: **A**

Vendor Name (& Location) Brookville Equipment Corporation, Brookville Pa.
Description OEM replacement parts for MNR's BL-6, BL-14 and BL-20 Locomotive Fleet.
Contract Term (Including Options, if any) Two (2 Years)
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/OEM

Contract Number Purchase Agreement/Omnibus	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount:	\$1,100,000 (not-to-exceed)
Funding Source X 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 Manager: David L. Smutzler	

Discussion:

Approval is requested for a non-competitive, two-year purchase agreement with Brookville Equipment Corporation (BEC) for various Original Equipment Manufacturer (OEM) replacement parts for MNR's BL-6, BL-14 and BL-20 Locomotive Fleets. The original acquisition of these Locomotives was accomplished through the competitive RFP process. Brookville is OEM and sole source supplier for these specific MNR required parts for the Brookville-manufactured Locomotives. As these Locomotives' warranties have expired, the MNR Procurement & Material Management and Maintenance of Equipment Departments have developed the operational spare parts inventory to support them. Items such as track receivers, structural parts and electrical components comprise the majority of these materials. Items such as track receivers, structural parts and electrical components comprise the majority of these materials. The BL-6 Locomotive is used for shop/yard moves specifically in and around the Harmon Maintenance complex; the BL-14 is used in support of MTA's East Side Access (ESA) project and the BL-20's are used by MNR for Switcher-Shuttle service.

This purchase agreement is specifically instituted to allow MNR to purchase material from Brookville to establish a sufficient parts inventory and for MNR forces to perform repairs as necessary. This is a requirements contract and MNR is under no obligation to generate any minimum amount of purchase orders with Brookville for these OEM parts. This agreement will apply to inventory, non-inventory and repair-and-return items identified as obtainable only from Brookville for the following reasons: a) sole pre-qualified item on the Qualified Product List (QPL), and not available from any distributor or other sources; and b) is proprietary to Brookville. In addition, provisions for acquiring Engineering support from BEC have also been included in this agreement.

This purchase agreement will reduce administrative costs and advertising expenses, eliminate lead time for individual purchase orders and expedite material delivery. In requesting this Board authorization, MNR has complied with PAL 1265-a (3) regarding the posting of advertisements in order to identify potential alternate suppliers and with MTA All-Agency Procurement Guidelines for the purchase of sole source material. MNR shall continue to seek alternate suppliers through vendor outreach and advertisement.

The price for these Locomotive replacement parts and services will be negotiated on an individual basis prior to their purchase. Price reasonableness will be determined through an analysis with similar fleets, comparable parts and historical data. In addition, price concessions will be sought from Brookville to maximize MNR's benefit through the use of this agreement. This procurement is to be funded by the MNR Operating Budget.

Schedule A: Non-Competitive Purchases and Public Work Contracts



Page 1 of 2

Item Number: A

Vendor Name (& Location) Scheidt & Bachmann GmbH
Description Additional TVMs for MNR & LIRR
Contract Term (Including Options, if any) Immediate delivery
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source/OEM

Contract Number 9284	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount: \$2,512,600 (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: Procurement & Material Management, Anthony J. Bombace, Jr	
Contract Manager: A. Gardner	

I. Background & Discussion:

Approval is requested for a non-competitive procurement of Ticket Vending Machines from Scheidt & Bachmann GmbH (S&B) for Metro-North and Long Island Rail Road. S&B is the Original Equipment Manufacturer (OEM), designer and integrator of the Railroads' current equipment and software systems and is the only manufacturer with the expertise, knowledge and qualifications to develop and integrate a relatively small number of additional TVMs into the extensive in-place ticket selling network.

The existing Master Contract with S&B (No. 9284) was competitively solicited, negotiated by Metro-North on behalf of both Railroads, MTA Board approved and awarded to Scheidt & Bachmann, GmbH (S&B). The scope of services included the design, manufacture and delivery of unique ticket selling equipment capable of printing Railroad tickets including variable customer ticket information and bold graphics on rolled ticket stock as well as on pre-encoded NYC Transit MetroCards. The scope also included a central support computer system (CSS) for each Railroad to support transaction processing, overall network management, revenue tracking/reporting, security and interface to bank clearinghouses for credit/debit card processing and settlement. The machines currently account for nearly 90% of all tickets sold on a monthly basis, indicative of high levels of customer satisfaction, confidence and reliance on the system. To date, S&B has provided the Railroads with a total of 730 ticket selling machines including three classes of Ticket Vending Machines (TVMs) totaling 540 (265 MNR & 275 LIRR) and 190 Ticket Office Machines (TOMs) (84 MNR & 106 LIRR).

II. Request:

At this time, the Railroads seek approval to secure a base order of 28 ticket vending machines (20 MNR & 8 LIRR) with an option for up to 10 additional machines for possible replacement of machines that may have been damaged beyond repair during the recent storms of October/November. These machines have expanded capability for smartcard payment processing. With the growth in service and ridership since the original machines' purchase, with the reduction in ticket sellers, and the addition of new stations, these new ticket machines will expand the ticket selling capacity to support these needs at both Railroads. These machines will provide: additional sales venues to accommodate increased ridership particularly supplementing ticketing outlets at high volume outlying stations as well as at Grand Central Terminal (for MNR) and ticket selling outlets at new stations/locations (newly opened or planned stations), as well as ticket sales at stations that currently have no ticket selling capacity. In addition, these machines will introduce the acceptance of smartcards as a payment method which will support and serve as a pilot for the MTA new fare payment strategy that incorporates bank-standard, contactless smart cards. This pilot will provide insight into future requirements for system wide acceptance of smart card transactions in keeping with changes in the electronic payment industry as bank smartcards become a more prevalent method of payment.

III. **Budget Impact:**

The unit cost of these smart card TVMs is \$61,252. This cost reflects an approximate 7% increase over prices paid by the Railroads for machines purchased in 2005 and reflects increases in raw materials/technical components as well as expanded functionality. The total cost of this purchase is not-to-exceed \$2,512,600 for the base order and includes the TVM equipment, integration of new contactless smart card payment processing functionality/components (both Hardware and Software), delivery, installation, testing and commissioning, spare parts for the new machines and one-year warranty on new machines for both Railroads. The total cost of \$2,512,600 is broken down as follows: \$1,338,800/MNR and \$1,173,800/LIRR. The cost of TVMs that may be purchased under the option will be at the negotiated unit price of \$61,252. This procurement is to be funded by each Railroad's Operating Budget. A portion of the MNR cost (approx. 39%) will be funded by CDOT.

NOVEMBER 2012

MTA LONG ISLAND RAIL ROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote

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

- | | | | |
|----|--|------|--------------------------------------|
| 3. | TBD
RFP
Contract No. TBD | STBD | <i><u>Staff Summary Attached</u></i> |
| | <p>LIRR requests approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is therefore in the public interest to use the Request for Proposal (RFP) process pursuant to Section 1265-a of the Public Authorities Law to award a contract to design and furnish a new supervisory control system at Divide Tower (located immediately east of Hicksville Station) and upgrade the associated Remote Terminal Units.</p> | | |
| 4. | TBD
RFP
Contract No. 6109 | STBD | <i><u>Staff Summary Attached</u></i> |
| | <p>LIRR requests MTA Board approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is in the public's best interest to use the Request for Proposal (RFP) procurement method pursuant to Section 1265-a of the Public Authorities Law to award a Design/Build Contract for replacement of the direct fixation track fastener system on the Massapequa Park viaduct.</p> | | |
| 5. | TBD
RFP
Contract No. TBD | STBD | <i><u>Staff Summary Attached</u></i> |
| | <p>LIRR, on behalf of itself and Metro North Railroad (the "Railroads") requests MTA Board approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate, and that it is therefore in the public interest to use the Request for Proposal (RFP) process, pursuant to Section 1265-a of the Public Authorities Law, to award a contract for scheduled preventive maintenance, inspections, and remedial unscheduled, and emergency on-call repairs of nineteen (19) LIRR escalators and thirteen (13) MNR escalators.</p> | | |
| 6. | TBD
RFP
Contract No. TBD | STBD | <i><u>Staff Summary Attached</u></i> |
| | <p>LIRR requests MTA Board approval adopt a resolution declaring that competitive bidding is impractical or inappropriate, and that it is therefore in the public interest to use the Request for Proposal (RFP) process, pursuant to Section 1265-a of the Public Authorities Law, to award a contract to design and furnish a signal system for the Speonk to Montauk segment of LIRR's Montauk Branch.</p> | | |

Procurements Requiring Majority Vote

Schedule F: Personal Service Contracts

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

7. **American Systems Registrar** **\$30,387.50**
Two-Year Contract **Not-to-Exceed**
Contract No. TBD

LIRR requests MTA Board approval to award a competitively bid, three-year, Personal Services contract to American Systems Registrar ("ASR"), in the not-to-exceed amount of \$30,387.50, to perform ISO 9001:2008 compliance audits and certification renewals for LIRR's Engineering department. An independent ISO 9001 assessor approved by the American National Standards Institute (ANSI) and the American Society of Quality (ASQ) National Accreditation Board (ANAB) must conduct this certification process. The assessor performs audits on organizations in accordance with the rules established by the ISO9001 Registrar Board to determine if good business practices and effective management controls are being utilized. Prior to soliciting a competitive bid, LIRR reached out to MTA sister agencies to identify a similar contract that could be piggybacked, or to join this procurement. Although other agencies held similar ISO certifications, none offered competitively let contracts that could be piggybacked for these services, or expressed interest in joining this solicitation. This renewal contract was advertised in the Contract Reporter on July 30, 2012, and the NY Post on August 9, 2012. The bid price schedule required the contractor to provide the number of days required for the work, and was based on the total aggregate of daily rates for recertification assessment audits, travel per diem, and annual recertification fees during the three-year term. LIRR received two bids: the incumbent American Systems Registrars (ASR) - \$30,387.50, and Underwriters Laboratories, Inc. (UL) - \$111,070. ASR's bid of \$30,387.50 is 72.67% less than UL's bid of \$111,070, and at the same rates as those contained within the expiring contract issued in 2010. ASR's pricing is therefore considered fair & reasonable. Funding for the contract is included in LIRR's Operating Budget.

8. **Staples Marketing LLC** **\$300,000**
Two-Year Contract **Not-to-Exceed**
Contract No. 040000596

LIRR requests MTA Board approval to award a two-year Personal Services Contract in the not-to-exceed amount of \$300,000 with an option to renew for 2 additional years, to Staples Marketing LLC ("Staples") for development and implementation of a Marketing Campaign to increase public transportation usage in Nassau County. This contract is fully funded by a two-year Federal Congestion Mitigation and Air Quality Improvement (CMAQ) grant that has been awarded to MTA to invest in projects in Nassau County to reduce air pollutants from personal transportation related sources such as automobiles. In response to LIRR's RFP, which was advertised in the NYS Contract Reporter on July 23, 2012 and the NY Post on July 26, 2012, LIRR received one proposal from the incumbent Staples Marketing, LLC (\$300,000), and one "No Proposal" from Rivet Maskcom, where the consultant declined participation due to the large scope and magnitude of the project. Staples has been providing these services over the past two contracts to the satisfaction of the LIRR and is therefore deemed qualified. MTA Audit took no exceptions to the Staples cost proposal, which is commensurate with the LIRR's estimate. The Grant Agreement will fully fund the \$300,000 2-year contract total.

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)

9. **ARAMARK Uniform Services** **\$92,070.42**
 A division of ARAMARK Uniform **Not-to-Exceed**
 & Career Apparel, LLC
 Three-Year Contract
 Contract No: TBD

LIRR requests MTA Board approval to award a competitively bid, three-year, Miscellaneous Service contract to ARAMARK Uniform Services, a division of ARAMARK Uniform & Career Apparel, LLC ("ARAMARK"), in the not-to-exceed amount of \$92,070.42, for the supply and weekly cleaning service of walk-off mats at various LIRR locations, in support of LIRR's Customer Service and Signal departments. Prior to soliciting a competitive bid, LIRR reached out to MTA sister agencies to identify similar contract that could be piggybacked, or to join this procurement. No other agency offered similar contracts, or expressed interest in joining this solicitation. This renewal contract was advertised in the Contract Reporter on July 25, 2012, and the NY Post on July 26, 2012. The bid price schedule is based on fixed pricing for weekly service, and forecasted walk-off mat replacement costs during the three-year term. LIRR received two bids: the incumbent ARAMARK - \$92,070.42; and American Pad-Ex of New York ("American Pad") - \$116,942.40. ARAMARK's bid of \$92,070.42 is 21.26% less than American Pad's bid of \$116,942.40, and 19.18 % less than their expiring contract (\$113,922) awarded in 2009. ARAMARK's pricing is therefore considered fair & reasonable. Funding for the contract is included in LIRR's Operating Budget.

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

Staff Summary



Long Island Rail Road

Page 1 of 2

Item Number: 3					
Dept & Dept Head Name: Procurement & Logistics, Dennis Mahon					
Department Head Signature & Date					
Division & Division Head Name: Chief Engineer, Kevin Tomlinson					
Division Head Signature & Date: <i>Kevin Tomlinson 10/11/12</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee	10.29.12			
2	MTA Board	10.31.12			
Internal Approvals					
Order	Approval	Order	Approval		
6	President <i>[Signature]</i>	3	VP/CFO <i>[Signature]</i>		
5	Executive VP <i>[Signature]</i>	2	Sr. VP/Operations <i>[Signature]</i>		
4	VP/Gen'l Counsel & Sec'y <i>[Signature]</i>	1	Sr. VP/Administration <i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name	Contract Number
TBD	TBD
Description	
Divide Supervisory	
Total Amount	
\$TBD	
Contract Term (Including Options, if any)	
TBD	
Options(s) included in Total Amount: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type	
<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive	
Solicitation Type	
<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative:

I. PURPOSE/RECOMMENDATION:

LIRR requests approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is therefore in the public interest to use the Request for Proposal (RFP) process pursuant to Section 1265-a of the Public Authorities Law to award a contract to design and furnish a new supervisory control system at Divide Tower (located immediately east of Hicksville Station) and upgrade the associated Remote Terminal Units (RTUs).

II. DISCUSSION:

Twenty-eight (28) interlockings along the Main Line between Hicksville and the Ronkonkoma and Port Jefferson Branches are controlled from Divide Tower, utilizing the existing supervisory system. The supervisory system communicates with the RTUs at the interlocking locations to control train movement. The purpose of this project is to renew and/or upgrade the existing supervisory control system at Divide Tower and the associated RTUs. The new/upgraded system will replace the existing proprietary control system installed approximately 25 years ago, which is beyond its useful life and growing increasingly difficult and expensive to maintain.

