



Metropolitan Transportation Authority

May 2014

MTA Board Action Items



**MEETING AGENDA
METROPOLITAN TRANSPORTATION AUTHORITY BOARD
May 21, 2014 10:00 a.m.**

347 Madison Avenue
Fifth Floor Board Room
New York, NY

AGENDA ITEMS

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Date of next MTA Board meeting: Wednesday, June 25, 2014 at 10:00 a.m.

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

**Wednesday, April 30, 2014
10:00 a.m.**

The following members were present:

**Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. Andrew Albert
Hon. Jonathan A. Ballan
Hon. Robert C. Bickford
Hon. Norman Brown
Hon. Allen P. Cappelli
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. David A. Paterson
Hon. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Carl V. Wortendyke**

The following members were absent:

**Hon. John H. Banks, III
Hon. Jeffrey A. Kay**

Catherine Rinaldi, Chief of Staff, Stephen J. Morello, Counselor to the Chairman, Board Member James Blair, Board Member Ira R. Greenberg, Carmen Bianco, President, NYCTA, Helena Williams, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, James Ferrara, President, TBTA, Darryl Irick, President/SVP, MTA Bus Operations and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

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

Unless otherwise indicated, these minutes reflect items on the agenda of the Board of the Metropolitan Transportation Authority, the Metropolitan Suburban Bus Authority, 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 seven (7) public speakers. None of the speakers addressed matters relating to MTA agenda items. 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 identification of the speakers and the content of speakers' statements.

2. **CHAIRMAN'S OPENING COMMENTS.**

The Chairman provided the Board with an overview of the developments in the organized labor negotiations. Chairman Prendergast stated that the Transit Workers Union ("TWU") contract is awaiting ratification, and the Long Island Rail Road contract negotiations are ongoing. The Chairman also noted that the contract offers fit within the MTA's financial plan, are a fair product of labor negotiations, and eliminate the need to cut service or raise fares higher than the rate of inflation.

3. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the regular Board meeting held on March 26, 2014.

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 Moerdler abstained from the vote on finance item # 2 below.

1. **2013 Annual Investment Report and Amendment to the MTA All Agency Investment Guidelines.** Approved the submission of the 2013 Annual Investment Report, and approved the amended Investment Guidelines to clarify that the Investment Guidelines do not apply to the MaBSTOA Plan.
2. **Addition to Outside Counsel Panel.** Approved the addition of Kaplan Kirsch & Rockwell, LLP to the MTA approved list of law firms, to assist MTA, Metro-North Railroad and Long Island Rail Road in connection with the development and execution of Interoperability Agreements necessary for implementation of Positive Train Control.
3. **Payroll Mobility Tax Bond Resolution.** Approved the resolution authorizing the submission of the Payroll Mobility Tax Credit draft documents to the Capital Program Review Board ("CPRB") for review and approval.

- B. Procurement Items.** Upon motion duly made and seconded, the Board approved the following procurement items. The specifics are set forth in the staff summaries and documentation filed with the meeting materials.

With respect to procurement item # 1 below, Board member Charles Moerdler made a motion, seconded by Board member David Paterson, to table the Proposed RFP process for Emergency Bus Services for thirty (30) days, pending collective bargaining negotiations involving the LIRR. Following an extensive discussion by Board members, and upon motion duly made and seconded, Board member Moerdler's motion to table the Proposed RFP process for Emergency Bus Services was defeated, with seven (7) members voting in opposition and five (5) members voting in favor of the motion. Upon motion duly made and seconded, the Board voted to approve the Proposed RFP process for Emergency Bus Services, eight (8) with members voting in favor and four (4) members voting in opposition.

1. Emergency Bus Services. Approved the Request for Proposals (RFP) process to solicit and evaluate proposals from prospective vendors to provide and operate weekday bus services under the direction of the MTA in the event of a strike at Long Island Rail Road later this year.
 2. Willdan Homeland Solutions Security – Emergency Response and Related Training – No. 13306-0100. Approved the award of a federally-funded (Department of Homeland Security) competitively negotiated all-agency personal service contract with Willdan Inc. for the development and delivery of continuing security and emergency response training courses, workshops and exercises for MTA employees for a twenty-four month period from May 1, 2014 thru April 30, 2016.
- 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. License agreement with PI Telecom Infrastructure, LLC to construct and operate wireless support structures on Metro-North Railroad property and authorization to enter into an agreement for use of existing structures on private property, in support of the MTAPD Radio Project.

Metro-North Railroad

2. Lease with Oren's GCT, LLC d/b/a Oren's Daily Roast, for the retail sale of tenant-branded and roasted whole and ground coffee beans, loose and packaged tea and related accessories used in the preparation and consumption of coffee and/or tea in Retail Space MKT-23 and Storage Space BS-07, Grand Central Terminal, Manhattan, N.Y.

3. Lease with New York Film Academy Ltd d/b/a New York Film Academy ("NYFA") for the operation of an information center where people engage with NYFA staff members to learn about educational programs offered at NYFA located at Retail Space MC-60A in the Lexington Passage of Grand Central Terminal, Manhattan, N.Y.
4. Lease with Gotham 42nd Street, LLC for use of space for employee assistance program locate at 110 East 42nd Street, Manhattan, N.Y.

Long Island Rail Road

5. Acquire from 310-333 East Shore Road LLC exclusive and nonexclusive temporary easements located at 310-333 East Shore Road, Village of Thomaston, Town of North Hempstead (Section 2, Block 375, Lot 25A), Nassau County, N.Y.
5. **EXECUTIVE SESSION.** Upon motion duly made and seconded, the Board voted to convene an executive session in accordance with Section 105(1)(e) of the New York State Public Officers Law to discuss matters relating to collective negotiations.

Thereafter, upon motion duly made and seconded, the Board voted to resume proceedings in public session.

6. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:45 a.m.

Respectively submitted,

Victoria Clement
Assistant Secretary

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

**Wednesday, April 30, 2014
10:00 a.m.**

The following members were present:

**Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. Andrew Albert
Hon. Jonathan A. Ballan
Hon. Robert C. Bickford
Hon. Norman Brown
Hon. Allen P. Cappelli
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. David A. Paterson
Hon. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Carl V. Wortendyke**

The following members were absent:

**Hon. John H. Banks, III
Hon. Jeffrey A. Kay**

Catherine Rinaldi, Chief of Staff, Stephen J. Morello, Counselor to the Chairman, Board Member James Blair, Board Member Ira R. Greenberg, Carmen Bianco, President, NYCTA, Helena Williams, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Rail Road, James Ferrara, President, TBTA, Darryl Irick, President/SVP, MTA Bus Operations and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

1. CHAIRMAN PRENDERGAST CALLED THE MEETING TO ORDER

2. PUBLIC COMMENT PERIOD

Five public speakers addressed NYC Transit/MTA Bus issues:

John Dennie raised concerns about the Taylor Law.

Laurel M. Sturt, United Federation of Teachers, opposed the proposed contract for TWU workers.

Marty Goodman, TWU Local 100, urged transit workers to vote against the proposed contract for TWU workers.

John Mooney, TWU Local 100, discussed issues he has with the proposed TWU contract.

Seth Rosenberg, TWU Local 100, opposed the proposed contract deal for TWU workers.

3. CHAIRMAN PRENDERGAST'S COMMENTS

Details of Chairman Prendergast'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 MTA 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 March 26, 2014.

5. COMMITTEE ON FINANCE

Real Estate Item:

MTA NYC Transit: Upon motion duly made and seconded, in support of the MTA Police Department Radio Project, the Board: (i) approved a license agreement with PI Telecom Infrastructure, LLC to construct and operate wireless support structures on Metro-North Railroad property, and (ii) authorized an agreement for use of existing structures on private property.

**6. COMMITTEE ON TRANSIT & BUS OPERATIONS
NYC Transit & MTA Bus Company**

Action Item: Upon motion duly made and seconded, the Board approved the provision of expanded service on the Q103, adding weekend service and adding later evening weekday service on an experimental basis. The Q103 would retain its current travel path, but Saturday and

Sunday service would be added with the initial weekend hours of approximately 8 AM to 7 PM, and the weekday hours of service would be expanded by approximately 1.5 hours later to approximately 9 PM.

Procurements:

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

Competitive Procurements: Upon motion duly made and seconded, the Board approved the competitive procurements requiring a majority vote (Schedules G, H 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 New York City Transit/SIR/MTA Bus Company.

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 New York City Transit/SIR/MTA Bus Company.

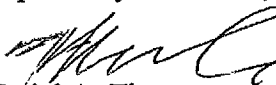
7. EXECUTIVE SESSION

Upon motion duly made and seconded, the Board voted to convene an executive session in accordance with Section 105(1)(e) of the New York State Public Officers Law to discuss matters relating to collective bargaining negotiations. Thereafter, upon motion duly made and seconded, the Board voted to resume proceedings in public session.

8. ADJOURNMENT

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:45 a.m.

Respectfully submitted,


Mariel A. Thompson
Assistant Secretary

Minutes of the Regular Meeting
Metro-North Commuter Railroad Company
347 Madison Avenue
New York, NY 10017

Wednesday, April 30, 2014
10:00 a.m.

The following members were present:

Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. Andrew Albert
Hon. Jonathan A. Ballan
Hon. Robert C. Bickford
Hon. Norman Brown
Hon. Allen P. Cappelli
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. David A. Paterson
Hon. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Carl V. Wortendyke

The following members were absent:

Hon. John H. Banks, III
Hon. Jeffrey A. Kay

Joseph J. Giuliatti, President, Metro-North Railroad, Catherine Rinaldi, MTA Chief of Staff, Stephen J. Morello, Counselor to the Chairman, Board Member James Blair, Board Member Ira R. Greenberg, Carmen Bianco, President, NYCTA, Helena Williams, President, Long Island Rail Road, James Ferrara, President, TBTA, Darryl Irick, President/SVP, MTA Bus Operations and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

Chairman Prendergast called the meeting to order.

1. Public Speakers: There were seven public speakers.

Micah Bergdale, founder and CEO of Byte Mark, questioned the fairness of the procurement process used for the Metro-North-led procurement for implementation of a mobile ticketing program. Ryan Thompson, founder of CooCoo, asked the Board to revisit the mobile ticketing program procurement process.

The details of the speakers' comments are contained in the video recording of the meeting, produced by the Metropolitan Transportation Authority (MTA) and maintained in MTA records, and in the minutes of the other Agencies of this date.

2. Chairman's Opening Remarks:

The Chairman briefly described developments in the organized labor negotiations. He noted that the MTA's contract offers to the New York City Transit and Long Island Rail Road labor unions fit within MTA's financial plan, are fair, are the product of negotiations and will allow the MTA to settle the outstanding labor issues and move forward without reducing service or raising fares higher than the amount of inflation.

3. Approval of Minutes:

Upon motion duly made and seconded, the minutes of the Regular Board Meeting of March 26, 2014 were approved.

4. Committee on Finance:

Action Item:

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

- MTA 2013 Annual Investment Report.
- Law Firm Panel Addition – PTC Agreement Support.
- Payroll Mobility Tax Bond Resolution for Submission to the Capital Program Review Board.

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

Procurements:

The MTA Board voted on MTA Headquarters procurements. Among the procurements approved was the following competitive procurement that relates to Metro-North:

- A federally-funded (Department of Homeland Security), competitively negotiated all-agency personal services 24 month contract with Willdan Homeland Solutions for the development and delivery of continuing security and emergency response training courses.

A staff summary setting forth the details of the above item is filed with the minutes of the meeting of the MTA Board held this day.

Real Estate Items:

Upon motion duly made and seconded, the MTA Board approved the following real estate items recommended to it by the Committee on Finance that relate to Metro-North:

- Lease with Oren's GCT, LLC d/b/a Oren's Daily Roast for the retail sale of tenant-branded and roasted whole and ground coffee beans, loose and packaged tea and related accessories in Retail Space MKT-23 at Grand Central Terminal.
- Lease with New York Film Academy Ltd. d/b/a New York Film Academy ("NYFA") for the operation of an information center where people engage with NYFA staff members to learn about educational programs offered at the New York Film Academy.
- Lease with Gotham 42nd Street, LLC for space at 110 East 42nd Street, New York, New York to house Metro-North's Employee Assistance Program.

Staff summaries setting forth the details of the above items are filed with the minutes of the meeting of the MTA Board held this day.

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

Board Member Pally presented the procurement items recommended for approval at a joint meeting of the Metro-North and Long Island Rail Road Committees. The procurements are as follows:

Metro-North Procurements:

Upon motion duly made and seconded, the Board approved the following non-competitive procurement recommended to it by the Committee on Metro-North Railroad Operations:

- Two, non-competitive, five-year miscellaneous service contracts with Siemens Industry, Inc. for maintenance and system upgrades for the Grand Central Terminal (GCT) Siemens Building Management System (BMS) and the Grand Central Terminal Siemens Fire Alarm and Life Safety System (FAS).

Upon motion duly made and seconded, the Board approved the following competitive procurements recommended to it by the Committee on Metro-North Railroad Operations:

- A competitive, two-year miscellaneous service contract with Advanced Hermetic, Inc. to provide for the remanufacture of Metro-North's M-2 and M-4 railcar compressors.
- Approval of a competitive, six-year miscellaneous service contract with Masabi, LLC for implementation of a mobile ticketing program, including development and maintenance of all support systems. This is a Metro-North led joint agency RFP with the Long Island Rail Road.

Upon motion duly made and seconded, the Board approved the following ratifications recommended to it by the Committee on Metro-North Railroad Operations.

- Ratification of the emergency purchase of bulk rock salt for use at locations (i.e. sidewalks, service roads, parking lots and shops & maintenance buildings) throughout Metro-North's operating territory.
- Ratification of the emergency purchase of 3rd rail fiberglass, non-conductive channels needed to preclude electrical arching.
- Ratification of the emergency purchase of splice covers for Metro-North's 3rd rail system.
- Ratification of the emergency repair of Locomotive No. 225 damaged as a result of the December 2013 derailment.

The details of the above items are contained in staff summaries and reports filed with the records of this meeting and in the video recording of the meeting produced by the MTA and maintained in the MTA records, which recording includes discussions between Board Members and Metro-North staff relating to the above items.

Long Island Rail Road Procurements:

The Board voted on and approved the following non-competitive Long Island Rail Road procurements that relate to Metro-North:

- A three-year, non-competitive, purchase and public works contract with LB Foster Rail Technologies for the provision of rail lubrication and traction applicators, as well as, replacement parts on an as-needed basis. This is a Long Island Rail Road-led multi-agency procurement with Metro-North and New York City Transit.
- A contract with North American Equipment Sales Co., Inc. (North America) for the supply of parts required on an as-needed basis to maintain Little Giant/Badger cranes, American & Ohio Locomotive cranes, Teleweld rail heaters and Airtec impact tools. This is a Long Island Rail Road-led joint procurement with Metro-North.

In addition, the Board voted on and approved the following competitive Long Island Rail Road procurements that relate to Metro-North:

- Contract modifications to accelerate performance of the PTC System Integrator contract to increase delivery rates for (i) PTC on-board equipment kits for M-7 cars and M-3 cars, (ii) PTC wayside equipment kits and (iii) to obtain delivery of Metro-North wayside transponders. This is a Long Island Rail Road-led joint procurement with Metro-North.

Staff summaries and reports setting forth the details of the above items are filed with the minutes of the Long Island Rail Road held this day.

6. Executive Session:

Upon motion duly made and seconded, the Board voted to convene in Executive Session pursuant to Section 105(1)(e) of the New York State Public Officers Law to discuss matters relating to collective negotiations. Thereafter, upon motion duly made and seconded, the Board voted to reconvene in public session.

7. Adjournment:

Upon motion duly made and seconded, the members of the Board present voted to adjourn the meeting at 11:45 a.m.

Respectfully submitted,

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

Linda Montanino
Assistant Secretary

Apr 2014 Board Minutes
Legal/Corporate

Minutes of the Regular Meeting
Long Island Rail Road Company
347 Madison Avenue
New York, NY 10017

Wednesday, April 30, 2014
10:00 a.m.

The following members were present:

Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. Andrew Albert
Hon. Jonathan A. Ballan
Hon. Robert C. Bickford
Hon. Norman Brown
Hon. Allen P. Cappelli
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. David A. Paterson
Hon. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Carl V. Wortendyke

The following members were absent:

Hon. John H. Banks, III
Hon. Jeffrey A. Kay

Catherine Rinaldi, Chief of Staff, Stephen J. Morello, Counselor to the Chairman, Board Member James Blair, Board Member Ira R. Greenberg, Carmen Bianco, President, NYCTA, Helena Williams, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, James Ferrara, President, TBTA, Darryl Irick, President/SVP, MTA Bus Operations and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

Chairman Prendergast called the meeting to order.

1. Public Speakers:

There were seven public speakers. Micah Bergdale of Byte Mark and Ryan Thompson of CooCoo spoke in opposition to the approval of the Metro-North-led joint Railroad procurement for Implementation of the Mobile Ticketing Program. The details of the speakers' comments are contained in the video recording of the meeting, produced by MTA and maintained in the MTA records, and in the minutes of the other Agencies of this date.

2. **Opening Remarks:**

The Chairman briefly addressed organized labor negotiations. He stated that the MTA's contract offers to New York City Transit and Long Island Rail Road labor unions fit within MTA's financial plan, are fair, are the product of negotiations and will allow the MTA to settle the outstanding labor issues without reducing service or raising fares higher than the amount of inflation.

3. **Approval of Minutes:**

Upon motion duly made and seconded, the minutes of the Regular Board Meeting of March 26, 2014 were approved.

4. **Committee on Finance:**

Action Item:

Upon motion duly made and seconded, the Board approved the MTA 2013 Annual Investment Report; approved the addition of the law firm of Kaplan Kirsch & Rockwell, LLP, to the list of outside counsel; and approved the Payroll Mobility Tax Bond Resolution for Submission to the Capital Program Review Board

Procurements:

Upon motion duly made and seconded, the Board approved a request to use the RFP process to solicit and evaluate proposals to provide weekday bus services in the event of an LIRR strike; and a competitively negotiated all-agency personal services 24 month contract with Willdan Homeland Solutions for the development and delivery of continuing security and emergency response training courses.

Real Estate Items:

Upon motion duly made and seconded, the Board approved the following real estate item relating to LIRR:

- Acquisition of temporary easements at 310-333 East Shore Road, Village of Thomaston, Town of North Hempstead, Nassau County, New York, to facilitate the rehabilitation of Colonial Road Bridge.

A staff summary setting forth the details of the above item is filed with the minutes of the meeting of the Metropolitan Transportation Authority held this day.

5. **Metro-North Railroad Committee:**

Among the Metro-North procurements approved was a joint Railroad procurement for Implementation of the Mobile Ticketing Program, awarded to Masabi, LLC, in the total estimated amount of \$2 million (\$1 million for LIRR).

6. **Long Island Rail Road Committee:**

Procurements:

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

- Approval to award three separate three-year sole source estimated quantity contracts to L.B. Foster Rail Technologies, Inc. for parts needed to maintain rail lubrication and friction management systems, in the not to exceed amounts of: \$580,000 for the LIRR; \$72,000 for Metro-North; and \$105,000, for MTA New York City Transit.
- Approval to award individual sole source contracts to North American Equipment Sales Co., Inc., in the amounts of \$415,000 for LIRR and \$270,000 for Metro-North, for the supply of parts required on an as-needed basis to maintain various cranes.
- Approval to use the RFP process to solicit a Design/Build contract for the Ellison Avenue Bridge Replacement Project.
- Award of a Design/Build Contract to Picone-Schiavone II Joint Venture, pursuant to a competitive request for proposal process, in the amount of \$25,827,880, including options, for the initial phase of the Jamaica Capacity Improvements - Phase I project.
- Approval of modifications to the Bombardier Transportation/Siemens Rail Positive Train Control Systems Integrator contract to increase delivery rates for certain on-board and wayside equipment kits, and to obtain earlier delivery of Metro-North wayside transponders, in the total combined lump sum amount of \$11,321,166.

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

MTA Capital Construction Procurements:

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

1. Requesting approval to utilize the Request for Proposal method instead of an Invitation for Bid to solicit the GCT Station Caverns contract (CM007).

2. Requesting approval for a modification to the East Side Access Project's General Engineering Consultant contract (98-0040-01R) to include a design for a new public entrance in the amount of \$846,232.
3. Requesting approval for a modification to the Queens Bored Tunnels and Structures contract (CQ031) for the close out of unresolved claims, changes and credits and the final reconciliation of unit quantities and allowance items in the amount of \$2,154,714.
4. Requesting ratification of a modification to the Plaza Substation and Queens Structures contract (CQ032) to extend the 63rd Street Tunnel Structure and backfill the Bellmouth. This is a scope and budget transfer in the amount of \$5,500,000.