The utilization of the RFP process will allow the LIRR to better assess which contractors are capable of performing the work within the contract schedule and to work out a fair allocation of risk to insure competitive pricing. Additionally, the RFP process gives the Railroad the ability to negotiate and evaluate factors other than price alone, such as experience with this type of project, past performance, qualifications of key personnel, and safety records. The MTA Board has previously authorized use of the RFP process in connection with a number of signal projects, including the Jamaica Interlocking and the Harold Interlocking contracts.

III. D/M/WBE INFORMATION:

MTA Department of Diversity & Civil Rights will be asked to provide M/WBE goals for this contract.

IV. IMPACT ON FUNDING:

This contract will be funded by the LIRR's Capital Budget.

Staff Summary



Long Island Rail Road

Page 2 of 2

V. ALTERNATIVES:

The alternative to not undertaking this work is to continue expending increasing funds to maintain the aging current control system along the Main Line and the Port Jefferson Branches. Further, should this work be undertaken, there is no alternative to contracting with a qualified third party, as the LIRR does not have the capability to fabricate the elements required for this effort.

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

Staff Summary



Page 1 of 2

Item Number: 4					
Dept & Dept Head Name: Procurement & Logistics, Dennis Mahon					
Department Head Signature & Date					
Division & Division Head Name: Prog. Management, Richard Oakley					
Division Head Signature & Date <i>Richard Oakley for R.O.</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee	10.29.12			
2	MTA Board	10.31.12			
Internal Approvals					
Order	Approval	Order	Approval		
1	President <i>[Signature]</i>	4	VP/CFO <i>[Signature]</i>		
2	Executive VP <i>[Signature]</i>	5	VP/General Counsel <i>[Signature]</i>		
3	Sr. VP/Operations <i>[Signature]</i>	6	VP/Administration <i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name	Contract Number
TBD	6109
Description	
Massapequa Park Design/Build Track Fastener Replacement Project	
Total Amount	
\$ TBD	
Contract Term (including Options, if any)	
12 Months from Notice of Award	
Options(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 checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative:

I. PURPOSE/RECOMMENDATION

LIRR requests MTA Board approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is in the public's best interest to use the Request for Proposal (RFP) procurement method pursuant to Section 1265-a of the Public Authorities Law to award a Design/Build Contract for replacement of the direct fixation track fastener system on the Massapequa Park viaduct.

II. DISCUSSION

The Massapequa Park viaduct consists of approximately 7,400 linear feet of double track (14,800 linear feet total track footage) affixed to a concrete deck with a direct fixation rail fastener system that is nearing the end of its useful lifespan. As such, it requires a continuous inspection and maintenance program to ensure rail operations continue safely. A similar project, Merrick and Bellmore Direct Fixation Fastener Replacement, is in the final stages of construction. The Merrick & Bellmore Direct Fixation Fastener Replacement Project also used the design/build RFP method of procurement.

The work required to replace the direct fixation rail fastener system in Massapequa Park consists of providing and installing new direct fixation fasteners, repairing spalled concrete viaduct deck locations and track slab. Most, if not all, work is to be performed on weekends to avoid extensive disruptions to our customers and maintain service. This project involves highly specialized track installation work. Use of the Design/Build methodology will help ensure that the design is consistent with the necessary means and methods, will allow for the most effective use of track outages, and will encourage the selected proposer to identify innovative construction methods to minimize the impact to LIRR's operations. Furthermore, the competitive RFP procurement method allows the LIRR to select a contractor based upon considerations of technical capacity, experience, and completion schedule, and also affords the LIRR the ability to evaluate, refine and negotiate cost.

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

Staff Summary



Page 2 of 2

In light of the critical nature of the work to be performed and the favorable experience from the Design/Build Merrick and Bellmore Direct Fixation project, the LIRR is progressing this request to use the RFP method of procurement. Use of the RFP procurement method will also permit an earlier commencement and completion of the project resulting in a time savings of approximately 12 months.

III. D/M/WBE INFORMATION

MTA Department of Diversity & Civil Rights will be asked to provide M/W/DBE goals for this contract.

IV. IMPACT ON FUNDING

Funding for this third party Design/Build construction of the Massapequa Park Viaduct Direct Fixation Fastener Replacement is included in LIRR's 2010 - 2014 Capital Program budget.

V. ALTERNATIVES

The alternative is to use the Invitation for Bid (IFB) procurement method. The IFB procurement method does not allow the LIRR to negotiate costs or select a contractor based upon best experience, technical capability and/or proposed work completion schedule. Additionally, an IFB would (i) require drawings to be at the 100% level, thus potentially delaying the start of construction, and (ii) Delay meaningful dialogue with the contractor until after award, thereby preventing the LIRR from being able to negotiate improvements to the construction schedule and incorporate more efficient means and methods for construction.

Staff Summary



Page 1 of 1

Item Number: 5					
Dept & Dept Head Name: Procurement & Logistics, Dennis Mahon, CPO					
Division & Division Head Name: <i>James Compton</i> Customer Rev & Technology, James Compton, General Manager					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee	10.29.12			
2	MTA Board	10.31.12			
Internal Approvals					
Order	Approval	Order	Approval		
6	President <i>[Signature]</i>	3	VP/CFO <i>[Signature]</i>		
5	Executive VP <i>CPE</i>	2	Sr. VP, Operations <i>[Signature]</i>		
4	VP/Gen'l Counsel & Sec'y <i>[Signature]</i>	1	Sr. VP/Administration <i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name TBD	Contract Number TBD
Description: Scheduled and Unscheduled Maintenance and Repair of up to Thirty-two (32) Escalators	
Total Amount: TBD	
Contract Term (including Options, if any): 3 Years plus (2) One-Year Options	
Options(s) included in Total Amount: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital Federal <input type="checkbox"/> Other:	

Narrative:

I. PURPOSE/RECOMMENDATION

LIRR, on behalf of itself and Metro North Railroad (the "Railroads") requests MTA Board approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate, and that it is therefore in the public interest to use the Request for Proposal (RFP) process, pursuant to Section 1265-a of the Public Authorities Law, to award a contract for scheduled preventive maintenance, inspections, and remedial unscheduled, and emergency on-call repairs of nineteen (19) LIRR escalators and an option for up to thirteen (13) MNR escalators.

II. DISCUSSION

Collectively, LIRR and MNR operate thirty-two (32) escalators at eighteen (18) stations located throughout Nassau, Suffolk and Westchester counties, and Grand Central Terminal. In order to maintain the safe and continuous operation of this critical equipment for customers using these stations, the Railroads require the services of a third party contractor to provide scheduled preventive maintenance and inspections, and remedial unscheduled, and emergency on-call escalator repairs. Pursuant to a competitive RFP process, the Railroads will award individual three (3) year base contracts, plus two (2) 1-year options, to take effect on or about May 16, 2013. The RFP process will afford the Railroads the ability to evaluate criteria such as contractor experience, resources, technical expertise, and safety record, as well as cost.

III. D/M/WBE INFORMATION

The MTA Department of Diversity and Civil Rights has assigned 10% MBE, and 10% WBE Goals for this contract

IV. IMPACT ON FUNDING

This contract will be funded by the Railroads' Operating Budget.

V. ALTERNATIVES

The alternative is to use the Invitation for Bid process and award to the lowest responsive and responsible bidder, however the RFP method allows the Railroads to consider other factors such as experience, resources, personnel expertise, and safety record.

VI. FUTURE TASKS:

The Railroads' escalators require continuous scheduled maintenance, and unscheduled, on-call repairs.

Staff Summary



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Item Number: 6					
Dept & Dept Head Name: Procurement & Logistics, Dennis Mahon					
Department Head Signature & Date <i>[Signature]</i>					
Division & Division Head Name: Positive Train Control, Chris Cohn					
Division Head Signature & Date					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee				
2	MTA Board				
Internal Approvals					
Order	Approval	Order	Approval		
1	President <i>[Signature]</i>	VP, Chief Financial Officer	<i>[Signature]</i>		
2	Executive VP <i>[Signature]</i>	VP, Gen'l Counsel & Sec'y	<i>[Signature]</i>		
3	Sr. VP, Operations <i>[Signature]</i>				

SUMMARY INFORMATION	
Vendor Name TBD	Contract Number 6113
Description: ASC Signalization from Speonk to Montauk	
Total Amount: \$TBD	
Contract Term (including Options, if any): TBD	
Options(s) included in Total Amount: <input 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 type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION

LIRR requests MTA Board approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is therefore in the public interest to use the Request for Proposal (RFP) process pursuant to Section 1265-a of the Public Authorities Law to award a contract to design and furnish a signal system for the Speonk to Montauk segment of the LIRR Montauk Branch.

II. DISCUSSION

Work under this contract includes new pre-wired signal enclosures for the Automatic Speed Control (ASC) Signalization for Speonk to Montauk. Speonk to Montauk is approximately 45 miles of dark territory that is being upgraded to CAB Signals to support LIRR's planned PTC system. This new signal system will be controlled from Babylon Tower, and will have new interlockings at Hampton Bays and Southampton, new control points at Amagansett and Montauk, and 38 grade crossing huts, among other features.

The RFP process generally is used in design-furnish and design-build contracts because the Contract Specifications are not sufficiently complete to utilize a formal competitive bidding solicitation. With respect to this procurement, the RFP process also gives the LIRR the ability to evaluate terms other than price alone, such as technical approach, staff qualifications, and past performance. In this regard, each qualified firm that is capable of designing and furnishing the signal huts called for under this contract has a unique system architecture with advantages and disadvantages, which can be evaluated under the RFP process.

If the Board adopts this resolution declaring that competitive bidding is impractical, LIRR anticipates presenting a recommendation to the Board to award a contract during the 2nd quarter, 2013.

III. D/M/WBE INFORMATION

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

IV. IMPACT ON FUNDING

This contract will be funded through the Capital Budget.

V. ALTERNATIVES

The alternative is to use the Invitation for Bid process. However, this alternative prevents communication with the contractor until after award, and as a result the LIRR would lose the ability to negotiate improvements to the construction schedule and incorporate more efficient means and methods for project delivery.

NOVEMBER 2012

METRO-NORTH RAILROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Two-Thirds Vote:

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

1. Request to use RFP Process	TBD	<u>Staff Summary Attached</u>
Design and Furnish Third Rail System-Park Avenue Tunnel		

MTA Metro-North Railroad requests permission to use the Request for Proposal (RFP) process to solicit and evaluate proposals from prospective vendors to design, fabricate, test and deliver a complete 6000 ampere aluminum third rail system for Metro-North's Park Avenue Tunnel from 56th Street to 99th Street. The existing 20-year old Third Rail System has reached the end of its useful life, and the third rail brackets to the system have started to exhibit signs of metal fatigue and corrosion.

The scope of work for the Third Rail System Replacement includes:

- Detailed eng./design of third rail system to ensure compatibility of all system sub-components.
- Preproduction/production test and manufacture of third rail system components.
- Furnish certified test reports for each test performed.
- Provide construction drawings, bill of material, and installation procedures.
- Provide on-site field support during MNR's installation.

In order to assure the selection of the vendor with the necessary aluminum third rail design experience and expertise, it is in the public interest to use the RFP process to properly evaluate the technical and manufacturing capabilities of prospective proposers. The vendor will be selected based on an evaluation of technical capability, past performance, organizational resources, experience of team members, and cost. This procurement will be funded by the MTA Capital Program.

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

2. **Ansaldo STS USA, Inc.** **\$599,749** **Staff Summary Attached**
Signal Apparatus-Replace Field Code System at Mott Haven, New York

Approval is requested to award a 23-month competitively solicited RFP (one proposal received) contract to Ansaldo STS USA, Inc. (Ansaldo), to design and furnish signal apparatus to replace the Field Code System for the Signal Control Point houses in Mott Haven, New York. The current single code signal system provides control for four vital interlockings for the Centralized Traffic Control System. It was installed in 1986-1987 and the equipment is no longer manufactured or supported, is also at the end or beyond its useful life. MNR needs to replace the Field Code System in order to prevent any potential failure with this equipment.

In response to a Request for Proposal, one proposal was received from Ansaldo STS USA, Inc. After considering the proposer's technical capability and price, the Selection Committee unanimously determined that Ansaldo STS USA Inc. is a qualified vendor to provide the necessary single code signal system. Ansaldo is well versed with MNR's signaling infrastructure and operating rules. The MNR Selection Committee found both the technical merits and cost to be satisfactory. Ansaldo will provide all of the required communication and data networking designs, network hardware, power supplies, serial cables, fiber optic cables, interface equipment for the communication network system necessary to meet the Technical specifications and Contract Drawings.

3.	Alstom Signaling, Inc.	\$18,104,751	<u>Staff Summary Attached</u>
	Purchase of Pre-Wired Signal Houses- Port Jervis, Harlem and Waterbury Lines		

In preparation for a new Positive Train Control (PTC) system, which is required to be in place by December 31, 2015, MNR must make improvements to some of its wayside signal systems. For the Port Jervis Line (NY), the existing wayside-only signal and grade crossing warning systems will be entirely replaced, with the exception of the interlockings and track circuits recently installed between CP Harriman to CP Valley. A new signal block design utilizing cab signal codes was developed for the Port Jervis Line to provide the necessary track capacity for the intended future operating plan and in preparation for the PTC implementation. For the Waterbury Branch (CT to NY), the existing system is currently non-signaled and train movements are currently subject to and controlled per MNR via Operation Under Manual Block System Rules. New interlocking equipment, PTC interface equipment, signal systems, and enclosures for associated locations are to be furnished. For the Harlem Line, CP-109 is a new pre-wired Central Instrument Location (CIL) house with cases and a new vital wayside interlocking is required at/for CP -109.

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reasonable for the level of effort anticipated for this project. Board approval is requested in the amount of \$18,104,751 broken down as follows: \$13,885,839 for the Port Jervis Line, \$1,834,147 for CP-109 on the Harlem Line, and \$2,384,765 for the Waterbury Branch. Equipment for the Port Jervis Line and CP-109 is funded by the MTA Capital Program. Equipment associated with the Waterbury Branch is funded by CDOT. Metro-North has conducted a responsibility review and other due diligence with regard to Alstom and has deemed Alstom to be responsible for award.