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

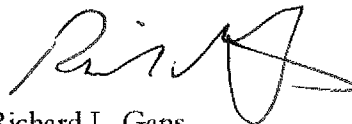
7. **Executive Session:**

Upon motion duly made and seconded, the Board voted to convene into Executive Session pursuant to Section 105(1)(e) of the New York State Public Officers Law to discuss matters relating to collective negotiations. Thereafter, upon motion duly made and seconded, the Board voted to reconvene in public session.

8. **Adjournment:**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:45 a.m.

Respectfully submitted,



Richard L. Gans
Secretary

Minutes of the Regular Meeting
Triborough Bridge and Tunnel Authority
April 30, 2014

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

10:00 a.m.

The following members were present:

Hon. Thomas F. Prendergast, Chairman & CEO, MTA
Hon. Fernando Ferrer, Vice Chairman, MTA
Hon. Andrew Albert
Hon. Jonathan A. Ballan
Hon. Robert C. Bickford
Hon. Norman Brown
Hon. Allen P. Cappelli
Hon. Mark D. LeBow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. David A. Paterson
Hon. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Carl V. Wortendyke

Not Present:

Hon. John H. Banks, III
Hon. Jeffrey A. Kay

Catherine Rinaldi, Chief of Staff; Stephen J. Morello, Counselor to the Chairman; Board Member James Blair; Board Member Ira R. Greenberg; Carmen Bianco, President, New York City Transit; Helena Williams, President, Long Island Rail Road; Joseph J. Giuliatti, President, Metro-North Railroad; James Ferrara, President, Triborough Bridge and Tunnel Authority; Darryl Irick, President/SVP, MTA Bus Operations; and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

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

Chairman and Chief Executive Officer Prendergast called the meeting to order.

1. Public Speakers

There were seven (7) public speakers. None of the speakers specifically commented on issues regarding the Triborough Bridge and Tunnel Authority. 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.

2. Chairman and Chief Executive Officer Prendergast's Opening Comments

With regard to developments in labor negotiations, Chairman Prendergast stated that the TWU contract awaits ratification and the Long Island Rail Road negotiations are ongoing. He also remarked that the contract offers fit within the MTA's financial plan and they will not result in cuts to service or an increase in fares higher than the rate of inflation.

The details of Chairman and CEO Prendergast's comments are contained in the video recording of this meeting, produced by the MTA and maintained in MTA records, and the MTA's and other agencies' minutes of the meeting of this date.

3. Approval of the Minutes of the Regular Meeting March 26, 2014

Upon a motion duly made and seconded, the minutes of the Regular Board Meeting held on March 26, 2014 were approved.

4. Committee on Finance

Upon motions duly made and seconded, the Board approved the following Action Items recommended to it by the Committee on Finance:

(a) Action Items:

- Authorize the 2013 Annual Investment Report and amendment to the MTA All Agency Investment Guidelines;
- Approve the request to add a law firm to the list of approved MTA outside counsel; and
- Approve the Payroll Mobility Tax Bond Resolution for submission to the Capital Program Review Board.

(b) Procurements:

- 2 competitive procurement actions in the amount of \$1.2 million.

(c) Real Estate Items:

- 5 real estate action items.

It should be noted that Commissioner Moerdler made a motion to table for 30 days the Emergency Bus Services competitive procurement. After some discussion, the motion was defeated by a vote of seven (7) to five (5).

A copy of the staff summaries, resolutions and documents setting forth the details of the above items, as well as discussion with regard to same, are filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

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

Procurements

Commissioner Cappelli stated that there are two (2) procurements totaling \$1.975 million.

Non-Competitive Procurements

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

Competitive Procurements

Commissioner Cappelli stated that there are two (2) competitive procurements totaling \$1.975 million.

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

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

Ross and Baruzzini, Inc.	Contract No. PSC-10-2887	\$524,973.23
	Extend the design of the electronic security system at the Throgs Neck Bridge from the suspended spans to the approach spans, perform additional work and increase funding for construction support services.	

Modifications to Miscellaneous Procurement Contracts

Sprague Operating Resources, LLC	Contract No. 101074	\$1,450,000.00
	Additional funding required to cover increased vehicle fuel costs.	

Commissioner Cappelli stated that there are no ratifications.

6. **Executive Session**

Upon a motion duly made and seconded, the Board unanimously voted to convene in Executive Session pursuant to Public Officers Law §105(1)(e) to discuss matters relating to collective negotiations.

7. **Public Session**

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

8. **Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 11:45 a.m.

Respectfully submitted,

A handwritten signature in black ink, reading "Julia R. Christ". The signature is written in a cursive, flowing style.

Julia R. Christ
Acting Assistant Secretary

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

**Wednesday, April 30, 2014
10:00 a.m.**

The following members were present:

Hon. Thomas F. Prendergast, Chairman & Chief Executive Officer
Hon. Fernando Ferrer, Vice Chairman
Hon. Andrew Albert
Hon. Jonathan A. Ballan
Hon. John H. Banks, III
Hon. Robert C. Bickford
Hon. Norman Brown
Hon. Allen P. Cappelli
Hon. Mark D. Lebow
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mark Page
Hon. Mitchell H. Pally
Hon. David A. Paterson
Hon. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Carl V. Wortendyke

The following member was absent:

Hon. John H. Banks, III
Hon. Jeffrey A. Kay

Catherine Rinaldi, Chief of Staff, Stephen J. Morello, Counselor to the Chairman, Board Member James Blair, Board Member Ira R. Greenberg, Carmen Bianco, President, NYCTA, Helena Williams, President, Long Island Rail Road, Joseph J. Giuliatti, President, Metro-North Railroad, James Ferrara, President, TBTA, Darryl Irick, President/SVP, MTA Bus Operations and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the 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 Chief Executive Officer ("Chairman") Prendergast called the meeting to order.

Public Comment Period

There were seven public speakers none of whom spoke on matters regarding MTA Capital Construction. The names of the speakers and the subject matter of their comments are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held on April 30, 2014.

Chairman and Chief Executive Officer's Opening Remarks

The Chairman's full remarks are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held on April 30, 2014.

Approval of Minutes

Upon motion duly made and seconded, the Board approved the minutes of the regular meeting of the Board of the Metropolitan Transportation Authority held on March 26, 2014.

Committee on Finance

Procurement

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

The award of a competitively negotiated, all-agency contract for the development and delivery of continuing security and emergency response training courses, workshops and exercises.

A copy of the Resolution, Staff Summary and details of the above item is filed with the records of the meeting of the Board of the Metropolitan Transportation Authority held on April 30, 2014.

Committee on New York City Transit and Bus

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

A modification to the Second Avenue Subway Project's 72nd Street Station contract to address impact costs associated with previously granted time extensions.

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

A modification to the Second Avenue Subway Project's 96th Street Station Finishes contract in order to replace rigid galvanized conduit and power cable with metal clad utilized for tunnel lighting.

A copy of the Resolution, 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 April 30, 2014.

Committee on Long Island Rail Road

Procurement Items

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

1. The adoption of a resolution authorizing use of the Request for Proposal method to solicit the East Side Access Project's GCT Station Caverns Contract.
2. A modification to the East Side Access Project's General Engineering Consultant contract for revisions to the design to include a new public entrance.
3. A modification to the East Side Access Project's Queens Bored Tunnels and Structure contract for the close out of unresolved claims, changes and credits and the final reconciliation of unit quantities and allowance items.

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

A modification to the East Side Access Project's Plaza Substation and Queens Structures contract for the extension of the 63rd Street Tunnel structure and the backfill of the Bellmouth.

A copy of the Resolution, 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 April 30, 2014.

Executive Session

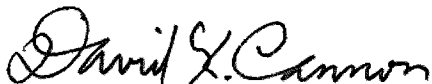
Upon motion duly made and seconded, the Board voted to convene into Executive Session pursuant to Section 105(1)(e) of the New York State Public Officers Law to discuss matters relating to collective bargaining negotiations.

Thereafter, upon motion duly made and seconded, the Board voted to resume proceedings in public session.

Adjournment

Upon motion duly made and seconded, the Board voted to adjourn the public meeting at 11:45 AM.

Respectfully submitted,



David K. Cannon
Assistant Secretary

Staff Summary

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts

Item Number:

Page 1 of 2

Vendor Name (& Location): Willis of New York	Contract Number:	AWO/Modification # 5
Description: Extension of Owner Controlled Insurance for East Side Access	Original Amount:	\$93,000,000
Contract Term (Including Options, If any):	Prior Modifications:	\$224,160,136
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:	\$317,160,136
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	This Request:	\$19,000,000
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:	6%
Requesting Dept/Div & Dept/Div Head Name: Risk and Insurance Management / Laureen Coyne	% of Modifications (Including This Request) to Original Amount:	361%

PURPOSE:

To obtain Board approval to extend the builders risk insurance coverage component of the MTA's Owner Controlled Insurance Program (OCIP) for the East Side Access Project.

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 builders risk policies in 2004, based upon the then-scheduled completion date and estimated third party construction costs. The policy covers property damage to construction work completed on or before June 1, 2014. This request for approval is required to purchase builders risk coverage to May 31, 2021 and to provide limits of \$350 million. Premium is auditable based upon a rate of \$0.2275 per one hundred dollars of construction value and is not expected to exceed \$19 million (inclusive of applicable taxes and fees) based on a revised construction cost of \$7.959 billion.

DISCUSSION:

The East Side Access Project OCIP provides the MTA and each architect, engineer, contractor, and subcontractor working on the project with uniform Professional Liability (E&O), Environmental Liability, Workers Compensation (WC), General Liability (GL) Excess Liability, Railroad Protective Liability, and Builders Risk Insurance. Policies are underwritten by insurance companies with A.M. Best ratings of A or greater and/or equivalent financial strength. The carriers were competitively selected based upon policy terms, conditions, services and costs offered for this program. The original OCIP Program budget for all policies was \$93 million based upon a project cost of \$2.3 billion and project completion in 2010.

The original builders risk program was placed globally with various insurers led by Swiss Re International and Zurich America Insurance Company with participation from Ace America, Arch, Tokio Marine, Assicurazioni Generali, and RSUI Indemnity. The expiring policy has limits of \$250 million and covers completed construction works against property damage due to fire, earthquake, flood and related perils through May 31, 2014. The expiring premium was based upon a rate of \$0.462 per one hundred of construction value and a completed construction value of \$3.888 billion. The new program, which provides coverage limits of \$350 million, was marketed by Willis, and will be led again by Swiss Re International and Zurich America Insurance Company with participation by Munich Re, Assicurazioni Generali, Lexington (AIG), Talbot (Lloyd's) and Liberty International Underwriters. The new program is based upon a rate of \$0.2275 per one hundred of construction value and a completed construction value of \$7.959 billion. The new program provides an additional \$100 million in coverage at half of the expiring rate. These favorable terms were the result of premium earned and no losses on the expiring program.

MTACC is obligated under its construction contracts to provide continuing builders risk coverage. We have been able to achieve favorable extension terms that include an increase in limits and a reduction in rates and stay within the budget. MTACC has weighed the risk of loss and the cost of available insurance and concluded that this program is reasonable, cost effective and in the best interests of the MTA.

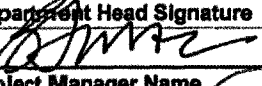

IMPACT ON FUNDING:



Funding is from the East Side Access Capital Program Budget.

ALTERNATIVES:

The alternative would be to require each construction contractor to carry their own builders risk policy for their work. This approach would not be cost effective as the additive cost of each contractor's policy would most likely exceed the cost of the MTA policy. Also, contractor insurance would expire upon completion of a contract leaving completed works without coverage. By purchasing a single builders risk policy, the MTA can cover all completed and active construction works of the East Side Access Project until final completion.

Staff Summary

Subject	Date
2013 – 2014 Station Maintenance Billing	May 8, 2014
Department	Vendor Name
Chief Financial Officer	
Department Head Name	Contract Number
Robert E. Foran	
Department Head Signature	Contract Manager Name
	
Project Manager Name	Table of Contents Ref #
Patrick Kane 	

Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	Finance	5/19		x		2	Chief of Staff 	1	Legal 
2	Board	5/21		x					

Narrative

Purpose:
To advise the Board of submission of the station maintenance billings to New York City and the counties for the period April 1, 2013 to March 31, 2014.

Discussion:
The attached schedule provides the summary of the station maintenance use and operations billing to the counties and New York City for the period April 1, 2013 through March 31, 2014.

Current legislation provides that on or before June first of each year the MTA shall determine and certify to New York City and the counties the cost for station maintenance use and operations for the twelve month period ending the preceding March thirty-first for the stations within the municipality. The MTA bills New York City and the counties each fiscal year based on a statutorily established formula adjusted annually by the CPI-W for the New York, Northwestern New Jersey and Long Island Region. The net increase in the CPI factor for the twelve month period ending March 31, 2014 was 1.26% which results in a \$2,018,081 increase over the prior year's billed amount.

Staff Summary

**Metropolitan Transportation Authority
Station Maintenance, Use and Operations
March 31, 2014**

	Billed Amount 2012 - 2013	Change In CPI	Increased Amount	Billed Amount 2013 - 2014
Dutchess	\$ 2,339,420	1.26%	\$ 29,477	\$ 2,368,897
Nassau	28,394,605	1.26	357,772	28,752,377
New York City	90,855,829	1.26	1,144,783	92,000,613
Orange	483,961	1.26	6,098	490,059
Putnam	914,866	1.26	11,527	926,393
Rockland	51,454	1.26	648	52,102
Suffolk	17,501,267	1.26	220,516	17,721,783
Westchester	<u>19,623,792</u>	1.26	<u>247,260</u>	<u>19,871,052</u>
Grand Total	<u>\$160,165,193</u>		<u>\$ 2,018,081</u>	<u>\$162,183,275</u>

Consumer Price Index - Urban Wage Earners and Clerical Workers

Original Data Value

Series Id: CWURA101SA0
 Not Seasonally Adjusted
 Area: New York-Northern New Jersey-Long Island, NY-
 Item: All items
 Base Period: 1982-84=100
 Years: 2004 to 2014

Year	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Annual	HALF1	HALF2
2004	194.9	196.3	198.2	198.5	199.1	200.4	200.1	200.3	200.6	201.9	202.2	201.8	199.5	197.9	201.2
2005	202.6	203.3	205.5	206.0	205.6	205.1	206.5	208.3	211.0	211.0	209.9	208.7	207.0	204.7	209.2
2006	210.2	210.6	212.0	214.0	215.5	216.7	216.8	217.8	216.9	215.3	214.7	215.2	214.6	213.2	216.1
2007	215.793	216.771	218.510	219.791	221.396	222.322	222.237	221.905	222.174	222.624	223.716	223.873	220.926	219.097	222.755
2008	224.557	225.281	226.951	228.215	230.923	233.776	235.446	235.510	234.703	232.778	228.727	227.223	230.341	228.284	232.398
2009	227.503	228.653	229.064	229.639	230.307	231.916	232.177	232.841	233.502	233.084	233.893	233.448	231.336	229.514	233.158
2010	234.067	234.153	235.240	235.750	236.144	235.916	236.330	236.820	236.725	237.483	237.606	237.575	236.151	235.212	237.090
2011	238.396	239.750	241.667	242.697	244.316	244.601	245.265	246.025	246.877	246.297	245.546	244.586	243.835	241.905	245.766
2012	245.541	246.539	248.152	248.706	248.955	248.488	248.162	249.734	250.980	250.539	250.586	249.535	248.826	247.730	249.923
2013	250.849	252.317	252.739	252.024	252.259	252.862	253.277	253.633	254.434	252.917	253.013	253.088	252.784	252.175	253.394
2014	255.477	254.782	255.933												

**STATION MAINTENANCE
FOR THE YEAR 4/1/13 - 3/31/14**

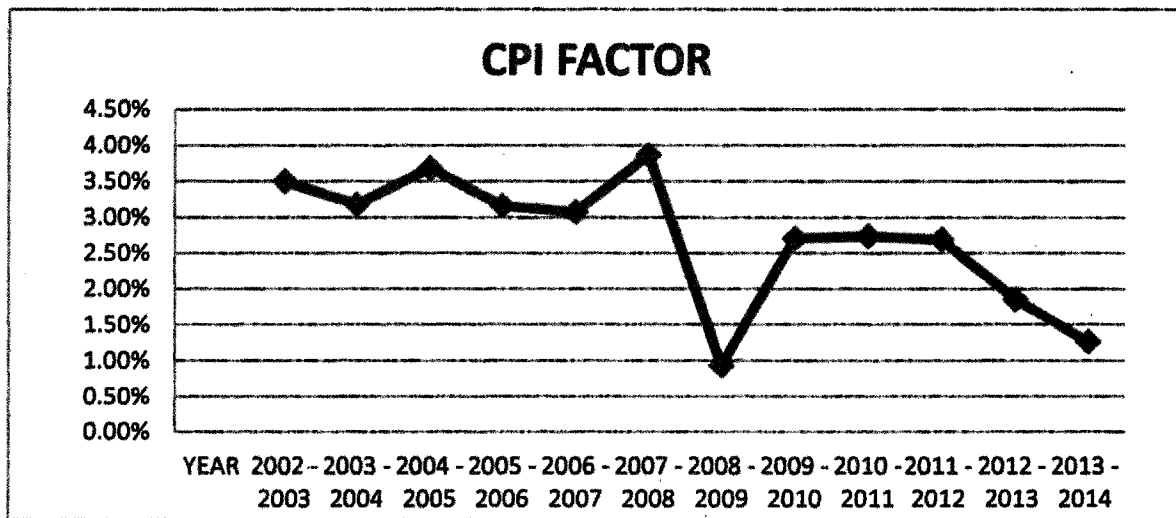
	BILLED AMOUNT 2012-2013	CHANGE IN CPI	INCREASED AMOUNT	BILL AMOUNT 2013-2014	BILL AMOUNT 2013-2014 ROUNDED
DUTCHESS	2,339,420	0.0126	29,476.69	2,368,896.84	2,368,897
NASSAU	28,394,605	0.0126	357,772.02	28,752,376.67	28,752,377
NEW YORK CITY	90,855,829	0.0126	1,144,783.45	92,000,612.70	92,000,613
ORANGE	483,961	0.0126	6,097.90	490,058.55	490,059
PUTNAM	914,866	0.0126	11,527.31	926,392.89	926,393
ROCKLAND	51,454	0.0126	648.32	52,101.92	52,102
SUFFOLK	17,501,267	0.0126	220,515.97	17,721,783.41	17,721,783
WESTCHESTER	19,623,792	0.0126	247,259.78	19,871,051.68	19,871,052
GRAND TOTAL	160,165,193.22		2,018,081.43	162,183,274.66	162,183,275
MARCH 2013 CPI	252.739				
MARCH 2014 CPI	255.933				
CHANGE	3.194				
	3.194/252.739				
% INCREASE	0.012637543				

2013-2014 STATION MAINTENANCE

- CPI factor used is the Consumer Price Index for Wage Earners and Clerical Workers for the New York, Northeastern New Jersey for twelve month period
- All monies due the MTA for 2012-2013 was received
- CPI FACTOR

YEAR	CPI FACTOR		YEAR	CPI FACTOR		YEAR	CPI FACTOR
2013 - 2014	1.26%	*	2009 - 2010	2.70%		2005 - 2006	3.16%
2012 - 2013	1.85%		2008 - 2009	0.93%		2004 - 2005	3.68%
2011 - 2012	2.68%		2007 - 2008	3.86%		2003 - 2004	3.18%
2010 - 2011	2.73%		2006 - 2007	3.07%		2002 - 2003	3.50%

* Current Year



• BILLING

YEAR	TOTAL AMOUNT	ANNUAL INCREASE		YEAR	TOTAL AMOUNT	ANNUAL INCREASE
2013 - 2014	162,183,275	2,018,081	*	2007 - 2008	143,824,622	5,345,302
2012 - 2013	160,165,193	2,909,235		2006 - 2007	138,479,319	4,124,687
2011 - 2012	157,255,958	4,104,460		2005 - 2006	134,354,633	4,115,555
2010 - 2011	153,151,498	4,069,927		2004 - 2005	130,239,078	4,622,683
2009 - 2010	149,081,571	3,919,379		2003 - 2004	125,616,395	3,871,488
2008 - 2009	145,162,191	1,337,569		2002 - 2003	121,744,907	4,116,978

* Current Year

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

Staff Summary



Metropolitan Transportation Authority

Page 1 of 1

Subject Request for Authorization to Award Various Procurements
Department Executive
Department Head Name Bob Foran
Department Head Signature
Division Head Name Angel Barbosa