Schedules Requiring Majority Vote:

E. Miscellaneous Procurement Contracts

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

- | | | | |
|----|-----------------------------|-----------------------------|-------------------------------|
| 4. | ETS Contracting, Inc. | \$7,500,000 (not-to-exceed) | <u>Staff Summary Attached</u> |
| 5. | Trio Asbestos Removal Corp. | \$7,500,000 (not-to-exceed) | |

Indefinite Quantity Asbestos Removal & Other Environmental Remediation Services

Approval is requested to award two competitively solicited, five-year miscellaneous service contracts (six proposals received), to ETS Contracting, Inc. (ETS) and Trio Asbestos Removal Corp. (Trio) to perform on-call system-wide asbestos, lead and hazardous material abatement services on an as-needed, task order basis.

The scope of services includes the abatement of lead, asbestos, and hazardous material from interior and exterior structures, the preparation of filings, variance requests, and work plans for regulatory agency review/approval, and the containment, testing, and labeling of waste for transport. Work is required throughout MNR's territory in both New York State and Connecticut. ETS and Trio are presently performing these services for MNR in a satisfactory manner.

The objective for contracting with two contractors is to obtain competitive pricing for identified tasks, while maintaining a prequalified source for quick response remediation services. The MNR Selection Committee selected ETS and Trio based on the ranking of their overall scores against the RFP's selection criteria. The solicitation's price schedule was based on the estimated amount of services/tasks MNR anticipates to be required during the next five years applied to the unit price for each of the tasks. Also, ETS and Trio submitted competitive cost proposals with a negligible price variance compared to the in-house estimate. The actual distribution of work to the two vendors will be based on operational requirements and vendor capacity, with the goal of meeting service requirements. As this Board Authorization shall not guarantee any one vendor a fixed amount of work, the overall budget may be reallocated as necessary to ensure the most efficient and timely remediation services.

The cost of these services has increased 1% per year comparing the midpoint of the new contract with the prior contract. The prices will be fixed for the new five-year contracts and are deemed fair and reasonable for the level of service to be provided. The total cost of this service is not-to-exceed \$15,000,000. This procurement is to be funded by the MNR Operating Budget, the MNR Capital Budget and by CDOT on a task-by-task basis.

G. Miscellaneous Service Contracts

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

6. Walco Electric Co. \$300,860 (not-to-exceed)

7. Sherwood Electromotion Inc. \$295,200 (not-to-exceed)

Repair and Return of Genesis Locomotive Blower Motor Assemblies

Approval is requested to award two competitively solicited, two-year miscellaneous service agreements (two bids received) for the pick-up, repair, and delivery of 72 locomotive blower motor assemblies used on MNR's Genesis Locomotives. These contracts are required to complete a retrofit program for MNR's Genesis fleet. The scope of services includes the upgrade of the Inverter windings and the completion of an insulated bearing modification. These repairs ensure the efficient, timely, and safe operation of the Locomotive fleet. MNR does not have the capability to perform this work in-house.

In order to ensure that MNR has a sufficient quantity of blowers to support this retrofit program and to protect against any one vendor not meeting production capacity, the solicitation was structured to allow MNR to award to more than one qualified vendor. The decision to use two vendors will allow MNR to complete this critical program in the most expeditious and cost effective manner while maintaining the quality of the upgraded assemblies. The solicitation of potential bidders included both advertisements placed in required publications as well as additional direct outreach to vendors known to perform this unique type of work. A total of nine vendors received this workscope for their consideration. The solicitation quantities were based on each of the 72 blowers receiving the necessary upgrades.

Two vendors responded to the solicitation, and both Walco Electric and Sherwood Electromotion were deemed responsive and responsible. Walco Electric Company and Sherwood Electromotion Inc. submitted bids in accordance with the solicitation, and awards to each are requested at this time. The awards were based upon the number of upgrades multiplied by the pairs' unit prices. It was anticipated that the work would be evenly dispersed among the two recommended vendors. However, in order to meet the operational requirements in the most efficient and timely manner, the actual distribution of motors to the vendors is to be based upon vendor availability and operational capacity. MNR's Maintenance of Equipment Department in coordination with MNR's Procurement and Material Management Department will manage the distribution of motors and the work performed. As this Board Authorization shall not guarantee any one vendor a fixed amount of work, the overall budget may be reallocated as necessary to ensure the timeliest overhaul/repair of these motors.

Pricing for the agreements is fixed for the duration of these agreements. This is the first upgrade MNR has performed on these units and therefore no historical data is available for cost comparison. The prices for the new agreements are deemed fair and reasonable for the level of services to be provided. The total cost of this procurement is not-to-exceed \$596,060 and it is to be funded by the MNR Operating Budget.

8. East Coast Railroad Services LLC \$342,000 (not-to-exceed)

Hi-Rail Equipped Tie & Track Material Loading/Unloading Transport Truck Services w/Operator

Approval is requested to award a three-year, competitively solicited (two bids received) miscellaneous service contract to East Coast Railroad Services LLC (ECRS) to provide a Hi-Rail equipped logging truck for unloading ties and track materials along the rights-of-way.

Under the contract, ECRS will provide as-needed a hi-rail equipped tie loading/unloading transport truck and qualified operator. This unique, specialized piece of equipment is needed to load and unload railroad ties and track material along the rights-of-way throughout MNR's operating territory. MNR does not have the capabilities to perform this work with in-house forces.

ECRS is the incumbent firm and low bidder and the overall pricing is 36% lower than the next bidder. Additionally, ECRS's prices when compared to the last three-year contract did not change and will remain fixed under the new three-year contract. This procurement is funded by the MNR Operating Budget.

9. Landscape Impressions	\$1,402,080
10. Nick Cucchiarella, Inc.	\$587,540
11. Pocantico Environmental	\$234,400
12. Dom's Tree Service	\$348,000
13. Snow-Away	\$491,984

Snow Removal Services- MNR Territory in NYS (incl. West of Hudson) and CT

Approval is requested to award a competitively solicited (12 bids received) miscellaneous service contract to five contractors for a four-year period to provide snow removal and ice treatment services at Metro-North Yards, Stations and Facilities. The scope of services of the bid included all labor, material and equipment necessary for the on-going removal and treatment of snow and ice conditions (i.e.-plowing and spreading of salt, sand/or magnesium chloride) during the winter/snow season (Nov-April). The locations to be serviced include but are not limited to: stairways, platforms, yards, and delivery locations throughout MNR's territory.

This solicitation allowed bidders to submit bids for any or all locations specified in the bid document. As a result of the solicitation, the overall cost of snow removal has decreased 8% per year comparing the midpoint of the prior contract and the new contract. The decrease in prices results in an approximate savings of \$235K per year for snow removal services. Prices quoted for the four year contract are fixed regardless of the volume of calls for service. There are no alternatives to providing the snow removal services at this time, as Metro-North does not have sufficient in-house forces to accomplish the required work throughout the territory. The total cost for the four-year contracts is \$3,064,004. This procurement is to be funded by the MNR Operating Budget.

H. Modifications to Personal/Miscellaneous Service Contracts

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

14. RCM Technologies \$243,320 Staff Summary Attached
Engineering/Design/Inspection and Construction Phase Services –Cos Cob Substation Upgrade

Approval is requested to issue a supplemental agreement to RCM Technologies (RCM) to provide the previously unfunded Task No. 5 Construction Support Services and to re-design the routing of the electrical supply duct bank between Cos Cob Supply Substation and Wayside Substation 310. The total not-to-exceed amount of the supplemental agreement is \$243,320 with a 17-month extension to the contract period of performance.

Through the use of the competitive RFP process, Metro-North, utilizing the MTA Board approved GEC Program, awarded a contract on October 1, 2010, to RCM Technologies (RCM) in the amount of \$168,503, for an original period of performance of 19 months. The scope of services was to develop a package of detailed designs, specifications and construction cost estimates for the upgrade of the Cos Cob West Supply Substation Project.

At this time, MNR requests a supplemental agreement in two parts at a total not-to-exceed cost of \$243,320. The two parts are described as follows:

-a Task for Construction Support Services was included in the original contract; however, at that time they were unfunded because the final design required full development to estimate the costs associated with the construction support services. Upon conclusion of the design, MNR provided an estimate for the necessary construction support services for this work. The cost estimate was set at a not-to-exceed \$178,283. All rates were consistent with the original contract and are deemed fair and reasonable.

-during the design, RCM, as part of the original workscope, performed design services related to the routing of the electrical supply duct bank between Cos Cob and Wayside Substation 310. This work included surveying, environmental engineering and design. After all design work was completed, MNR was notified by the Town of Greenwich of their desire for a future park where MNR had planned to route the electrical supply duct bank. As such, the Town of Greenwich requested that MNR change its design and relocate the duct bank. The cost associated with this re-design effort was negotiated at the not-to-exceed price of \$65,037. The RCM rates to perform this re-design are consistent with the original contract and are deemed fair and reasonable.

A supplemental agreement for these Tasks was negotiated and agreed upon with RCM Technologies in the not-to-exceed amount of \$243,320 with a time extension of 17 months. RCM Technologies' labor and overhead rates are consistent with the original contract and are deemed fair and reasonable for the level of service provided. This procurement is to be funded 100% by CDOT.

15. **Jacobs Civil Consultants Inc.** **\$243,366** **Staff Summary Attached**
Engineering and Design Services for Fordham Station Capacity Improvements

Approval is requested to issue a supplemental agreement to Jacobs Civil Consultants Inc. (Jacobs) to provide additional engineering and design services for Fordham Station Capacity Improvements. The total not-to-exceed amount of the supplemental agreement is \$243,366 with a six month extension to the contract period of performance.

As a result of an earlier Harlem Line Capacity Improvement Study, MNR concluded that the existing outbound platform needed to be widened at Fordham Station to accommodate a significant increase in ridership in the reverse-peak commutation. The required improvements included the widening of the platform, new canopy with lighting, two passenger shelters, signage, painting, passenger amenities, tactile warning surface and other platform related upgrades. Through the use of the competitive RFP process, Metro-North awarded a contract in October 2010 to Jacobs Civil Consultants Inc. in the amount of \$704,520, for an original period of performance of twenty-four (24) months. The scope of services was to develop a package of detailed specifications and drawings for the outbound platform only. Additional inspections performed by MNR revealed that critical elements of the inbound platform also needed to be addressed.

At this time, MNR would like to provide inbound platform improvements to be consistent with the outbound improvements. The scope of improvements include new lighting, partial concrete platform repairs, new tactile surface, replacement of canopies, passenger amenities, signage, painting, existing stair rehabilitation and other related platform improvements. A supplemental agreement for this work was negotiated at the not-to-exceed amount of \$243,366 with a time extension of six months. Jacobs' labor and overhead rates are consistent with the original contract and are deemed fair and reasonable for the level of service provided. This procurement is to be funded 100% by the MNR Capital Program.

Staff Summary

Item Number B					
Dept & Dept Head Name: Procurement & Material Management Anthony J. Bombace, Jr.					
Division & Division Head Name: Administration - Raymond Burney - Sr. V.P. Administration					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mtg.	10-29-12	X		
2	MTA Board Mtg.	10-31-12	X		
Internal Approvals					
Order	Approval	Order	Approval		
X	President	X	Sr. V.P. Operations		
X	Sr. V.P. Admin.	X	V.P. Finance & IT		
X	General Counsel	X	Capital Programs		

SUMMARY INFORMATION	
Vendor Name THD	Contract Number TBA
Description Design and Furnish Park Avenue Tunnel 6000 Amp Third Rail System Replacement	
Total Amount \$4,587,500 estimated cost	
Contract Term (including Options, if any) Twenty-six (26) 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 MTA Board approval to use the RFP process to solicit and evaluate proposals from prospective vendors to design, fabricate, test and deliver a complete 6000 Ampere aluminum third rail system consisting of fiberglass brackets and channels, aluminum contact rail, third rail bracket insulators and other material required for MNR's Park Ave. Tunnel from 56th Street to 99th Street.
- II. **DISCUSSION:** Metro-North has an immediate requirement to retain a vendor to be responsible for the complete design, layout, component manufacture, testing and ancillary material procurement necessary for a reliable and durable 6000 Ampere aluminum, under running contact rail system to be installed in MNR's Park Avenue Tunnel. Installation is not included in this effort and will be performed separately. This system will replace the existing 150 lb. steel third rail system presently in service from 56th Street to 99th Street. The existing 20 year old Third Rail System has reached the end of its useful life, and the third rail brackets to the system have started to exhibit signs of metal fatigue and corrosion.

The scope of work for the Third Rail System Replacement includes:

- Detailed engineering/design of aluminum third rail system to ensure compatibility of all system sub-components.
- Preproduction/production test and manufacture of aluminum third rail system components.
- Furnish certified test reports for each test performed.
- Provide construction drawings, bills-of-materials and installation procedures.
- Provide on-site field support during MNR's installation.

An assessment of the prospective vendors' qualifications is required to ensure the following: 1) Comprehension of the Workslope requirements; 2) Relevant experience of the engineering and production team; 3) Preproduction and production testing capability; and 4) manufacturing processes have been developed and implemented to ensure delivery of a quality product suitable for the railroad service environment. In order to assure the selection of the vendor with the necessary experience and expertise, it is in the public interest to use the RFP process to properly evaluate the technical and manufacturing capabilities of prospective proposers. The vendor will be selected based on an evaluation of technical capability, past performance, organizational resources, experience of team members and cost.

Staff Summary

III. D/M/WBE INFORMATION: TBD

IV. IMPACT ON FUNDING: Funding for this project is included in the MNR Capital Program.

V. ALTERNATIVES:

Metro-North does not have the manufacturing capability to provide third rail components.

Staff Summary

Item Number C Dept & Dept Head Name: Procurement & Material Management, Anthony Bombace, Jr. Division & Division Head Name: Sen VP - Administration, Raymond Burney						SUMMARY INFORMATION Vendor Name Ansaldo STS U.S.A. Contract Number 1000010304 Description Signal Apparatus- Replace Field Code System at Mott Haven, NY Total Amount \$599,749 Contract Term (Including Options, If any) 23 Months Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other: Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:																					
Board Reviews <table border="1"> <thead> <tr> <th>Order</th> <th>To</th> <th>Date</th> <th>Approval</th> <th>Info</th> <th>Other</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>M-N Comm.Mtg.</td> <td>10-29-12</td> <td>X</td> <td></td> <td></td> </tr> <tr> <td>2</td> <td>MTA Board Mtg.</td> <td>10-31-12</td> <td>X</td> <td></td> <td></td> </tr> </tbody> </table>								Order	To	Date	Approval	Info	Other	1	M-N Comm.Mtg.	10-29-12	X			2	MTA Board Mtg.	10-31-12	X				
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2	MTA Board Mtg.	10-31-12	X																								
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X	Sr. V.P. Admin.	X	V.P. Planning																								
X	Sr. V.P. Finance & IT	X	General Counsel																								
X	Capital Programs																										

I. PURPOSE/RECOMMENDATION: MNR requests MTA Board approval to award a contract in the not-to-exceed amount of \$599,749 to Ansaldo STS USA, Inc. (Ansaldo) to design and furnish signal apparatus to replace the Field Code Systems for the Signal Control Point houses in Mott Haven, New York.