Date May 9, 2014
Vendor Name Various
Contract Number Various
Contract Manager Name Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	5/19/2014			
2	Board	5/21/2014			

Internal Approvals			
Order	Approval	Order	Approval
1	Procurement	3	CFO
2	Legal		

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 E: Miscellaneous Procurement Contracts	1	\$ 2,223,400.00
Schedule F: Personal Services Contracts	3	\$12,747,559.00
SUBTOTAL	4	\$14,970,959.00

MTAHQ presents the following procurement actions for Ratification:

None	None
TOTAL	4
	\$14,970,959.00

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, MAY 2014
COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

E. Miscellaneous Procurement Contracts

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

- | | | |
|---|---------------------------------------|--------------------------------------|
| 1. Upgrade to Chemical Detection Systems in Grand Central Terminal and Penn Station
Contract No. 14185-0100 & 14185-0200
a. COTS Solutions
b. Bruker Detection | \$2,223,400
(not-to-exceed) | <u>Staff Summary Attached</u> |
|---|---------------------------------------|--------------------------------------|

To recommend that the Board approve the award of a Department of Homeland Security (DHS) grant for the upgrade, including installation, maintenance and training, of the chemical detection system in Grand Central Terminal and Penn Station to two firms: (i) COTS Solutions and (ii) Bruker Detection. The system detects chemical warfare agents and toxic industrial chemicals. The current (PROTECT) chemical detection system was installed in Penn and Grand Central in 2004 and is now outdated. In conjunction with the DHS and Argonne National Laboratory (ANL), pilot installations of several systems were done by MTA Office of Security in Grand Central Terminal to test the ion mobility spectrometry (IMS) and Fourier Transform Infrared Spectroscopy (FTIR) Instruments. During the testing, the systems performed very well in the crowded and complex environments of Grand Central Terminal and Penn Station. These systems contain larger libraries that specifically identify more chemicals at lower concentrations and perform much faster than the current systems.

F. Personal Service Contracts

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

- | | | |
|---|-------------------------------|--------------------------------------|
| 2. Newmark & Company Real Estate, Inc.
Grand Central Terminal Leasing Services
Contract No. 13112-0200 | \$3,141,216
(Total) | <u>Staff Summary Attached</u> |
|---|-------------------------------|--------------------------------------|

Competitively negotiated – 8 proposals – 120 months

To recommend that the Board approve the award of a competitively negotiated, personal services contract to Newmark & Company Real Estate Inc. to provide retail leasing and merchandising services for Grand Central Terminal, for a five year period from June 1, 2014 through May 31, 2019 with a three year and two year option, at MTA's sole discretion, for a total cost not to exceed \$3,141,216.

METROPOLITAN TRANSPORTATION AUTHORITY
COMPETITIVE PROCUREMENTS

3. **Jones Lang LaSalle Americas, Inc.** **\$9,106,343 (Yr.1) Staff Summary Attached**
Grand Central Terminal Retail Manager **(Subsequent funding will be approved by the Board)**
Contract No. 13112-01000

Competitively negotiated – 8 proposals – 120 months

To recommend that the Board approve the award of a competitively negotiated, personal services contract to Jones Lang LaSalle Americas, Inc. to provide retail property management services for Grand Central Terminal, for a five year period from June 1, 2014 through May 31, 2019 with a three year and two year option, at MTA's sole discretion for a total cost not to exceed \$9,106,343 which consists of \$3,048,361 for JLL's management fees and direct costs and \$6,057,982 for subcontracting and other pass-through costs for the first year. Funding for the subsequent years will be based on Board-approved operating budgets for Grand Central Terminal for those years.

4. **PRGX USA Inc.** **\$500,000**
Audit of All-Agency Vendor Records **(not-to-exceed)**
Contract No. 13157-0100

Competitively Negotiated – 3 proposals – 12 months

In December 2013, the Board approved the award of a competitively negotiated, personal services agreement to PRGX USA Inc. to review, correct and updates the All-Agency PeopleSoft vendor database. The All-Agency PeopleSoft vendor database was created in 2010, at which time vendor records were extracted from various MTA legacy databases for nine MTA Agencies, and loaded into the MTA Business Service Center ("BSC") PeopleSoft system. Currently there are approximately 50,000 vendors in this database who conduct business or have conducted business with MTA and its agencies. PRGX is currently updating vendor profile information which will aid in the cleaning and management of the vendor master files, including duplicate vendor identification. As an integral part of this evaluation and process, PRGX will provide accounts payable recovery services which will include a review of approximately 1.6M transactions totaling \$24B spend for incorrect charges such as freight, taxes, payment errors, and unrecovered credits for fiscal years 2011 through 2013. Compensation to PRGX will be 20% of funds recouped. Compensation will not be made should there be no funds recouped. This percentage compares favorably with other recovery audit services which range between 13% - 27%.

Staff Summary

Schedule E: Miscellaneous Procurement Contracts

Page 1 of 1

Item Number:

Vendor Name (& Location): 1- COTS Solutions, 2- Bruker Detection
Description: Upgrade to Chemical Detection Systems in Penn Station & GCT
Contract Term (Including Options, If any): 3 years
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type: <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:

Contract Number: 14185-0100 & 14185-0200	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount: \$ 2,223,400 (Total)	
Funding Source: <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: MTA HQ, Office of Security/Raymond Diaz	
Contract Manager: A. Bruno	

DISCUSSION:

To recommend that the Board approve the award of a Department of Homeland Security (DHS) grant for the upgrade, including installation, maintenance and training, of the chemical detection system in Grand Central Terminal and Penn Station to two firms: (i) COTS Solutions and (ii) Bruker Detection in the total amount of \$2,223,400.

The current (PROTECT) chemical detection system was installed in Penn and Grand Central in 2004. The system detects chemical warfare agents and toxic industrial chemicals. This system is now outdated and is no longer considered reliable enough to make the critical decision to shut and secure Grand Central Terminal and Penn Station in the event of a chemical release or attack. The system requires a state-of-the-art technology upgrade to function at a more reliable and higher operational level.

The Department of Homeland Security has awarded MTA a grant to perform this upgrade. The Department of Homeland Security conducted a competitive process and short-listed fifteen (15) technically qualified firms that provide this technology and training. In conjunction with the DHS and Argonne National Laboratory (ANL), pilot installations of several systems were done by MTA Office of Security in Grand Central Terminal to test the ion mobility spectrometry (IMS) and Fourier Transform Infrared Spectroscopy (FTIR) Instruments. During the testing, the systems performed very well in the crowded and complex environments of Grand Central Terminal and Penn Station. These systems contain larger libraries that specifically identify more chemicals at lower concentrations and perform much faster than the current systems.

Based on the results of the MTA's Office of Security's testing and the recommendations of both the DHS and ANL, it is recommended that the Board approve using these firms to perform the upgrades.

The MTA Department of Diversity did not identify any certified DBE firms capable of providing the chemical detection service required for this solicitation. Therefore, 0% DBE goals were established for this contract.

Staff Summary

Schedule F: Personal Service Contracts

Item Number:					
Dept & Dept Head Name: Executive, Bob Foran					
Division & Division Head Name: MTA Real Estate, Jeff Rosen					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	MNR Committee	5/19/2014		X	
2	Finance	5/19/2014	X		
3	Board	5/21/2014	X		
Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement <i>CC</i>	4	Diversity and Civil Rights <i>W</i>		
2	Real Estate <i>RS</i>	5	Legal <i>RS</i>		
3	CFO <i>RS</i>				

SUMMARY INFORMATION	
Vendor Name: Jones Lang LaSalle Americas, Inc.	Contract Number: 13112-0100
Description: Grand Central Terminal Retail Manager	
Total Amount: \$9,106,343 (Yr. 1) (Subsequent funding will be approved by the Board)	
Contract Term (including Options, if any) June 1, 2014 through May 31, 2024	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

To recommend that the Board approve the award of a competitively negotiated, personal services contract to Jones Lang LaSalle Americas, Inc. to provide retail property management services for Grand Central Terminal, for a five year period from June 1, 2014 through May 31, 2019 with a three year and two year option, at MTA's sole discretion for a total first year cost not to exceed \$9,106,343 which consists of \$3,048,361 for JLL's management fees and salaries and \$6,057,982 for subcontracting and pass-through and other operating costs. Funding for the subsequent years will be based on Board-approved operating budgets for Grand Central Terminal for those years.

II. DISCUSSION:

The current contract for retail property management services at Grand Central Terminal (GCT) was competitively awarded to Jones Lang LaSalle Americas, Inc. (JLL) in 2007 for a period of five years and subsequently amended to December 2013. The current and future services consist of all aspects of retail property management, including: (i) lease administration and enforcement, (ii) financial management, reporting and budgeting, (iii) engineering and building services, (iv) marketing and promotions, and (v) construction project management.

In order to provide these essential services a competitive Request for Proposal (RFP) was issued. The RFP was publicly advertised and letters advising potential proposers of the RFP's availability were sent to fifty-one (51) firms including five (5) M/WBE Firms. Eight (8) proposals were received. The Selection Committee, consisting of representatives from MTAHQ and Metro North Rail Road, evaluated the proposals based on the criteria set forth in the RFP and recommended that two of the eight firms be invited to make oral presentations. Upon conclusion of the oral presentations, the Selection Committee determined that Jones Lang LaSalle was the most technically qualified and best suited firm to provide the services identified in the RFP. MTA has conducted a responsibility review and other due diligence on Jones Lang LaSalle Americas, Inc. and has deemed them to be responsible for award.

Staff Summary



Contract No. 13112-0100

The negotiated cost for the first year of JLL's services is not-to-exceed \$3,048,361 which consists of management fees of \$643,662 (based on projected revenues) and salaries of \$2,404,699. This cost is \$182,273 or 5.6% lower than the current contract cost. Jones Lang LaSalle proposed a management fee of 2.25% of the gross revenues collected. This is the same percentage fee originally negotiated under the previous contract. The salaries negotiated are fixed for the first year of the contract. For the remaining contract period (including option years, if exercised), the salaries are subject to escalation, if any, to a maximum of 2% per year or CPI, whichever is lower. Based on the above, the negotiated costs are considered 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. The goals apply to subcontracts for which Jones Lang LaSalle is acting as Principal.