The purpose of this contract is to replace the existing single code signal system which provides control for four vital interlockings for the Centralized Traffic Control System. The current single code signal system was installed in 1986-1987 and the equipment is no longer manufactured or supported. This equipment is also at the end or beyond its useful life. At this time, MNR needs to replace the Field Code System in order to prevent any potential failures with this equipment.

II. DISCUSSION: MNR requires the services of a vendor to replace the signal system which provides control for the four interlockings in Mott Haven, NY. Upgrading the present singular code system at this location into four distinct code systems will minimize the exposure of the operation to failures of any single segment, will greatly reduce maintenance costs and is the most cost effective approach to the system replacement. Also, since the new code system will be micro-processor-based (current system is hard-wired), changes can be made more easily to the system via software rather than complicated and labor-intensive re-wiring. The new system will also allow for flexibility and support options which do not currently exist. Installation will be performed by MNR's forces.

In January, 2012, a Request for Proposal (RFP) was prepared and advertised in the New York State Contract Reporter and NY Post, El Diario and the Daily Challenge. On March 5, 2012, one technical and cost proposal was received from Ansaldo STS USA in the amount of \$999,574.

A Selection Committee comprised of five members representing MNR's C & S Department and Procurement and Material Management Department evaluated the proposal. The criteria for selection established in the RFP included Technical Capability, Experience, Project Plan and Cost. After the technical evaluation of Ansaldo's proposal, the Selection Committee decided to have a meeting on April 16, 2012 with Ansaldo's proposed project team to discuss and clarify the following:

1. Review of project team structure vs. the MNR specifications
2. Review of proposed hardware and pricing
3. Review of proposed schedule vs. the MNR specification schedule
4. Explore options to reduce price.

Staff Summary

Ansaldo was requested to submit a revised proposal (Best and Final Offer) as per the clarifications meeting and subsequent response and discussion. Ansaldo's Best and Final Offer is \$599,749.

Ansaldo, a qualified vendor for various signal apparatus, submitted proposal totaling \$599,749. It was deemed fair and reasonable for the level of equipment and services to be provided. The proposed Ansaldo communication equipment modules and their integration into a single, highly dependable Field Code System have been used for both mass transit lines and freight railroads throughout North America and internationally. The incorporation of Ansaldo's MicroLok II system will also contribute to the successful implementation and operation of the system. MicroLok II systems are already deployed at many MNR locations, and have well served the Railroad for many years. Further, Ansaldo has been providing reliable and efficient wayside train control products and systems to MNR for many years, and supports all of its projects with matched teams of engineering, management and training specialists. Ansaldo is well versed with MNR in its signaling infrastructure and operating rules.

III. D/M/WBE INFORMATION: The MTA DDCR office did not establish minority participation goals for this contract.

IV. IMPACT ON FUNDING: The total cost for this project is \$599,749. The period of performance is 23 months. This procurement is 100% NYS funded from the MNR Capital Program.

V. ALTERNATIVES: None. MNR does not have the design and manufacturing capability for this signal apparatus to replace the present Field Code System.

Staff Summary



Metro-North Railroad

Page 1 of 2

Item Number C					
Dept & Dept Head Name: Procurement & Material Management, Anthony Bombace, Jr.					
Division & Division Head Name: Sen. VP - Administration, Raymond Burney					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm.Mtg.	10-28-12	X		
2	MTA Board Mtg.	10-31-12	X		
Internal Approvals					
Order	Approval	Order	Approval		
X	President	X	Sr. V.P. Operations		
X	Sr. V.P. Admin.		V.P. Planning		
X	V.P. Finance & IT	X	General Counsel		
X	Capital Programs				

SUMMARY INFORMATION	
Vendor Name Alstom Signaling, Inc.	Contract Number 6023
Description Port Jervis Line, CP-109/Harlem Line & Waterbury Branch Pre-Wired Signal Houses	
Total Amount \$18,104,751	
Contract Term (Including Options, if any) Fifteen months	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION:

To obtain MTA Board approval to award to Alstom Signaling Inc. a contract to engineer, fabricate, and furnish signal system equipment for the Port Jervis Line, CP-109 on the Harlem Line and Waterbury Branch. The period of performance of this contract is 15 months.

II. DISCUSSION:

In preparation for a new Positive Train Control (PTC) system, which is required to be in place by December 31, 2015, MNR must make improvements to some of its wayside signal systems. For the Port Jervis Line (NY), the existing wayside-only signal and grade crossing warning systems will be entirely replaced, with the exception of the interlockings and track circuits recently installed between CP Harriman to CP Valley. A new signal block design utilizing cab signal codes was developed for the Port Jervis Line to provide the necessary track capacity for the intended future operating plan and in preparation for the PTC implementation. For the Waterbury Branch (CT to NY), the existing system is currently non-signalized and train movements are currently subject to and controlled per MNR via Operation Under Manual Block System Rules. New interlocking equipment, PTC interface equipment, signal systems, and enclosures for associated locations are to be furnished. For the Harlem Line, CP-109 is a new pre-wired Central Instrument Location (CIL) house with cases and a new vital wayside interlocking is required at/for CP -109.

The scope of work includes:

- Detailed engineering/design of all hardware, software, and system configuration requirements.
- Manufacture and deliver signal equipment with software, control panels, computer engineering application package, portable diagnostic test set, training rack, and spare parts.
- Provide MNR employee training on system servicing and maintenance.
- Provide on site field support during MNR's installation of the equipment.

A Request for Proposal (RFP), dated December 13, 2011, was prepared and advertised in the MTA/MNR website, the New York State Contract Reporter, the New York Post and the Daily Challenge. Direct outreach was made by MNR Procurement to prospective contractors. On April 26, 2012, technical and cost proposals were received from Alstom Signaling (Alstom), GE Transportation Systems Global Signaling (GE), and Ansaldo STS USA (Ansaldo).

Staff Summary

The criteria for selection established in the RFP is as follows:

1. Submission of a comprehensive Project Plan; Understanding of the workscope requirements and schedule.
2. Past experience with similar projects.
3. Confidence level and commitment of relevant resources to the project.
4. Cost

The Selection Committee was comprised of members representing MNR's Procurement and Material Management, C&S, and Capital Planning & Programming Departments. The Committee evaluated the three proposals received in accordance with the selection criteria of the RFP and MNR's procedures. As a result of the evaluation, the Committee shortlisted Alstom and GE. Ansaldo stated it could not complete the work within the specified time period, and therefore, was not longer considered for the work. Alstom and GE are well experienced and well qualified in the signal system field and proposed equipment that satisfactorily meets the technical requirements as specified. Alstom and GE were requested to submit their Best and Final Offers, and subsequently, Alstom's price of \$18,642,280 was approximately 25% less than GE's and 15% less than the engineer's estimate. It is deemed fair and reasonable for the level of effort anticipated for this project. As a result of final evaluations, and in accordance with the criteria for selection, the Committee unanimously recommended Alstom for award. This recommendation is based on the overall quality of Alstom's technical and cost proposals. Subsequent to this recommendation, Alstom proposed technical changes, which were accepted by MNR's Selection Committee, which lowered the project total by an additional \$537,529, to the final amount of \$18,104,751.

Metro-North has conducted a responsibility review and other due diligence with regard to Alstom and has deemed Alstom to be responsible for award.

III. D/M/WBE INFORMATION:

The MTA Department of Diversity and Civil Rights (DDCR) established a 20% DBE goal for this project. The contract will not be awarded until the MTA Department of Diversity and Civil Rights (DDCR) requirements have been satisfied.

IV. IMPACT ON FUNDING:

At this time, Board approval is requested in the amount of \$18,104,751 broken down as follows: \$13,885,839 for the Port Jervis Line, \$1,834,147 for CP-109 on the Harlem Line, and \$2,384,765 for the Waterbury Branch. Equipment for the Port Jervis Line and CP-109 is funded by the MNR Capital Program. Equipment associated with the Waterbury Branch is funded by CDOT.

V. ALTERNATIVES:

MNR does not have the available in-house staff with both the expertise and experience to complete the full spectrum of design, engineering, and fabrication of signal systems as specified.

Staff Summary

Item Number G					
Dept & Dept Head Name: Procurement & Material Management, Anthony J. Bombace, Jr.					
Division & Division Head Name: Sen. VP -- Administration, Raymond Burney					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mtg.	10-29-12	X		
2	MTA Board Mtg.	10-31-12	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	X	Safety & Security		

SUMMARY INFORMATION	
Vendor Name ETS Contracting, Inc. Trio Asbestos Removal Corp	Contract Number 13766 17600
Description Indefinite Quantity Asbestos Removal & Other Environmental Remediation Services	
Total Amount \$15,000,000 (not-to-exceed)	
Contract Term (including Options, if any) 3 years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other	

Narrative

I. PURPOSE/RECOMMENDATION:

Approval is requested to award two competitively solicited, 5-year miscellaneous service contracts (six proposals received), to ETS Contracting, Inc. and Trio Asbestos Removal Corp. to perform on-call system-wide asbestos, lead and hazardous material abatement services on an as-needed, task order basis.

II. DISCUSSION:

MNR's Safety and Security Department (Safety) seeks two contractors for the abatement of lead, asbestos, and hazardous material from interior and exterior structures; the preparation of filings, variance requests, and work plans for regulatory agency review/approval; and the containment, testing, and labeling of waste for transport. Work is required throughout MNR's territory in both New York State and Connecticut. ETS and Trio are presently performing these services for MNR in a satisfactory manner.

The objective for contracting with two contractors is to obtain competitive pricing for identified tasks, while maintaining a prequalified source for quick response remediation services. The two contractors, ETS and Trio, received the highest ranking scores based on the criteria for selection in the RFP and are recommended for contract award.

A Request for Proposal (RFP), dated June 29, 2012, was prepared and advertised in the MTA/MNR website, the New York State Contract Reporter, the New York Post and the Daily Challenge. Direct outreach was made by MNR Procurement to 25 additional, prospective contractors. On July 31, 2012, technical and cost proposals were received from Unitech Services Group, Inc., New York Environmental Systems, Trio Asbestos Removal Corp, ETS Contracting, Inc., PAL Environmental Services, and SCE Environmental Group.

The criteria for selection established in the RFP is as follows:

1. Submission of a comprehensive Project Plan; Understanding of the workscope requirements and schedule.
2. Past experience with similar projects.

Staff Summary

3. Confidence level, commitment of relevant resources to the project.
4. Cost

The Selection Committee was comprised of members representing MNR's Procurement and Material Management, Safety and Security, GCT and Capital Engineering Departments. The Committee evaluated the six proposals received in accordance with the selection criteria of the RFP and MNR's procedures. As a result of the evaluation, the Committee selected ETS Contracting, Inc. (ETS) and Trio Asbestos Removal Corp (Trio) based on the ranking of their overall scores. ETS and Trio are well experienced and well qualified while providing abatement services in New York State and Connecticut.

The solicitation's price schedule was based on the estimated amount of services/tasks MNR anticipates to be required during the next five years applied to the unit price for each of the tasks. Also, ETS and Trio submitted competitive cost proposals with a negligible price variance compared to the in-house estimate. The actual distribution of work to the two vendors will be based on operational requirements and vendor capacity, with the goal of meeting service requirements. As this Board Authorization shall not guarantee any one vendor a fixed amount of work, the overall budget may be reallocated as necessary to ensure the most efficient and timely remediation services.

The cost of these services has increased 1% per year comparing the midpoint of the new contract with the prior contract. The prices will be fixed for the new five-year contracts and are deemed fair and reasonable for the level of service to be provided. The total cost of this service is not-to-exceed \$15,000,000. This procurement is to be funded by the MNR Operating Budget, the MNR Capital Budget and by CDOT on a task-by-task basis.

III. D/M/WBE INFORMATION:

The MTA Department of Diversity and Civil Rights (DDCR) established a 20% DBE goal for this project. The contract will not be awarded until the MTA Department of Diversity and Civil Rights (DDCR) requirements have been satisfied.

IV. IMPACT ON FUNDING:

Board approval is requested for two awards in the not-to-exceed amount of \$15,000,000 (\$7.5M each), for a duration of 5 years. The total cost of this service is not-to-exceed \$15,000,000. This procurement will be funded by the MNR Operating Budget, the MNR Capital Budget and by CDOT on a task-by-task basis.

V. ALTERNATIVES:

MNR does not have the available in-house staff with both the expertise and experience to complete the full spectrum of lead, asbestos and hazardous material abatement.

Schedule H: Modifications to Personal Service and Miscellaneous Service Contracts



Item Number: H

Vendor Name (& Location) RCM Technologies	
Description GEC Engineering Design Cos Cob Substation Upgrades	
Contract Term (Including Options, if any) Thirty Six (36) Months	
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 type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: CDOT	
Requesting Dept/Div & Dept/Div Head Name: Procurement & Material Management, Anthony J. Bombace, Jr.	

Contract Number 70364	AWO/Modification # 2
Original Amount:	\$168,503
Prior Modifications:	\$ 35,423
Prior Budgetary Increases:	\$ 0.00
Current Amount:	\$203,926
This Request:	\$243,320
% of This Request to Current Amount:	%119.32
% of Modifications (Including This Request) to Original Amount:	%144.40

Purpose/Recommendation:

Approval is requested to issue a supplemental agreement to the firm RCM Technologies (RCM) to provide previously unfunded Task No. 5 Construction Support Services and to re-design the routing of the electrical supply duct bank between Cos Cob Supply Substation and Wayside Substation 310. The total not-to-exceed amount of the supplemental agreement is \$243,320 with a seventeen (17) month extension to the contract period of performance.