The \$6,057,982 for subcontracting and pass-through costs consist of \$1,019,194 for subcontracting services which may include, but are not limited to; financial management, reporting and budgeting, engineering and building services, marketing and promotions, and construction project management for which M/WBE goals will apply. The remaining \$5,038,988 for other operating costs include, but are not limited to; utility charges, leasing consultant fee, and payments for force account work. The M/WBE goals will apply to the entire duration of the contract including option years, if exercised.

IV. IMPACT ON FUNDING:

Funding for the first year of this contract is available in the Operating Budget for Grand Central Terminal, Dept. Code 72000, Account No. 186023. Funding for the subsequent years will be based on Board-approved operating budgets for GCT for those years.

V. ALTERNATIVES

1. Perform the Services In-house. This is not a feasible alternative. MTA does not possess the internal resources to provide these services.
2. Do not Approve Award of the Contract. This is not practical because retail property management is required for the day-to-day operation of GCT.

Staff Summary

Schedule F: Personal Service Contracts



Metropolitan Transportation Authority

Page 1 of 2

Item Number:					
Dept & Dept Head Name: Executive, Bob Foran					
Division & Division Head Name: MTA Real Estate, Jeff Rosen					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	MNR Committee	5/19/2014		X	
2	Finance	5/19/2014	X		
3	Board	5/21/2014	X		
Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement <i>CAF</i>	4	Diversity and Civil Rights <i>W</i>		
2	Real Estate <i>JS</i>	5	Legal <i>LG</i>		
3	CFO <i>JS</i>				

SUMMARY INFORMATION	
Vendor Name: Newmark & Company Real Estate Inc.	Contract Number: 13112-0200
Description: Grand Central Terminal Retail Leasing Services	
Total Amount: \$3,141,216	
Contract Term (including Options, if any) June 1, 2014 through May 31, 2024	
Option(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 <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

To recommend that the Board approve the award of a competitively negotiated, personal services contract to Newmark & Company Real Estate Inc. to provide retail leasing and merchandising services for Grand Central Terminal, for a five year period from June 1, 2014 through May 31, 2019 with a three year and two year option, at MTA's sole discretion, for a total cost not to exceed \$3,141,216.

II. DISCUSSION:

Grand Central Terminal is a significant retail destination and the continued services of a retail leasing and merchandising consultant are required. Over the next five years, approximately fifty percent (50%) of the leases at GCT are scheduled to expire and those spaces will need to be re-leased. The Consultant will be responsible for advising the MTA on the appropriate tenant makeup for Grand Central Terminal and to perform services as a landlord's leasing agent in order to obtain tenants for expiring or otherwise terminated leasehold spaces. Focus will be placed on maintaining the existing quality level of retailers at the Terminal, as well as respecting and capitalizing on the aesthetic beauty and historical significance of this revitalized landmark. The Consultant will coordinate its activities with Jones Lang LaSalle who manages Grand Central's retail operations for the MTA.

In order to provide these essential services a competitive Request for Proposal (RFP) was issued. The RFP was publicly advertised and letters advising potential proposers of the RFP's availability were sent to fifty-one (51) firms including five (5) M/WBE Firms. Eight (8) proposals were received. The Selection Committee, consisting of representatives from MTAHQ, and Metro North Rail Road evaluated the proposals based on the criteria set forth in the RFP and recommended that four of the eight firms be invited to make oral presentations. Upon conclusion of the oral presentations, the Selection Committee determined that two firms, Cushman & Wakefield and Newmark & Company Real Estate Inc. were the most technically qualified and best suited firms to provide the retail leasing and merchandising services identified in the RFP. Negotiations were conducted with these two firms and after review of the best and final offers, Newmark & Company Real Estate Inc. was found to be the most technically qualified with the lowest cost.

MTA has conducted a responsibility review and other due diligence on Newmark & Company Real Estate Inc. and has deemed them to be responsible for award.

Staff Summary

Newmark's original proposed cost consisted of: i) a monthly retainer fee and ii) a standard lease commission, based on the anticipated number of leases that are due to expire over the next five years, ranged from \$2.5 million to \$4.5million. As a result of negotiations, the commission was eliminated resulting in a fee of \$300k per year (\$25k a month). This fee will remain unchanged for the five year contract period. The negotiated fee of \$300k per year or \$1.5 million for five years is \$1 million lower than the best and final offer proposed by the second qualified firm, over the same period. The three year and two year options, (if exercised), is subject to annual 3% escalations or CPI, whichever is lower. This cost is 0.2% higher than the current contract cost. Based on the above, the total amount of \$3,141,216 is fair and reasonable.

III. D/M/WBE INFORMATION

The MTA's Department of Diversity and Civil Rights established 0% MBE and 0% WBE goals under this contract. There are no subcontracting opportunities on this contract.

IV. IMPACT ON FUNDING:

Funding for this project will be available under MTA's operating budgets for GCT.

V. ALTERNATIVES

1. Perform the Services In-house. This is not a feasible alternative. MTA does not possess the internal resources to provide these services.
2. Do not Approve Award of the Contract. This is not practical because leasing and merchandising services are required for the day-to-day operation of GCT.

MAY 2014
MTA REAL ESTATE
LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL

ACTION ITEMS

MTA NEW YORK CITY TRANSIT

Lease agreement with Arshia Hasan or related corporation for the operation of a retail gift shop at 42 Street – Grand Central subway station, Shuttle passageway, mezzanine level, Manhattan

MTA METRO-NORTH RAILROAD

Modification to lease with Kenneth Cole Consumer Direct, LLC dba Kenneth Cole, relating to spaces B-54 and MCS-07 at Grand Central Terminal

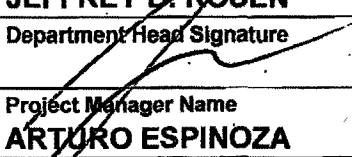
Consent to granting of a permanent easement by Midtown Trackage Ventures LLC to the County of Westchester for the installation, operation and maintenance of a sewer force main in Tarrytown, NY

Expansion option exercise, for office space at 420 Lexington Avenue, New York, NY

MTA CAPITAL CONSTRUCTION


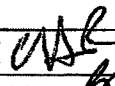

Lease modification and renewal with 469 Holdings LLC, for office space at 469 Seventh Avenue, New York, New York

Staff Summary

Subject LEASE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ARTURO ESPINOZA

Date MAY 19, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	05/19/14	X		
2	Board	05/21/14	X		

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

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

LESSEE: Arshia Hasan (or corporation to be formed)

LOCATION: Unit 02, 42 Street – Grand Central Station (Shuttle passageway, mezzanine level), Manhattan

ACTIVITY: Operation of a retail gift and souvenir shop (including flowers)

ACTION REQUESTED: Approval of terms

TERM: 10 years

SPACE: 93.5 square feet

SECURITY: Three months of year 5 rent and a personal guarantee from Arshia Hasan if she establishes a corporation (limited to six months' rent after vacating of premises)

COMPENSATION:	Year	Annual	Monthly	% Increase	Per Sq. Ft.
	1	\$21,000.00	\$1,750.00		\$224.60
	2	\$22,050.00	\$1,837.50	5.00%	\$235.83
	3	\$23,153.00	\$1,929.42	5.00%	\$247.63
	4	\$24,311.00	\$2,025.92	5.00%	\$260.01
	5	\$25,526.00	\$2,127.17	5.00%	\$273.01
	6	\$26,802.00	\$2,233.50	5.00%	\$286.65
	7	\$28,143.00	\$2,345.25	5.00%	\$300.99
	8	\$29,550.00	\$2,462.50	5.00%	\$316.04
	9	\$31,027.00	\$2,585.58	5.00%	\$331.84
	10	\$32,580.00	\$2,715.00	5.00%	\$348.45

COMMENTS:

MTA Real Estate issued a request for proposals ("RFP") for this retail space and received two responsive proposals. Arshia Hasan proposed the highest rent, offering \$21,000 for the initial year with 5% annual increases over the term of the lease. The proposed rent exceeds the fair market value of the space as estimated by MTA Real Estate's independent consultant. Over the ten-year term, the present value of the proposed rent, using a 9% discount rate, is \$163,770.

Staff Summary

FINANCE COMMITTEE MEETING ARSHIA HASAN (Cont'd.)

Details of the proposals are listed in the following table:

Name of Proposer	First Year Rent	Present Value: Ten Year Term, 9% Discount Rate
Arshia Hasan	\$21,000	\$163,770
Arthur Mavashev	\$24,000	\$161,233

Ms. Hasan has experience operating small businesses in New York City and Baltimore. Ms. Hasan also demonstrated she has the financial resources to undertake a full renovation of the space.

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

Staff Summary

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

Date MAY 19, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	05/19/14	X		
2	Board	05/21/14	X		

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

Narrative

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

LESSEE: Kenneth Cole Consumer Direct, LLC dba Kenneth Cole

LOCATION: Retail Spaces B-54, B-55 and Storage Spaces MCS-03, MCS-07, LCS4A and LCS4B at Grand Central Terminal

ACTIVITY: Lease modification

ACTION REQUESTED: Approval of modification terms

TERM: Unchanged (10 years and one 5-year option. Lease expires on 1/31/16.)

SPACE: The following spaces will no longer be included in the leased premises:
1,120 sf of retail space within B-54, and 718 sf of storage space within MCS-07

COMPENSATION: Minimum Rent shall be reduced by \$107,705 per annum, an amount that is proportional to the space reduction on a per sq. ft. basis, resulting in a Minimum Rent of \$720,000 per annum

Percentage rent breakpoints shall be adjusted proportionally to the reduction in Minimum Rent, as follows: (i) from the Surrender Date through 12/31/14, the breakpoint for Percentage Rent shall be \$13,341,835; and (ii) from 1/1/15 through 1/31/16, the breakpoint for Percentage Rent shall be \$13,679,708

COMMENTS:

In connection with a New York City Transit ("NYCT") transportation-related project, Landlord needs to recapture the above-referenced spaces from Kenneth Cole. NYCT's project includes the installation of a new subway entrance stair in part of the Kenneth Cole retail store, the construction of a new mezzanine-to-platform stair and the reconfiguration of Control Area R-238 with additional turnstiles at the subway mezzanine level. The goal of this project is to help address pedestrian crowding in the passageways and vertical circulation facilities within the 42nd Street-Grand Central Station subway concourse, which serves NYCT's 42nd Street Shuttle and Lexington Avenue and Flushing Lines. Contract award is scheduled for August 2014. Project duration is 31 months and project completion is scheduled for March 2017.

Based on the foregoing, MTA Real Estate requests authorization to enter into an amendment of lease on the above-described terms and conditions.

Staff Summary

Subject CONSENT TO EASEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature
Project Manager Name CAROLE BRYDEN

Date MAY 19, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	5/19/14	X		
2	Board	5/21/14	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal <i>AR</i>
3	Chief of Staff <i>AS</i>		
2	Chief Financial Officer <i>CB</i>		

AGENCY: MTA Metro-North Railroad ("Metro-North")
 GRANTEE: County of Westchester (the "County")
 LOCATION: Tarrytown Yard, south of Metro-North's Tarrytown Station
 ACTIVITY: Approval of terms
 ACTION REQUESTED: Consent to easement
 TERM: Permanent
 SPACE: 3,636± square feet
 COMPENSATION: \$1/ payment waived
 COMMENTS

Pursuant to an Order on Consent dated August 22, 2013 between the New York State Department of Environmental Conservation ("NYSDEC") and the County, a portion of the County's 30-inch diameter sewer force main located within Metro-North property must be replaced.

The easement for the existing force main and the required new easement for the replacement force main are located on Metro-North property in the Village of Tarrytown, south of Metro-North's Tarrytown Station, near the existing County pump station and adjacent to Metro-North's Tarrytown Yard and Hudson Line tracks. The land is currently unimproved and is used primarily for access to the Hudson Line.

Metro-North's Hudson Line is owned in fee by a private company, Midtown Trackage Ventures LLC ("Midtown"), as successor-in-interest to Penn Central Railroad. Metro-North operates trains on the Hudson Line pursuant to a long-term net lease (the "Lease") between the MTA and Midtown. The County has requested a permanent easement due to the project funding requirements, and Midtown, as the fee holder of the affected property, will grant the required permanent easement. MTA, as the net lessee, must consent to the granting of such easement by Midtown. Metro-North has reviewed the proposed easement and does not object to it. The County will be required to obtain entry permits and pay any required force account or flagging costs charged by Metro-North.

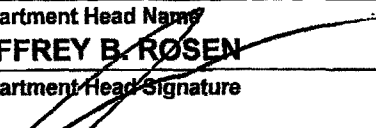
The easement was appraised, at the County's expense, at a value of \$2,200. As the project is a public benefit and the easement will remain in use as such, Metro-North has agreed to facilitate the creation of this easement for a compensation of \$1/payment waived.

Staff Summary

FINANCE COMMITTEE MEETING Consent to Easement (Cont'd.)


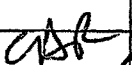

Based on the foregoing, MTA Real Estate requests authorization to consent to the granting of the required easements on the above-described terms and conditions.

Staff Summary

Subject LEASE OPTION
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ANDREW D. GREENBERG

Date MAY 19, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	5/19/14	X		
2	Board	5/21/14	X		

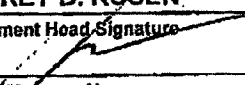
Internal Approvals			
Order	Approval	Order	Approval
		1	Legal 
3	Chief of Staff 		
2	Chief Financial Officer 		

AGENCY: Metro-North Railroad ("Metro-North")
 LESSOR: SLG Graybar LLC ("Landlord"), an affiliate of SL Green Realty Corp. ("SL Green")
 LOCATION: 420 Lexington Avenue, New York, New York (the "Graybar Building")
 ACTIVITY: Exercise of lease option
 ACTION REQUESTED: Approval of terms
 SPACE: Approximately 5,476 Rentable SF ("RSF") of office space comprising a portion of the 9th floor (Suite 930).

COMMENTS

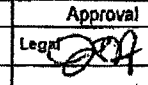
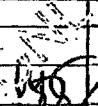

On April 24, 2013, the MTA Board authorized MTA Real Estate to renew Metro-North's lease and take additional space at the Graybar Building, as described in the attached staff summary. As part of the transaction, Metro-North was provided fixed-rate expansion options totaling 95,000 RSF, on substantially the same terms and conditions as applicable to the Expansion Space, when and as such spaces become available. The prior Board action included authorization to exercise such options to obtain up to 5,000 RSF to address Sandy-related emergency staffing needs. Metro-North is requesting approval to exercise its option for Suite 930 located on a portion of the 9th floor and comprising 5,476 RSF to address staffing needs for Sandy-related and safety-planning purposes. As the space is larger than 5,000 RSF, and the use will not be entirely Sandy-related, Board approval is hereby requested.

Staff Summary

Subject LEASE MODIFICATION
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ANDREW GREENBERG

Date April 22, 2013
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	04/22/13	X		
2	Board	04/24/13	X		

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

AGENCY: Metro-North Railroad ("MNR")

LICENSOR: SLG Graybar LLC ("Landlord"), an affiliate of SL Green Realty Corp ("SL Green")

LOCATION: 420 Lexington Avenue, New York, NY (the "Graybar Building")

ACTIVITY: Modification of lease relating to office space to be used for MNR headquarters

ACTION REQUESTED: Approval of terms

SPACE: Approximately 260,891 rentable square feet ("RSF") of office space plus dedicated loading dock, consisting of the following:

<u>Expansion Space</u>	RSF
2 nd Floor	34,482
5 th Floor	41,152
10 th Floor	56,766
Total	134,400

<u>Renewal Space</u>	
11 th Floor	56,804
12 th Floor	57,564
22 nd Floor	14,123
Total	128,491

<u>Loading Dock</u>	5 bays
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LANDLORD WORK: Landlord to provide at its own cost a turnkey installation, encompassing required "tenant improvements" as well as improvements to base building, based on plans developed by MTA's architects.

EXPANSION SPACE POSSESSION: Upon completion of Landlord's Work in Expansion Space.

RENEWAL SPACE POSSESSION: Immediate, pending completion of Landlord's Work in Expansion Premises. Then (after MNR moves from Renewal Space to Expansion Space) upon completion of Landlord's Work in Renewal Space.

Staff Summary

FINANCE COMMITTEE MEETING
SLG Graybar (Cont'd.)

 Metropolitan Transportation Authority

Page 2 of 5

INITIAL TERM: 20 years from Expansion Space rent commencement.

ANNUAL BASE RENT: <u>Expansion Space</u>	<u>Rent</u>	<u>Rent per RSF</u>
Until 6 months after completion of Landlord's Work in Expansion Space	\$0.00	\$0.00
From 6 months after such completion - 01/31/2020	\$5,334,389	\$40.29
02/01/20 - 01/31/25	\$5,996,389	\$45.29
02/01/25 - 01/31/30	\$6,658,389	\$50.29
02/01/30 - Expiration	\$7,320,389	\$55.29

<u>Renewal Space</u>	<u>Rent</u>	<u>Rent per RSF</u>
From lease modification - completion of Landlord's Work in Renewal Space	\$2,319,740	\$18.05
From such completion - 1/31/16	\$3,105,070	\$24.17
02/01/16 - 07/31/16	\$0.00	\$0.00
08/01/16 - 01/31/20	\$5,282,515	\$41.11
02/01/20 - 01/31/25	\$5,924,970	\$46.11
02/01/25 - 01/31/30	\$6,567,425	\$51.11
02/01/30 - Expiration	\$7,209,880	\$56.11

<u>Loading Dock</u>	<u>Rent</u>
From lease modification - 01/31/16	\$96,769
02/01/16 - 01/31/20	\$144,797
02/01/20 - 01/31/25	\$166,599
02/01/25 - 01/31/30	\$188,401
02/01/30 - Expiration	\$210,203

REAL PROPERTY TAX ESCALATION: None

OPERATING EXPENSE ESCALATION: Expansion Space: Tenant to pay its proportionate share of increases in operating expenses over calendar 2014 base year.

Renewal Space: Until 01/31/16, Tenant to continue to pay its proportionate share of increases in operating expenses over calendar 1995 base year. Thereafter, 2014 base year to apply.

Staff Summary

FINANCE COMMITTEE MEETING SLG Graybar (Cont'd.)

RENEWAL OPTION:	Either one 10-year extension or two 5-year extensions at 95% of fair market rent (net of property taxes).
EXPANSION OPTIONS:	Tenant will have options to expand into spaces totaling approximately 95,000 RSF, on substantially the same terms as apply to the Expansion Space, when and as such spaces become available. Authorization is hereby sought to exercise such options with respect to up to 5,000 RSF to the extent deemed necessary to address Sandy-related emergency staffing needs.
UTILITIES:	Tenant will be responsible for cost of electricity as measured by submeter, at Landlord's actual cost with no mark-up. All other utilities will be included in base rent.
SERVICES:	Cleaning, HVAC service during normal hours, building security, and building messenger will be provided to Tenant at no cost. Condenser water access for Tenant's supplemental HVAC will be provided for a fee of \$500.00 per year per ton in excess of 60 tons.
MAINTENANCE & REPAIR:	Landlord will be responsible for maintenance and repair of building common areas, common building systems and structural components. Tenant will be responsible for maintenance and repair of any supplemental air conditioning equipment, any rooftop equipment and any tenant-installed generator, and for non-structural repairs within the leased space.
SECURITY DEPOSIT:	None
LOADING DOCK RENEWAL OPTION:	Tenant will have, at Tenant's option, an on-going right to extend the term covering the loading dock every ten years until expiration of Landlord's ground lease (12/31/50), for 87% of rent per RSF under the office lease.

COMMENTS

As previously reported to and discussed with the Finance Committee (and for the reasons set forth at length in a written report presented to the Finance Committee at its April 2011 meeting, as updated most recently by a progress report presented to the Finance Committee at its March 2013 meeting), MTA Real Estate, with the assistance of Cushman & Wakefield ("C&W"), TPG Architecture ("TPG") and various other departments of the MTA and its operating agencies, has devised, and been working to refine and implement, a plan to relocate MNR, MTA Police Department and MTA headquarters personnel and equipment from the MTA's properties at 341-347 Madison Avenue (the "Madison Avenue Properties"), and then dispose of the Madison Avenue Properties for redevelopment, so as to avoid the costs of remedying years of deferred maintenance there while unlocking the asset value of the underlying development site. MTA management has targeted the second half of next year for the delivery of vacant possession of the Madison Avenue Properties to a developer.

The plan envisions that MTA headquarters personnel will be relocated to the MTA's office building at 2 Broadway, following a re-stacking and densification of that building, and that MTAPD personnel will be relocated to Long Island City. However, efficient MNR operations depend on MNR administrative personnel continuing to be located (preferably in a relatively small number of facilities) in close proximity to MNR's operating theater, including particularly its flagship facility Grand Central Terminal ("GCT"); and Cushman & Wakefield was therefore instructed to focus its search for replacement space for MNR on areas within walking distance of GCT (where some 370 MNR employees are currently housed at the Madison Avenue Properties and another 320 are currently housed at the Graybar Building), MNR's 125th Street station and/or 525 North Broadway in North White Plains (where some 190 MNR employees are currently housed in approximately 60,000 RSF of office space).