Discussion:

Through the use of the competitive RFP process, Metro-North, utilizing the MTA Board approved GEC Program, awarded a contract on October 1, 2010, to the firm RCM Technologies (RCM) in the amount of \$168,503, for an original period of performance of nineteen (19) months. The scope of services was to develop a package of detailed designs, specifications and construction cost estimates for the upgrade of the Cos Cob West Supply Substation. In addition, an unfunded Task No. 5 for Construction Support Services was included in the original contract. At that time construction support services were unfunded because the final design required full development to estimate the costs associated with the construction support services. Upon conclusion of this design, MNR provided an estimate for the necessary construction support services for this work. The cost associated with this construction support services was negotiated at a not-to-exceed-price of \$178,283. All rates are consistent with the original contract and are deemed fair and reasonable.

In addition, during the design, RCM, as part of the workscope, performed design services related to the routing of the electrical supply duct bank between Cos Cob and Wayside Substation 310. This work included surveying, environmental engineering and design. After all design work was completed, MNR was notified by the Town of Greenwich of its desire for a future park where MNR had planned to route the electrical supply duct bank. As such, the Town requested that MNR change its design and relocate the duct bank. The cost associated with this re-design effort was negotiated at the not-to-exceed price of \$65,037. RCM Technologies rates are consistent with the original contract and are deemed fair and reasonable.

Recommendation and Impact on Funding

A supplemental agreement for these Tasks was negotiated and agreed upon with RCM Technologies in the not-to-exceed amount of \$243,320 with a time extension of seventeen (17) months. RCM Technologies' labor and overhead rates are consistent with the original contract and are deemed fair and reasonable for the level of service provided. This procurement is to be funded 100% by CDOT.

Schedule H: Modifications to Personal Service and Miscellaneous Service Contracts



Item Number: H

Vendor Name (& Location) Jacobs Civil Consultants, Inc.	
Description Design & Engineering for Fordham Station Capacity Improvements	
Contract Term (including Options, if any) Twenty-four (24) months	
Option(s) included in Total Amount? Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	
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:	
Requesting Dept/Div & Dept/Div Head Name Procurement & Material Management, Anthony J. Bombace, Jr.	

Contract Number MNR-69892	AWO/Modification # 2
Original Amount:	\$704,520
Prior Modifications:	\$174,488
Prior Budgetary Increases:	\$
Current Amount:	\$879,008
This Request:	\$243,366
% of This Request to Current Amount:	%21.70
% of Modifications (Including This Request) to Original Amount:	%34.54

Purpose/Recommendation:

Approval is requested to issue a supplemental agreement to Jacobs Civil Consultants Inc. (Jacobs) to provide additional engineering and design services for Fordham Station Capacity Improvements. The total not-to-exceed amount of the supplemental agreement is \$243,366 with a six month time extension to the contract's period of performance.

Discussion:

The Fordham Station serves 6,500 Metro-North customers daily, most of whom use it to commute northward/outbound to Westchester and Connecticut. As a result of an earlier Harlem Line Capacity Improvement Study, MNR concluded that the existing outbound platform needed to be widened at Fordham Station to accommodate a significant increase in ridership in the reverse-peak commutation. The required improvements included the widening of the platform, new canopy with lighting, two passenger shelters, signage, painting, passenger amenities, tactile warning surface and other platform related upgrades. Through the use of the competitive RFP process, Metro-North, utilizing the MTA Board approved General Engineering Consultant (GEC) Program, awarded a contract in October 2010 to Jacobs Civil Consultants Inc. in the amount of \$704,520, for an original period of performance of twenty-four (24) months. The scope of services was to develop a package of detailed specifications and drawings for the outbound platform only. Additional inspections performed by MNR revealed that critical elements of the inbound platform also needed to be addressed.

At this time, MNR would like to provide inbound platform improvements to be consistent with the outbound improvements. The scope of the improvements includes new lighting, partial concrete platform repairs, new tactile surface, replacement of canopies, passenger amenities, signage, painting, existing stair rehabilitation and other related platform improvements. The original contractually established rates were used to negotiate the cost of this contract change and are considered fair and reasonable. The total cost of the contract change is not-to-exceed \$243,366 with a time extension of six months.

Recommendation and Impact on Funding:

A supplemental agreement for this work was negotiated and agreed upon with Jacobs in the not-to-exceed amount of \$243,366 with a time extension of six months. Jacobs' labor and overhead rates are consistent with the original contract and are deemed fair and reasonable for the level of service provided. This procurement is to be funded 100% by the MNR Capital Program.

NOVEMBER 2012

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote

Schedule I. Modifications To Purchase and Public Work Contracts

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

- | | | | |
|----|--|--------------------|--------------------------------------|
| 1. | Tutor Perini Corporation
Contract No. CQ032
Modification No. 15 | \$6,347,523 | <u>Staff Summary Attached</u> |
|----|--|--------------------|--------------------------------------|

Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC seeks Board approval for a modification to the Contract for the installation of the permanent structure for the Yard Lead Approach tunnel at the Yard Lead Track ("YLT"). This is a scope and budget transfer.

- | | | | |
|----|--|--------------------|--------------------------------------|
| 2. | Tutor Perini Corporation
Contract No. CQ032
Modification No. 17 | \$5,641,882 | <u>Staff Summary Attached</u> |
|----|--|--------------------|--------------------------------------|

Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC seeks Board approval of a modification for the installation of the invert slabs in Tunnel A and the Yard Lead Tunnel and the installation of a utility bench in Tunnel A. This is a scope and budget transfer.

- | | | | |
|----|--|-------------------|--------------------------------------|
| 3. | Tutor Perini Corporation
Contract No. CH053
Modification No. 89 | \$ 320,457 | <u>Staff Summary Attached</u> |
|----|--|-------------------|--------------------------------------|

Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC seeks Board approval to modify the Contract to revise the work of relocating LIRR's Signal and Track Department Facility at Harold Interlocking.

- | | | | |
|----|--|-------------------|--------------------------------------|
| 4. | Tutor Perini Corporation
Contract No. CH053
Modification No. 91 | \$ 365,000 | <u>Staff Summary Attached</u> |
|----|--|-------------------|--------------------------------------|

Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC seeks Board approval for a modification for the installation of Catenary Pole B-921W along with associated foundations and hardware.

Schedule I: Modification to Purchase and Public Work Contracts

Item Number: 1

Vendor Name (& Location) Tutor Perini Corporation (Peekskill, New York)		Contract Number CQ032	AWO/Modification # 15
Description Plaza Substation and Queens Structures for the ESA Project		Original Amount:	\$ 147,377,000
Contract Term (Including Options, if any) February 3, 2010 – February 5, 2012 (732 days)		Prior Modifications:	\$ 1,263,145
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A		Prior Budgetary Increases:	\$ 0
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount:	\$ 148,640,145
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification		This Request	\$ 6,347,523
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other: <i>Alan</i>		% of This Request to Current Amount:	4.3%
Requesting Dept/Div & Dept/Div Head Name: East Side Access, A. Paskoff, P.E. <i>Alan</i>		% of Modifications (Including This Request) to Original Amount:	5.1%

This Contract is for the structural and architectural rehabilitation to existing facilities along the existing 63'd Street Tunnel including construction of Plaza Interlocking and Facility Power Substation B10 for the East Side Access (ESA) Project. In accordance with Article IX of the All-Agency Procurement Guidelines, MTACC is requesting Board approval to modify the Contract for the installation of the permanent structure for the Yard Lead Approach tunnel at the Yard Lead Track ("YLT"). This is a scope and budget transfer.

The scope of work for the installation of the permanent structure for the Yard Lead Approach tunnel is currently in Contract CQ031. The CQ031 Contractor, which has a substantial completion date of January 2013, cannot start this work, as anticipated, because part of the YLT is in an area currently occupied by the CQ039 Contractor. Because of prolonged excavation activities at Northern Boulevard, the CQ039 Contractor is not expected to demobilize from the area until November/December of this year which will delay the CQ031 contractor by as much as 120 days. If the CQ031 Contractor is kept on-site beyond that Contract's final completion date, MTA could be exposed to significant compensable delay damages.

Therefore, MTACC has determined that it is in the Project's best interest to transfer this work to Contract CQ032, as it would facilitate logistics by providing the CQ032 Contractor with sole access to and around a major portion of the Plaza Interlocking site, as well as with space for staging. The transfer also would provide a smooth transition and continuous sequence of work at the Plaza Interlocking allowing the CQ032 Contractor to integrate the transferred portion of the YLT into the YLT work already in this Contract. Under this transfer, the CQ032 Contractor would receive the Plaza Interlocking construction site from STA 1178+77.5 to STA 1181+89.5, with the mud slab and waterproofing substrate (shotcrete) in place (work completed by CQ031). This would allow the CQ032 Contractor to start the waterproofing and the structural concrete of the YLT trench without delay and the work could be performed concurrently with the Plaza invert slab and shotcrete of the slurry wall work.

This scope of work was originally in the CQ032 Contract package, but was transferred into Contract CQ031 prior to bid in an effort to accelerate the completion of the CQ032 Contract. As discussed above, however, the prolonged excavation activities at Northern Boulevard have prevented the CQ031 Contractor from starting this work. Accordingly, the work is being transferred back to CQ032.

The Contractor submitted a cost proposal in the amount of \$6,736,700 while MTACC's estimate was \$5,948,020. Negotiations were held and the parties agreed to cost proposal in the amount of \$6,347,523 for the work. The negotiated cost is considered to be fair and reasonable as it falls within ten percent (10%) of MTACC's estimate. The budget for this work will be transferred from the CQ031 budget for which were received a credit of \$6,640,000.

Schedule I: Modification to Purchase and Public Work Contracts

Item Number: 2

Vendor Name (& Location)
Tutor Perini Corporation (Peekskill, New York)
Description
Plaza Substation and Queens Structures for the ESA Project
Contract Term (Including Options, If any)
February 3, 2010 – February 5, 2012 (732 days)
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other
Requesting Dept/Div & Dept/Div Head Name
East Side Access, A. Paskoff, P.E.

Contract Number	AWO/Modification #
CQ032	17
Original Amount:	
	\$ 147,377,000
Prior Modifications:	
	\$ 7,610,668
Prior Budgetary Increases:	
	\$ 0
Current Amount:	
	\$ 154,987,668
This Request	
	\$ 5,641,882
% of This Request to Current Amount:	
	3.6%
% of Modifications (Including This Request) to Original Amount:	
	9%

Discussion:

This Contract is for the structural and architectural rehabilitation to existing facilities along the existing 63rd Street Tunnel and construction of Plaza Interlocking and Facility Power Substation B10 for the East Side Access (ESA) Project. In accordance with Article IX of the All-Agency Procurement Guidelines, Board approval is requested to modify the Contract to include the installation of the invert slabs in Tunnel A and the Yard Lead Tunnel (YLT) and the installation of a utility bench in Tunnel A. This work was scheduled to be performed in future track work contracts. This is a scope and budget transfer.

In order to use the newly built Tunnel A and the YLT as roadways for the movement of material and equipment to and from Manhattan, the invert slabs must be installed. This work was originally part of future track work contracts, but moving it to CQ032, where the Contractor is on-site and performing similar work in the adjacent tunnels of B/C and D, will permit use of Tunnel A and the YLT to support construction access. In addition, it makes sense from a cost and scheduling perspective to construct the concrete utility bench in Tunnel A at the same time as the concrete invert. The YLT will be used for delivery of larger items so the bench will not be installed in the YLT at this time, as the bench would restrict access for larger items. Substantial completion of CQ032 is planned for January 2015, and this transfer of work would not impact Substantial Completion. If this work was kept in future track work contracts, these key tunnel connections would not be completed in time to utilize them for construction access.

The Contractor submitted a cost proposal in the amount of \$5,830,026 while the project internal estimate is \$5,128,982. Negotiations were held and the parties agreed to cost proposal in the amount of \$5,641,882 for the work. The negotiated cost is considered to be fair and reasonable. The budget for this work will be transferred from the future track work contracts.

Schedule I: Modifications to Purchase and Public Work Contracts

Item Number: 3

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

Contract Number	AWO/Modification #
CH053	Mod 89
Original Amount:	
	\$ 139,280,000
Prior Modifications:	
	\$ 68,505,090
Prior Budgetary Increases:	
	\$ 0
Current Amount:	
	\$ 207,785,090
This Request	
	\$ 320,457
% of This Request to Current Amount:	
	.15%
% of Modifications (including This Request) to Original Amount:	
	49.4%

Discussion:

The work under this Contract is for the construction of various civil infrastructure elements in Harold Interlocking and to expand the existing LIRR/AMTRAK right-of-way to enable mainline track diversions and facilitate the future construction of tunnels for the East Side Access (ESA) Project. Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC seeks Board approval to modify the Contract to revise the work of relocating LIRR's Signal and Track Department Facility at Harold Interlocking.

As part of this Contract, a permanent road is to be constructed to provide access to the future Amtrak Car Wash. The Contract also includes relocating LIRR's Signal and Track Departments into new trailers because the existing trailers sit in the path of the planned permanent road and are past their useful service life and in need of replacement. In addition a new retaining wall is to be installed in order to provide level ground for the placement of the trailers.

After the award of the Contract, LIRR determined that a new equipment trailer was required to house the signal and control equipment for Harold Tower. This new trailer was placed in the area planned for one of the new Signal and Track Department trailers that were to be installed under this Contract because the equipment trailer needed to be situated adjacent to the Harold Tower and connected to the Tower's utility lines. Therefore, the equipment trailer cannot be moved and one of the trailers for the Signal and Track Departments must be installed in a different location than initially planned. In addition, a crane will now be required to place the new LIRR Signal and Track Department trailers because the new equipment trailer blocks the vehicular access required to deliver and install the Signal and Track Department trailers as initially planned. Finally, the height of the retaining wall needs to be increased to provide sufficient level ground for the new Signal and Track Department trailers.

The Contractor submitted a cost proposal of \$357,245. MTACC's estimate was \$311,400. Negotiations were held, and both parties agreed to \$320,457, which is considered fair and reasonable. There is no time impact associated with the modification.

Schedule I: Modification to Purchase and Public Work Contracts

Item Number: 4

Vendor Name (& Location) Tutor Perini Corporation (Peekskill, New York)	Contract Number CH053	AWO/Modification # Mod 91
Description Construct Harold Structures Part I for the ESA Project	Original Amount: \$ 139,280,000	
Contract Term (Including Options, if any) 42 Months	Prior Modifications: \$ 69,106,442	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A	Prior Budgetary Increases: \$ 0	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount: \$ 208,386,442	
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	This Request \$ 365,000	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other	% of This Request to Current Amount: .17%	
Requesting Dept/Div & Dept/Div Head Name East Side Access, A. Paskoff, P.E.	% of Modifications (Including This Request) to Original Amount: 49.88%	

Discussion:

This contract is for the construction of various civil infrastructure elements in Harold Interlocking and to expand the existing LIRR/AMTRAK right-of-way to enable mainline track diversions and facilitate the future construction of tunnels for the East Side Access ("ESA") Project. Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC seeks Board approval to modify the Contract for the installation of the foundation for Catenary Pole B-921W along with associated guy anchor foundations and hardware.

This modification is for the installation of a Catenary Pole along with the associated foundations and hardware. The pole was procured under Contract CQ028 and was to replace an existing pole that was to be removed as part of the work related to the demolition of several Amtrak buildings under that Contract. At the time the buildings were demolished, it was decided that the existing pole could remain. However, due to concerns over the long-term stability of the existing pole, and it has now been determined that the pole should be replaced. As Contract CQ028 was terminated for default, MTACC has determined that the CH053 Contractor should perform this work since they are currently mobilized on site and are performing this type of work under their Contract.

The Contractor submitted a cost proposal of \$371,825. MTACC's project estimate was \$350,590. Negotiations were held, and both parties agreed to \$365,000, which is considered fair and reasonable. There is no time impact associated with the modification. An errors and omission analysis will be conducted to determine if the cost for this modification are recoverable from the designer.

NOVEMBER 2012

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Majority Vote

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

(Staff Summaries required for items requiring Board approval)

- | | | | |
|----|---|-------------------|--------------------------------------|
| 1. | Ad Tech Enterprises
Contract No. C52101
Modification No. 4 | \$ 366,000 | <u>Staff Summary Attached</u> |
|----|---|-------------------|--------------------------------------|

Pursuant to Articles IX and X of the MTA All-Agency Procurement Guidelines, MTACC requests that the Board ratify a contract modification to the Contract for the fabrication of re-designed bollards and concrete foundations along with associated sidewalk work.

- | | | | |
|----|--|-------------------|--------------------------------------|
| 2. | Tutor Perini Corporation
Contract No. CH053
Modification No. 90 | \$ 280,895 | <u>Staff Summary Attached</u> |
|----|--|-------------------|--------------------------------------|

Pursuant to Articles IX and X of the MTA All-Agency Procurement Guidelines, MTACC requests that the Board ratify a contract modification to the Contract for the storage of fabricated material at off-site locations.

- | | | | |
|----|---|--------------------|--------------------------------------|
| 3. | Yonkers Contracting Company
Contract No. CM004
Modification No. 63 | \$6,535,000 | <u>Staff Summary Attached</u> |
|----|---|--------------------|--------------------------------------|

Pursuant to Articles IX and X of the MTA All-Agency Procurement Guidelines, MTACC requests that the Board ratify a contract modification to the Contract for work related to the excavation and lining of Shaft #1 at the 44th St. Vent Plant Facility. This is a Scope and Budget Transfer from adjacent contract CM019.

Vendor Name (& Location)	
Ad Tech Enterprises (Mount Vernon, New York)	
Description	
Street Level Perimeter Protection for Atlantic Avenue/Pacific Street Complex	
Contract Term (Including Options, If any)	
12 Months	
Option(s) Included in Total Amount?	
<input type="checkbox"/> Yes	<input type="checkbox"/> No <input checked="" type="checkbox"/> N/A
Procurement Type	
<input checked="" type="checkbox"/> Competitive	<input type="checkbox"/> Non-competitive
Solicitation Type	
<input type="checkbox"/> RFP	<input 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:	
Security Program, M. Kyriacou, P.E., Vice President & Chief Engineer	

Contract Number	AWO/Modification #
C-52101	4
Original Amount:	\$ 3,486,000
Prior Modifications:	\$ 338,400
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 3,824,400
This Request	\$ 366,000
% of This Request to Current Amount:	10.5%
% of Modifications (Including This Request) to Original Amount:	9.71%

This Contract is for the removal of existing large, reinforced-concrete, granite-clad "blocks" at the LIRR Pavilion Entrance and the fabrication and installation of sixty-eight (68) individual Stainless Steel Bollards in their place as well as fabrication and installation of forty-six (46) bollards the New York City Times Plaza. In accordance with Articles IX and X of the All-Agency Procurement Guidelines, MTACC seeks Board ratification of a modification for the fabrication of re-designed bollards and concrete foundations along with associated sidewalk work.

The Contractor submitted a cost proposal in the amount of \$400,892 and MTACC's internal estimate was \$357,772. Negotiations were held and the parties agreed to a cost of \$366,000 which is considered fair and reasonable.

Item Number: 2

Vendor Name (& Location) Tutor Perini Corporation (Peekskill, New York)		Contract Number CH053	AWO/Modification # 90
Description Construct Harold Structures Part 1 for the ESA Project		Original Amount: \$ 139,280,000	
Contract Term (Including Options, if any)		Prior Modifications: \$ 68,825,547	
Option(s) Included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A		Prior Budgetary Increases: \$ 0	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount: \$ 208,105,547	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification		This Request: \$ 280,895	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:		% of This Request to Current Amount: .13%	
Requesting Dept/Div & Dept/Div Head Name: East Side Access, A. Paskoff, P.E.		% of Modifications (Including This Request) to Original Amount: 49.62%	

Discussion:

This Contract is for the construction of various civil infrastructure elements in Harold Interlocking and to expand the existing LIRR/AMTRAK right-of-way to enable mainline track diversions and facilitate the future construction of tunnels for the East Side Access (ESA) Project. Pursuant to Articles IX and X of the MTA All-Agency Procurement Guidelines, MTACC seeks Board ratification of a modification for the storage of fabricated material at off-site locations.

As a result of design and schedule changes along with unforeseen site conditions, activities associated with the 43rd Street and 48th Street Bridges, Microtunnel runs 1 through 4 and the 12kV Ductbank System have been delayed. As a result of these delays, the material outlined below had to be stored at off-site locations and storage fees have been incurred. The material is as follows:

- Structural steel for the 43rd St Loop Track Bridge for WBY and North Bridge – June 2009 through September 30, 2012
- Structural steel for the 43rd St Bridge for ML4 – September 2009 through November 30, 2012
- Structural steel for the 48th St Bridge for ML2 and ML4 – January 2010 through February 28, 2013
- Structural steel for the 48th St Bridge Walkway Support Frame – March 2010 through February 28, 2013
- Fabricated piping for Microtunnels 1 through 4 - November 1, 2009 through November 30, 2012.
- Cable for the 12kv electrical ductbank - December 2010 through October 30, 2012.

The Contractor submitted a cost proposal of \$280,895 for the storage fees which was accepted by MTACC as it compares favorably to the internal estimate of \$299,191 and is considered fair and reasonable.

To the extent that this Modification is the result of errors and omissions in design, MTACC intends to seek compensation for any resulting damages from the designer.

Item Number: 3

Vendor Name (& Location)	
Yonkers Contracting Company (Yonkers, New York)	
Description	
44 th St. Vent Plant and 245 Park Avenue Entrance for the ESA Project	
Contract Term (including Options, if any)	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A	
Procurement Type	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type	<input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name:	
East Side Access, A. Paskoff, P.E.	

Contract Number	AWO/Modification #
CM004	63
Original Amount: \$ 40,765,000	
Prior Modifications: \$ 1,444,634	
Prior Budgetary Increases: \$ 0	
Current Amount: \$ 42,209,634	
This Request: \$ 6,535,000	
% of This Request to Current Amount: 15.48%	
% of Modifications (including This Request) to Original Amount: 19.57%	

Discussion:

The work under this Contract is for the construction of the 44th Street Vent Plant Facility and the 245 Park Avenue Entrance for the East Side Access (ESA) Project. In accordance with Articles IX and X of the All-Agency Procurement Guidelines, MTACC is requesting the Board ratify a modification for work related to the excavation and lining of Shaft #1 at the 44th Street Vent Plant Facility. This is a scope and budget transfer.

As part of the Board approved Settlement Agreement with the CM009 and CM019 Contractor, the excavation and lining of Shaft #1 was removed from the CM019 Contract. MTACC received a \$7,500,000 credit for this work. Because the Contractor on the adjacent CM004 Contract has the required experience to perform the work, is mobilized on-site and is currently performing separate activities on the shaft, MTACC determined that the work should be transferred to the CM004 contract.

The scope under this modification includes the following activities to be performed by the CM004 Contractor related to Shaft #1:

- Perform one (1) controlled blast
- Excavate and line the 22' 9"x 40' 8" Shaft#1 area from elevation 282ft to 233ft, excavated muck to be placed in West Cavern for removal by CM019 Contractor
- Provide shaft excavation support by installing rock bolts
- Permanently line the walls and invert slab of Shaft #1

The Contractor submitted a proposal in the amount of \$6,447,146 and the MTACC estimate was \$4,662,635 and the parties agreed to \$5,100,000 for the work which is considered fair and reasonable as it falls within acceptable parameters of the estimate.

The addition of this scope of work impacts the CM004 Contract substantial completion date by an additional 155 days but will have no impact on the overall ESA Project Schedule. The 155 days are compensable impact costs due to the Contractor which equates to \$1,435,000. Therefore, the total for this modification is \$5,100,000 (direct cost) and \$1,435,000 (impact costs) for a total of \$6,535,000. Funding for this modification will be transferred from the CM019 budget.

In order to prevent delay to adjacent contracts and additional impact costs, the MTACC President approved a retroactive waiver and the Contractor was directed to proceed with this work August 29, 2012.



Bridges and Tunnels

Interagency Agreement Between MTA B&T and New York State Department of Transportation for Improvements to the Gowanus Expressway Approach to the Verrazano-Narrows Bridge

(Action Item)

Staff Summary

Page 1 of 2

Item Number					
Dept & Dept Head Name: Engineering & Construction, Joe Keane, PE <i>Joe Keane</i>					
Division & Division Head Name: Engineering & Construction, Vincent Montani, PE					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	10/11/12	<i>[Signature]</i>		
2	MTA B&T Committee	10/29/12			
3	MTA Board	10/31/12			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer <i>[Signature]</i>	4	Chief of Staff <i>[Signature]</i>		
2	General Counsel <i>[Signature]</i>	5	Executive Vice President <i>[Signature]</i>		
3	Chief Procurement Officer <i>[Signature]</i>	6	President <i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name New York State Department of Transportation	Contract Number AGT-1157
Description: Interagency Coordination of Gowanus Expressway Improvements and Verrazano-Narrows Bridge Bus/HOV Lanes	
Total Amount \$4,500,000	
Contract Term (including Options, if any) Five years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Agreement	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

B&T is seeking Board authorization to enter into an Agreement with the New York State Department of Transportation (NYSDOT) to provide improvements to the Gowanus Expressway approach to the Verrazano-Narrows Bridge (VNB) including areas under the jurisdiction of the NYSDOT, in order to complete remaining portions of a permanent, continuous Bus/HOV lane between the VNB and Hugh L. Carey Tunnel (HCT formerly the Brooklyn-Battery Tunnel). Under this Agreement, B&T will reimburse NYSDOT for a portion of its overall design and construction costs in the amount of \$4,500,000 over a duration of five years. When completed, the integrated Bus/HOV Lane will accomplish a longstanding goal of benefitting the traveling public by providing a completely integrated Bus/HOV Lane link between Staten Island and Brooklyn.

II. DISCUSSION

B&T and NYSDOT share a longstanding goal of realizing regional mobility improvements in common transportation corridors where the jurisdictional limits of both agencies overlap. Over the past decade major improvements in the common I-278 corridor from Staten Island to Manhattan have been achieved with an ultimate goal of creating a

Staff Summary

Page 2 of 2

continuous Bus/HOV lane from the Staten Island Expressway (SIE) to the HCT. In order to ultimately achieve the mutually desired goal of a continuous reversible Bus/HOV lane between the HCT and the SIE, B&T and NYSDOT have partnered to coordinate the design and construction of the remaining sections of this lane to be completed by NYSDOT under its existing contracts, located between the 92nd Street limit of the Verrazano-Narrows Bridge (VNB) and the 72nd Street section of the Gowanus Expressway (Gowanus). The SIE and the Gowanus are under the jurisdiction of NYSDOT; the VNB and approaches are under the jurisdiction of B&T. B&T plans to construct its ATMS (Advanced Traffic Management Systems) and other improvements under its planned VN-80C Bus/HOV Ramp project to be commenced in 2013. This joint Agreement will allow a cost sharing mechanism to enable the two agencies to effectively coordinate their respective efforts.

As part of the overall I-278 corridor plan, NYSDOT is currently in the early stages of a bus/HOV lane extension on the SIE which will result in a dedicated east-bound and west-bound Bus/HOV lane extending all the way from the VNB toll plaza to Victory Boulevard in Staten Island. This extension complements current access improvement projects in Staten Island around these locations by both agencies, which previously partnered under an agreement approved by the Board in January 2008. That Agreement mirrors this proposed agreement for similar improvements necessary in Brooklyn. The goal to complete this Bus/HOV lane is considered mutually desirable to each agency as it benefits the traveling public, reduces safety risks and finalizes the critical link of the Bus/HOV lane completion.

Specific work under this Agreement performed by NYSDOT will provide for the design and construction of the widening of the Gowanus approach to the VNB from 92nd Street to 72nd Street, completing the Bus/HOV lane. The work area at the Gowanus is particularly challenging as it has complex traffic patterns, overlapping real estate (the median area only from 86th Street to 92nd Street is owned by B&T) and operational considerations, such as moveable barrier machine use and storage. Additionally, an Advanced Traffic Management System (ATMS), which is necessary for the safe operation of the reversible Bus/HOV lane on the VNB will be installed at this location as part of this effort. The cost estimate for all the design and construction work under this agreement is \$9 million. B&T's share of this work is \$4.5 million, including the shared construction costs of the widening of the Gowanus approach to the VNB, and the full cost of the design and installation of B&T's ATMS System including required gantries for all variable message signs and lane control signals (which would be controlled and owned by B&T and utilized for B&T westbound VNB traffic management). The \$4.5 million is considered fair and reasonable based on the preliminary estimate and the anticipated benefits to B&T in terms of traffic flow and safety management.

III. D/M/WBE INFORMATION

N/A

IV. IMPACT ON FUNDING

Funding for this Agreement is available in the 2010-2014 Capital Program under VN-80.

V. ALTERNATIVES

Withdraw from participation in this joint agency agreement and construct the B&T ATMS and other improvements under B&T's planned Bus/HOV Ramp project (VN-80C). This alternative is not recommended as it would result in both agencies having to expend additional resources to coordinate their respective efforts and would add extra risks and overall delays to the realization of the overall VNB Capital Plan.

(rev. 4/07/10)



Bridges and Tunnels

Procurements November 2012

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	November 9, 2012
Vendor Name	
Contract Number	
Contract Manager Name	
Table of Contents Ref #	

Board Action					
Order	To	Date	Approval	Info	Other
1	President	11/9/12	<i>[Signature]</i>		
2	MTA B&T Committee	11/26/12			
3	MTA Board	11/28/12			

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

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

PURPOSE:

To obtain approval of the Board to award various contracts and purchase orders, and to inform the MTA B&T Committee of these procurement actions.

DISCUSSION:

MTA B&T proposes to award Non-Competitive procurements in the following categories:

<u>Schedules Requiring Majority Vote</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule F	Personal Service Contracts	1	\$.060M
Schedule J	Modifications to Miscellaneous Procurement Contracts	1	\$.268M
SUBTOTAL		2	\$.328M

MTA B&T proposes to award Competitive procurements in the following categories:

<u>Schedules Requiring Two-Thirds Vote</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule B	Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)	1	TBD

<u>Schedules Requiring Majority Vote</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule F	Personal Service Contracts	1	\$2.702M
Schedule H	Modifications to Personal/Miscellaneous Service Contracts	1	\$2.070M
Schedule I	Modifications to Purchase & Public Works Contracts	3	\$2.083M
Schedule J	Modifications to Miscellaneous Procurement Contracts	1	\$.647M
SUBTOTAL		7	\$7.502M
MTA B&T presents the following procurement actions for Ratification: None			
TOTAL		9	\$7.830M

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

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
NOVEMBER 2012

MTA BRIDGES & TUNNELS

Procurements Requiring Majority Vote:

F: Personal Service Contracts

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

1. U.S. Department of Commerce, National Oceanic and Atmospheric Administration,
National Ocean Service
Contract MOA-2012-059/8595

5 yr. contract - Non-Competitive

In August 2007 an agreement between B&T and NOAA (Contract MOA-2007-010) in the amount of \$204,000 called for NOAA to install and maintain an air gap measurement system at the VN. The system includes a microwave sensor that measures the vertical clearance (air gap between the bottom of the bridge and the water surface) on a continuous basis. The air gap system ensures that large cruise ships and commercial vessels have proper clearance prior to their passing beneath the VN. Technological enhancements were made to the system under the 2007 agreement and it was extended through August 13, 2012. In addition, during that period NOAA received funding from the federal government to support participating agencies in the program which, in turn, offset costs to B&T. The U.S. Department of Commerce advised B&T that it will not extend the prior agreement and is requiring NOAA and B&T to enter into a new five year agreement. This agreement will be in effect as of August 14, 2012. NOAA proposed a cost of \$60,000 to continue to support and maintain the system. At this time, it cannot be determined if the federal government is going to provide funding to NOAA so that B&T may be the beneficiary of reduced costs under the new agreement. NOAA provided documentation indicating that pricing under the new agreement is consistent with the amounts charged to all governmental or private entities for similar air gap measurement systems and support services. The proposed pricing was accepted by B&T. Based on the above the amount of \$60,000 is considered fair and reasonable. Funding is available in the Operating Budget under General Ledger #711101.

J: Modifications to Miscellaneous Procurement 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)

2. Citilog, Inc. \$ 267,828.00 **Staff Summary Attached**
Contract No. 04-TD-2710

Additional funding to upgrade the Video Incident Detection System (VIDS) software and install a VIDS at the Henry Hudson Bridge.

Schedule J: Modifications to Miscellaneous Procurement Contracts

Item Number: **2**

(Final)

Vendor Name (& Location) Citilog, Inc., Philadelphia, PA		Contract Number 04-TD-2710	AWO/Modification #
Description Furnish and Install a Video Incident Detection System		Original Amount:	\$650,000.00
Contract Term (including Options, if any) October 8, 2004 - December 31, 2012		Prior Modifications:	\$236,258.00
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Budgetary Increases:	\$0.00
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive		Current Amount:	\$886,258.00
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		This Request:	\$267,828.00
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		% of This Request to Current Amount:	30.2%
Requesting Dept/Div & Dept/Div Head Name: Technology Department/Tariq Habib		% of Modifications (including This Request) to Original Amount:	77.6%

Discussion:

B&T is seeking Board approval in accordance with the All-Agency Procurement Guidelines to modify Contract 04-TD-2710 with Citilog, Inc. (Citilog) for additional funding in the amount of \$267,828.

Contract 04-TD-2710 was approved by the Board in August 2004 and awarded to Citilog in October 2004 in the amount of \$650,000. The Video Incident Detection System (VIDS) was installed at the Hugh L. Carey and Queens Midtown Tunnels. This system: (i) monitors traffic activity at the toll plazas via Closed Circuit Television; (ii) detects traffic disruptions; and (iii) provides enhanced security and incident response times at the bridges and tunnels. Previous amendments totaling \$236,258 were issued to add the Throgs Neck and Verrazano-Narrows Bridges to the contract, provide ongoing system maintenance and support and to extend the contract through December 31, 2012.

B&T is requesting that Citilog upgrade the VIDS software for the existing systems, add 26 new software licenses and install a video incident detection system at the Henry Hudson Bridge. Our analysis indicates that it is more cost effective to upgrade the VIDS software rather than solicit an RFP for a completely new system. In order to enable the contractor to continue to provide maintenance and support of the system, B&T will extend the contract through December 31, 2015.

Citilog submitted a proposal in the amount of \$298,686. The project manager's estimate is \$252,000. Negotiations resulted in an amount of \$267,828 which is 6.3% above the estimate. The negotiated man-hours were reviewed by project management and found to be acceptable. The rates are in accordance with the contract. The negotiated amount of \$267,828 is considered fair and reasonable. Funding under the proposed amendment is available in the Operating Budget under GL #176766.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
NOVEMBER 2012

MTA BRIDGES & TUNNELS

Procurements Requiring Two-Thirds Vote:

B: Request to Use RFP for Procurement of Purchase & Public Works in lieu of Sealed Bid
(Staff Summaries only required for items estimated to be greater than \$1 million)

- | | | | |
|----|---|------------------------------|--------------------------------------|
| 1. | Contractors to be Determined
Contract No. VN-87 | Cost to be Determined | <u>Staff Summary Attached</u> |
| | <p>Request that the Board declare competitive bidding to be impractical and/or inappropriate and authorize B&T to enter into a competitive Request for Proposal process for Design/Build Services for the Replacement of Substation #1 at the Verrazano-Narrows Bridge.</p> | | |

F: Personal Service Contracts

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

- | | | | |
|----|---|------------------------|--------------------------------------|
| 2. | Hatch Mott MacDonald NY, INC.
Contract No. PSC-12-2913 | \$ 2,702,411.00 | <u>Staff Summary Attached</u> |
| | <p>1 yr. 4 mo. contract – Competitive RFP – 3 Proposals
Provide design and construction support services for Project BB-28, Phase II, Rehabilitation of the Tunnel Walls, Roadway, Drainage, Ceiling and Fireline at the Brooklyn Battery Tunnel.</p> | | |

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)

- | | | | |
|----|---|------------------------|--------------------------------------|
| 3. | HNTB New York Engineering & Architecture, P.C.
Contract No. PSC-09-2852 | \$ 2,070,495.00 | <u>Staff Summary Attached</u> |
| | <p>Provide additional design services and construction support services for Project VN-80C, New Ramp at the Verrazano-Narrows Bridge.</p> | | |

I: Modifications to Purchase & Public Works Contracts

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

- | | | | |
|----|---|------------------------|--------------------------------------|
| 4. | Judlau Contracting, Inc.
Contract No. HH-10 | \$ 1,088,573.00 | <u>Staff Summary Attached</u> |
| | <p>Additional work and a credit under Contract HH-10, Replacement of the Upper Level Curb Stringers, and Roadway Lighting at the Henry Hudson Bridge.</p> | | |

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
NOVEMBER 2012

I: Modifications to Purchase & Public Works Contracts

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

- | | | | |
|----|--|----------------------|--------------------------------------|
| 5. | Restani Construction Corp.
Contract No. VN-03B
Additional work under Contract VN-03B, Toll Plaza Improvements at the Verrazano-Narrows Bridge. | \$ 643,394.00 | <u>Staff Summary Attached</u> |
| | | | |
| 6. | TAP Electrical Contracting Service, Inc.
Contract No. BB-45
Additional work and quantity adjustments under Contract BB-45, Replacement of Switchgear and Power Distribution System at the Brooklyn Battery Tunnel (now known as the Hugh L. Carey Tunnel). | \$ 350,984.22 | <u>Staff Summary Attached</u> |

J: Modifications to Miscellaneous Procurement 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)

- | | | | |
|----|--|----------------------|--------------------------------------|
| 7. | Transdyn, Inc.
Contract No. 00-TD-2571
Continued maintenance services for the Advanced Traffic Management Incident, Detect, Evaluate, Act, System. | \$ 646,930.00 | <u>Staff Summary Attached</u> |
|----|--|----------------------|--------------------------------------|

Staff Summary

Item Number 1 (Final)					
Dept & Dept Head Name: <i>Joe Keane</i> Engineering and Construction, Joe Keane, P.E.					
Division & Division Head Name: Engineering and Construction, Vince Montanti, P.E. <i>JK & VM</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	11/9/12	<i>[Signature]</i>		
2	MTA B&T Committee	11/26/12			
3	MTA Board	11/28/12			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer <i>[Signature]</i>	4	Chief of Staff <i>[Signature]</i>		
2	General Counsel <i>[Signature]</i>	5	Executive Vice President		
3	Chief Procurement Officer <i>[Signature]</i>	6	President <i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name N/A	Contract Number VN-87
Description Design/Build Services for the Replacement of Substation #1 at the Verrazano-Narrows Bridge	
Total Amount \$17,000,000 (estimated)	
Contract Term (including Options, if any) Two (2) years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All-Agency Procurement Guidelines to declare competitive bidding to be impractical and/or inappropriate in accordance with the All-Agency Procurement Guidelines, Article III.A.6. and Public Authorities Law §559, and authorize B&T to enter into a competitive Request for Proposal (RFP) process for Design/Build Services for the Replacement of Substation #1 at the Verrazano-Narrows Bridge (VNB).

II. DISCUSSION

The VNB is B&T's largest structure and serves as a major traffic artery between Brooklyn and Staten Island. Electrical power for this facility is handled by two redundant substation power sources. Redundancy is necessary to ensure that power can be supplied when one electrical power source is unavailable due to failure. Substation #1 was built in 1962. In recent years equipment repairs have been more frequent and the substation consequently has become less reliable. B&T has determined that the existing equipment must be replaced on an accelerated basis due to the critical function that it provides. In addition, the new project will include an emergency generator that will back up the medium voltage Con Ed Feeders and thus maintain full operations at the facility in case of an event where all other power sources are lost. The new substation will be designed and constructed under Project VN-87, which is included in the 2010-2014 Capital Program. B&T is requesting to advance this project as expeditiously as possible. The scope of work includes but is not limited to providing all labor, materials and equipment necessary to design and construct a new medium voltage substation and to supply a new emergency generator. The design/build procurement process will enable the project to be awarded and completed approximately one year sooner than the typical design/ bid/build procurement method. In addition, it will minimize B&T's exposure to electrical outages and costs of interim repairs and take advantage of currently favorable construction market conditions. The project budget is \$17,000,000 over a duration of two years.

Based on the above, B&T deems it to be in the public interest to request that the Board adopt a resolution declaring competitive bidding to be impractical in favor of contract award by means of a competitive RFP process.

III. D/M/WBE INFORMATION

The MTA DDCR will assign applicable goals prior to issuance of the Request for Proposals.

IV. IMPACT ON FUNDING

Funding is available under project VN-87 in the 2010-14 Capital Program.

V. ALTERNATIVES

Utilize the conventional design/bid/build procurement process. This process is impractical due to the condition of the substation and the time constraints in connection with this project.

Staff Summary

Page 1 of 2

Item Number 2 (Final)					
Dept & Dept Head Name: Engineering and Construction, Joe Keane, P.E. <i>Joe Keane</i>					
Division & Division Head Name: Engineering and Construction, Vincent Montanti, P.E. <i>VM</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	11/9/12	<i>[Signature]</i>		
2	MTA B&T Committee	11/26/12			
3	MTA Board	11/28/12			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer <i>[Signature]</i>	4	Chief of Staff <i>[Signature]</i>		
2	General Counsel <i>MMT</i>	5	Executive Vice President <i>[Signature]</i>		
3	Chief Procurement Officer <i>BLWK</i>	6	President <i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name Hatch Mott MacDonald NY, Inc.	Contract Number PSC-12-2913
Description: Design and Construction Support Services for Project BB-28, Phase II, Rehabilitation of the Tunnel Walls, Roadway, Drainage, Ceiling and Fireline at the Brooklyn Battery Tunnel	
Total Amount \$2,702,411	
Contract Term (including Options, if any) One (1) year, four (4) months	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All Agency Guidelines for Procurement of Services to award a personal services contract for Design and Construction Support Services for Project BB-28, Phase II, Rehabilitation of the Tunnel Walls, Roadway, Drainage, Ceiling and Fireline at the Brooklyn Battery Tunnel (now the Hugh L. Carey Tunnel or the HCT) to Hatch Mott MacDonald NY, Inc. (HMM) for a period of one (1) year, four (4) months. The cost of the design portion of the contract is \$2,702,411. At a future date, the cost for construction support services will be negotiated and presented to the Board for approval.

II. DISCUSSION

B&T requires the services of a consultant to provide design and construction support services for the phased rehabilitation of the tunnel walls, roadway, drainage, ceiling and fireline at the HCT. The Contract also includes a \$500,000 allowance to be negotiated at a future date for the incorporation of recommendations for fire hardening.

Staff Summary

Page 2 of 2

The service requirements were publicly advertised; eight firms submitted qualification information. Three firms, HMM, Parsons Brinckerhoff (PB) and Michael Baker Engineering (MB), were chosen to receive the RFP based on a review of their qualifications and all firms submitted proposals. The proposals were evaluated against established criteria set forth in the RFP, including an understanding of the technical requirements and expertise, proposed personnel, oral presentations and cost. The Selection Committee recommended that B&T enter into negotiations with HMM, the highest rated firm. Although HMM proposed the highest cost its proposal reflected a thorough understanding of the scope and its Project Team demonstrated extensive tunnel rehabilitation and design experience. HMM provided detailed new alternatives and comprehensive approaches to address the required repairs. PB's proposal did not include any new alternatives beyond those previously reviewed and considered by B&T in the past under a prior contract. Based on MB's limited tunnel experience its proposal did not reflect the depth of project understanding in comparison with HMM's proposal.

HMM submitted a proposal in the amount of \$3,654,878. The Engineer's estimate is \$2,705,573. During negotiations it was determined that HMM overstated its proposal in connection with the task of reviewing existing inspection documentation and project reports. The consultant's proposed hours were consequently reduced in order to properly reflect the level of effort needed to satisfy these requirements. B&T and HMM agreed to the negotiated amount of \$2,702,411, which is 0.1% below the estimate and is fair and reasonable. HMM is deemed to be a responsible consultant.

III. D/M/WBE INFORMATION

The MTA DDCR has established goals of 10% MBE and 10% WBE for the referenced contract. HMM has achieved its previous MWBE goals on previous MTA contracts. This contract will not be awarded without approval of MTA DDCR.

IV. IMPACT ON FUNDING

Funding is available under Project BB-28, Phase II in the amount of \$2,702,411 in the 2010-2014 Capital Budget.

IV. ALTERNATIVES

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

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

Item Number: 3

(Final)

Vendor Name (& Location) HNTB New York Engineering & Architecture, P.C., New York, NY		Contract Number PSC-09-2852	AWO/Modification #
Description Design and Construction Support Services for Project VN-80C, New Ramp at the Verrazano-Narrows Bridge			
Contract Term (including Options, if any) April 27, 2010 – December 26, 2012		Original Amount: \$2,810,169.00	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Modifications: \$0	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Prior Budgetary Increases: N/A	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		Current Amount: \$2,810,169.00	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		This Request: \$2,070,495.00	
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		% of This Request to Current Amount: 73.7%	
		% of Modifications (Including This Request) to Original Amount: 73.7%	

Discussion:

B&T is seeking Board approval under the All-Agency Guidelines for Procurement of Services to amend this contract with HNTB New York Engineering & Architecture, P.C. (HNTB) for funding to perform: (i) construction support services (CSS) in the amount of \$1,480,982 and (ii) additional design services in the negotiated net amount of \$589,513, resulting in a total increase of \$2,070,495. Consistent with the Procurement Guidelines this amendment constitutes a substantial change.

Contract PSC-09-2852 was approved by the Board in March 2010 and awarded to HNTB in April 2010. This contract contained the requirements for a complete design and CSS, however the contract included the cost for design services only. Funds are required for construction support services under Project VN-80C (formerly VN-84) as the final design is near completion and bids for construction are expected to be issued soon. The construction support services include but are not limited to reviewing shop drawings and document submittals, technical review of any claims, providing technical assistance and support for requests for information, quality assurance and oversight. HNTB submitted a proposal in the amount of \$1,480,982. The Engineer's estimate is \$1,490,379. Based on discussions with HNTB, B&T accepted its proposal. The amount is 0.6% below the estimate and is fair and reasonable. This amendment also includes a three year, four month extension through April 2016 so that CSS will be performed concurrently through completion of construction.

During the design process requirements arose which were not anticipated to be part of the original scope of work. These requirements include but are not limited to: i) Brooklyn Yard drainage modifications; ii) additional environmental assessments ; iii) additional design and coordination services at the Staten Island approach; iv) fire standpipes and Staten Island hydrant drain replacement; v) designs to accommodate the moveable barrier transfer vehicle; and vi) additions to footings, piers and the Superstructure. HNTB proposed \$954,839 for these extra services and the engineer's estimate was \$667,396. Negotiations resulted in a cost of \$773,765. Given that the estimate was understated in regard to the level of effort for the items above, the final amount is considered fair and reasonable. Since the Contract has \$184,252 in remaining design funds, the net cost is \$589,513. Funding for this amendment is available in the 2005 – 2009 Capital Program under Project VN-84 for the design services and in the 2010-2014 Capital Program under VN-80 for CSS.

Schedule I: Modifications to Purchase and Public Works Contracts

Item Number: **4** (Final)

Vendor Name (& Location) Judlau Contracting, Inc., College Point, NY		Contract Number HH-10	AWO/Modification #
Description Replacement of the Upper Level Curb Stringers and Roadway Lighting at the Henry Hudson Bridge			
Contract Term (including Options, if any) December 22, 2010 – September 21, 2013		Original Amount:	\$32,820,000.00
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Modifications:	\$2,444,802.60
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Prior Budgetary Increases:	N/A
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:		Current Amount:	\$35,264,802.60
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		This Request:	\$1,088,573.00
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		% of This Request to Current Amount:	3.1%
		% of Modifications (including This Request) to Original Amount:	10.8%

Discussion:

B&T is seeking the Board's approval under the All-Agency Procurement Guidelines to modify this Contract with Judlau Contracting, Inc. (Judlau) for the net amount of \$1,088,573. The items are summarized as follows:

- 1) The contract requires steel repairs to be made to the east fascia girder (longitudinal steel structural member) after removing the concrete sidewalk that surrounds the lower part of it. However, during the process of concrete removal the Engineer observed that the girder was deteriorated more than originally had been anticipated. As such, the Engineer has determined that 14 spans of this girder should be replaced instead of performing various repairs to the girder. Judlau proposed a cost of \$1,633,800; the Engineer's estimate is \$1,386,019. Negotiations resulted in an amount totaling \$1,398,575, which is 0.9% over the estimate and is fair and reasonable. In order to mitigate any delay in this project, B&T authorized \$13,000 to enable the contractor to initiate the shop drawing process for the new fascia girder.
- 2) The removal of the sidewalk also revealed some planned steel repairs that will not be required or are being superseded by the replacement of the fascia girder. Therefore, B&T will reduce the estimated quantity of these unit price items. In accordance with Article 3.02 (Variable Quantities Clause), the Engineer determined that using the existing unit price for the credit will be equitable to both parties. Therefore, a credit in the amount of \$641,800 is considered fair and reasonable.
- 3) Biennial Bridge and field inspection work performed during Stage 2 of construction revealed additional steel members that need to be repaired and replaced. Since a temporary platform was already installed under this contract, it is more cost effective to perform these repairs at this time. Judlau proposed a cost of \$328,500; the Engineer's estimate is \$319,662. Negotiations resulted in an amount totaling \$317,998, which is 0.5% less than the estimate and is fair and reasonable.
- 4) The Contract includes an item for miscellaneous painting as ordered by the Engineer. The Engineer has identified additional locations in an estimated amount of 230 square feet (SF) that require painting. The work will be performed at a contract rate of \$60/SF for a total of \$13,800. The increase of \$13,800 is fair and reasonable.

The overall net increase to the contract equates to \$1,088,573, which is considered fair and reasonable. Funding for this amendment is available in the 2010-14 Capital Budget under Project HH-10.

Schedule I: Modifications to Purchase and Public Works Contracts

Item Number: 5

(Final)

Vendor Name (& Location) Restani Construction Corp.		Contract Number VN-03B	AWO/Modification #
Contract Title: Toll Plaza Improvements at the Verrazano-Narrows Bridge			
Contract Term (including Options, if any) September 30, 2011 - June 29, 2015		Original Amount:	\$49,949,976.35
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Modifications:	\$0
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Prior Budgetary Increases:	N/A
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:		Current Amount:	\$49,949,976.35
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		This Request:	\$643,394.00
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		% of This Request to Current Amount:	1.3%
		% of Modifications (including This Request) to Original Amount:	1.3%

Discussion:

B&T is seeking the Board's approval under the All-Agency Procurement Guidelines to modify this contract with Restani Construction Corp. (Restani) in the amount of \$643,394.

The scope of work under the Contract requires Restani to drill 123 three-foot diameter holes (caissons) with an average depth of 65 feet in order to install steel reinforced concrete piles, which shall serve as an earthen retaining structure to support a new roadway ramp. While drilling prior to the installation of the caissons Restani encountered large boulders, which impacted its construction operations and constitutes a differing site condition. The Contract Documents specifically precluded this site condition since the comprehensive geotechnical investigation performed during the design revealed that multiple borings used to sample the soil conditions in the construction area did not show tangible evidence of boulders being present. As a result of this differing site condition Restani calculated the additional time and effort required to complete the Work at these locations. Based on Restani's rates and the time required to drill through the boulder obstructions, Restani submitted additional costs totaling \$1,026,292. The Engineer's estimate was \$922,200. Based on negotiations the parties agreed to an amount of \$954,000, which is 3.5% above the estimate and is fair and reasonable.

Additionally, an epoxy asphalt overlay prototype was to be installed at the Belt Parkway ramp location and is to be deleted in its entirety for a credit totaling \$310,606. This results in an overall net increase to the Contract of \$643,394. Funding for this amendment is available in the 2010-14 Capital Budget under Project VN-03.

Schedule I: Modifications to Purchase and Public Works Contracts
Item Number: 6 (Final)

Vendor Name (& Location) TAP Electrical Contracting Service, Inc., Holbrook, NY		Contract Number BB-45	AWO/Modification #
Description Replacement of Switchgear and Power Distribution System at the Brooklyn Battery Tunnel			
Contract Term (including Options, if any) December 29, 2010 - May 28, 2014			
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		Original Amount: \$43,650,000.00	
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:		Prior Modifications: \$1,547,953.51	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		Prior Budgetary Increases: N/A	
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		Current Amount: \$45,197,953.51	
		This Request: \$350,984.22	
		% of This Request to Current Amount: 0.8%	
		% of Modifications (including This Request) to Original Amount: 4.4%	

Discussion:

B&T is seeking Board approval under the All Agency Procurement Guidelines to modify this Contract with TAP Electrical Contracting Service Inc. (TAP) in the amount of \$350,984.22. The items are summarized as follows:

(i) Field surveys and Requests for Information from the contractor necessitate the adjustment of conduit sizes resulting in quantity adjustments to 11 unit price items. These adjustments are consistent with the Engineer's decision to utilize less costly electrical metallic tubing in lieu of the originally specified rigid galvanized steel conduit. Seven items are to be increased and four items decreased at the contract unit prices, which result in a net increase totaling \$138,060. In accordance with Article 3.02, Variable Quantities Clause, the Engineer determined that the contract bid prices are equitable to all parties. Since the quantity adjustments are at the Contract unit prices the net amount is fair and reasonable.

Items (ii) and (iii) are the result of identifying project enhancements, which shall increase the overall reliability, maintainability, and redundancy of the monitoring and control systems as follows:

(ii) Modifications to the ventilation control system configuration that include incorporating specialized converters that group supply/exhaust fans on separate circuits. This will limit the number of fans that may become inoperable during a system failure or other unforeseen event thereby maintaining overall tunnel ventilation operations. These additional converters will also enhance the troubleshooting capabilities of the system by B&T personnel. TAP submitted a proposal in the amount of \$134,241.15. The Engineer's Estimate was \$104,036. Negotiations resulted in an amount totaling \$105,000, which is 0.9% above the estimate and is fair and reasonable.

(iii) Modifications to the power monitoring system, which necessitates the installation of four new Ethernet switches to create an independent system to enhance overall system reliability and minimize troubleshooting in the future. Originally the power monitoring system was to be connected to the existing traffic signal controls and tunnel ventilation system. TAP submitted a proposal in the amount of \$135,477.70. The Engineer's Estimate was \$101,668.05. The parties agreed to the negotiated amount totaling \$107,924.22, which is 6.2% above the estimate and is fair and reasonable.

The overall net increase to the contract equates to \$350,984.22. Funding for this amendment is available in the 2010 - 2014 Capital Program under Project BB-45.

Schedule J: Modifications to Miscellaneous Procurement Contracts

Item Number: **7**

(Final)

Vendor Name (& Location) Transdyn, Inc., Pleasanton, CA		Contract Number 00-TD-2571	AWO/Modification #
Description Advanced Traffic Management Incident, Detect, Evaluate, Act, System (ATM IDEAS)		Original Amount: \$10,778,732.00	
Contract Term (including Options, If any) October 31, 2001 - January 31, 2013		Prior Modifications: \$1,837,560.00	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Budgetary Increases: \$0.00	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount: \$12,616,292.00	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		This Request: \$646,930.00	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		% of This Request to Current Amount: 5.1%	
Requesting Dept/Div & Dept/Div Head Name: Technology Department, Tariq Habib		% of Modifications (including This Request) to Original Amount: 23.1%	

Discussion:

B&T is seeking Board approval in accordance with the All-Agency Procurement Guidelines to modify Contract 00-TD-2571 with Transdyn, Inc. (Transdyn) for additional funding in the amount of \$646,930.

Pursuant to a competitive RFP process this contract for an Advanced Traffic Management Incident, Detect, Evaluate, Act, System (ATM IDEAS) was approved by the Board in August 2001 and awarded to Transdyn in October 2001 in the amount of \$10,778,732. The work performed to implement this system included but was not limited to: (i) designing, developing and installing hardware and proprietary software at B&T facilities; (ii) developing a new Operations Control and Communications Center (OCCC) at Randall's Island; and (iii) enhancing the software and communication systems. ATM IDEAS has been fully operational since 2006. The system is used by the Operations Department to manage the operation of the roadway networks; view and control facility traffic cameras; display messages on variable message signs; view weather data; view agency/regional incidents; and inform our customers of planned events and local incidents. Amendments totaling \$1,837,560 have been issued to improve the functionality of the system, increase its efficiency, upgrade the hardware/software and to extend the contract through January 31, 2013. B&T will continue to monitor and evaluate the system to ensure that it meets all requirements.

Given the durability and reliability of ATM IDEAS, B&T is requesting that Transdyn continue to provide maintenance services for the system at its nine facilities and the OCCC. In order to support these services B&T will extend the contract through January 31, 2016. The work will encompass: (i) routine maintenance - 24 hours/7 days a week telephone support at all facilities and the OCCC; (ii) preventive maintenance - archiving and updating all system applications on a quarterly basis; and (iii) emergency maintenance - software and hardware repairs that require corrective action within four (4) hours.

Transdyn submitted a proposal in the amount of \$709,701 to cover the required services. The project manager's estimate is \$660,900. Negotiations resulted in a reduction in Transdyn's proposal to \$646,930 which is 2.1% below the estimate. The negotiated man-hours were reviewed by project management and found to be acceptable. The rates are in accordance with the contract. The negotiated amount of \$646,930 is therefore considered fair and reasonable. Funding under the prospective amendment is available in the Operating Budget under GL #711558.