Because MNR has an existing lease at the Graybar Building, which is not scheduled to expire until January 2016, and because MNR's entitlement to make ongoing use of loading docks in the Graybar Building that are vital to the operations

Staff Summary

FINANCE COMMITTEE MEETING SLG Graybar (Cont'd.)



Page 4 of 5

of GCT depends on continued occupancy of at least two floors at the Graybar Building, the team evaluated, in addition to various scenarios involving the consolidation of MNR's Manhattan offices at a single location, a variety of scenarios whereby MNR administrative functions would continue to be divided, as they are now, among 525 North Broadway, the Graybar Building and a third location.

Following a comprehensive survey by C&W encompassing in excess of 50 properties, and based on an initial space program prepared by TPG (which identified various departmental adjacency and space requirements, taking into account the results of extensive interviews conducted by TPG and workspace standards prevailing at 2 Broadway), four buildings were identified as potentially suitable and affordable relocation sites for the MNR personnel that are currently housed at the Madison Avenue Properties and/or the Graybar Building — namely, 205 E 42nd Street, 150 E 42nd Street, 685 Third Avenue and the Graybar Building — and detailed requests for proposals were thereupon sent to the owners of such buildings. Subsequently, based on the responses to multiple iterations of such RFPs, it was determined that 150 E 42nd Street and Third Avenue would be too expensive and further negotiations should be conducted concurrently with the owners of the Graybar Building and 205 E 42nd Street (SL Green and The Durst Organization, respectively). Detailed financial analyses were prepared throughout the negotiation process, tracking the respective owners' proposals and comparing the relative costs and benefits of each alternative. Additionally, TPG prepared architectural test-fits and TPG's subcontractor MG Engineering prepared engineering reports for the selected alternatives.

MTA Real Estate recommends that MNR's existing lease at the Graybar Building be extended and modified as described above, based on the following considerations:

a. Over the initial term of the lease, relative to the terms offered by the owner of 205 E 42nd Street (the next most cost effective option), the proposed lease modification will yield net present value savings of \$14.6 million assuming an occupancy split between 205 E 42nd Street and the Graybar Building or approximately \$25.0 million assuming a consolidation at 205 E 42nd Street. Expressed differently, the economics of the proposed lease modification will yield an average annual operating expense savings of approximately \$700,000 assuming an occupancy split between 205 E 42nd Street and the Graybar Building or \$1,300,000 assuming a consolidation at 205 E 42nd Street.

b. Currently, MNR's rent at the Graybar Building includes amounts attributable to real estate taxes payable by Landlord. However, by virtue of the proposed lease modification, SL Green is prepared to subject the Graybar Building to a condominium regime of ownership, such that the MTA will be able to avail itself of its statutory exemption from such taxes. That will result not only in substantial recurring annual savings with respect to the Expansion Space but also in a reduction of some \$1.5 million (\$12.00 per RSF) in the rent MNR pays for the Renewal Space in the first year following execution of the lease modification (and in comparable amounts annually thereafter), notwithstanding that MNR's existing lease is not scheduled to expire until 2016.

c. The Graybar Building is directly accessible to GCT, the seat of MNR's operations, via the indoor connection known as the Graybar Passageway.

d. Locating at the Graybar Building will afford MNR direct access to GCT via an established conduit path for its critical IT infrastructure, whereas relocation to another location would require the leasing of lines from a third party, resulting in increased operating expense and concerns with respect to reliability and control.

e. Extending its office occupancy at the Graybar Building will enable MNR to extend — for the long run, on favorable terms and without resort to the MTA's condemnation power — MNR's right to continue to control and make exclusive use of five Depew Place loading docks that are essential to the provisioning of, and removal of waste from, GCT.

f. In consideration of the proposed lease modification, SL Green has agreed to provide up to \$1 million in matching funds for the improvement of the Graybar Passageway, and to waive certain existing restrictions on MNR's use and alteration of such passageway.

g. Tenant-favorable provisions of the existing lease with respect to assignability, subletting, etc. are to be carried forward past the scheduled expiration of the existing lease and will apply to the Expansion Space as well as to the Renewal Space.

Staff Summary

FINANCE COMMITTEE MEETING SLG Graybar (Cont'd.)

In order to achieve desired densities and up-to-date workplace standards, the existing 20-year-old fit-out in the Renewal Space (other than the 22nd floor, which houses a medical facility) will be replaced in a manner consistent with the initial fitting-out of the Expansion Space. SL Green has agreed to perform all of such fit-out work, as well as required base building work -- on a phased basis (first in the Expansion Space, and then in the Renewal Space) and at its own cost and risk (to be recovered through the stipulated rent) -- and to coordinate the installation of office furnishings to be provided by Tenant. The stipulated rent shown above is based on a guaranteed maximum cost of \$34,470,000 for Landlord's Work, including contingency, that has been developed by SL Green based on design development plans that have been prepared for the MTA by TPG. When final construction plans and specifications for Landlord's Work have been completed, Landlord's Work will be competitively bid out on an open-book basis; and, following the completion of Landlord's Work, if the final actual out-of-pocket cost to Landlord of Landlord's Work has been less than \$34,470,000, the Base Rent will be subject to reduction. The rent will *not* be subject to increase by reason of any cost overruns with respect to Landlord's Work.

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

FOR REFERENCE PURPOSES ONLY

Staff Summary

Subject LEASE MODIFICATION AND RENEWAL
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature
Project Manager Name ANDREW D. GREENBERG

Date May 19, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	5/19/14	X		
2	Board	5/21/14	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal <i>AS</i>
3	Chief of Staff <i>CS</i>		
2	Chief Financial Officer <i>CF</i>		

AGENCY/ TENANT: Metropolitan Transportation Authority ("MTA") for MTA LIRR East Side Access ("ESA")

LANDLORD: 469 Holdings LLC

LOCATION: 469 Seventh Avenue, New York, New York

ACTIVITY: Lease modification and renewal

ACTION REQUESTED: Approval of terms.

INITIAL TERM: Seven years commencing January 1, 2015 ("Commencement Date")

RENEWAL OPTION: One 2-year extension at Tenant's option.

SPACE: Entire 11th Floor – approximately 17,000 rsf – approx. 11,930 usf
 Entire 14th Floor – approximately 17,000 rsf – approx. 11,930 usf
 Totals: – approximately 34,000 rsf - approx. 23,860 usf

COMPENSATION: Year 1 - \$1,677,560 - \$49.34 /rsf
 Year 2 - \$1,711,220 - \$50.33 /rsf
 Year 3 - \$1,745,220 - \$51.33 /rsf
 Year 4 - \$1,780,240 - \$52.36 /rsf
 Year 5 - \$1,815,940 - \$53.41 /rsf
 Year 6 - \$2,022,320 - \$59.48 /rsf
 Year 7 - \$2,062,440 - \$60.66 /rsf

Renewal Option – 100% of fair market value taking into consideration all relevant factors including Tenant's tax exempt status, adjusted tax and operating expense bases and market tenant improvement allowances.

REAL PROPERTY TAX ESCALATION Tenant to pay proportionate share of increases over a calendar 2015 base tax year until a "no action" condominium is created

REAL PROPERTY TAX ESCALATION POST CONDOMINIUM CONVERSION Within twelve months following lease commencement, Landlord will create a "no action" condominium unit to enable MTA to avail itself of its statutory exemption from real property taxes. If Landlord does not create the condominium unit within twelve months, rent will be reduced annually by \$2 per annum per rentable square foot. To create the condominium unit, Landlord to pay all reasonable legal costs up to \$150,000 and shall credit 90% of any savings to Tenant. Tenant will reimburse 90% of any reasonable legal expenses in excess

Staff Summary

FINANCE COMMITTEE MEETING

Lease Modification and Renewal (Cont'd.)



Metropolitan Transportation Authority

Page 2 of 2

of \$150,000.

OPERATING EXPENSE None
ESCALATION:

LANDLORD'S WORK / Landlord will provide at its cost and expense all base building systems servicing the
TENANT IMPROVEMENT premises in good working order and in accordance with a scope of work to be attached to
ALLOWANCE: the lease. In addition, Landlord will provide a tenant improvement allowance of \$340,000.

UTILITIES Electric will be submetered and billed to Tenant with a 7% markup/administrative fee.

SERVICES, Landlord will continue to provide HVAC during normal business hours. Landlord shall
MAINTENANCE AND maintain the HVAC system and provide cleaning services in accordance with a cleaning
REPAIRS specification. Complementary move-out freight services to be provided.

SECURITY DEPOSIT None

COMMENTS

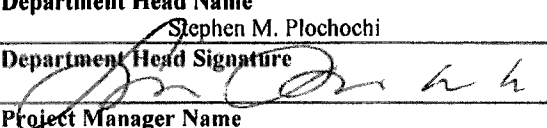
ESA will reduce its footprint from 60,000 rentable square feet to 34,000 rentable square feet by consolidating on floors 11 & 14 and relinquishing floors 15 & 16 at 469 7th Avenue. MTA Real Estate, after a review of existing MTA spaces, determined the reduced requirement could not be met in agency-owned facilities. Additionally, Cushman & Wakefield surveyed the market in an effort to identify alternative space to relocate ESA. However, even before taking into account the saving realized by a "no action" condominium, remaining at this location is the low-cost option, given the costs the MTA would incur to fit out and relocate to a new space. By the landlord creating "no-action" condominium, thereby enabling the MTA to take advantage of its statutory exemption, MTA will realize approximately \$1.7 million in additional savings relative to what it would otherwise have paid for this space over the initial lease term.

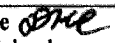



Based on the foregoing, MTA Real Estate requests authorization to enter into a lease with 469 Holdings LLC on the above- described terms and conditions.

Report

PROCUREMENTS

The Procurement Agenda this month includes 9 actions for a proposed expenditure of \$52.5M.

Subject Request for Authorization to Award Various Procurements					
Department Materiel Division – NYCT					
Department Head Name Stephen M. Plochochi					
Department Head Signature 					
Project Manager Name Rose Davis					
Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	5/19/14			
2	Board	5/21/14			

May 12, 2014			
Department Law and Procurement – MTACC			
Department Head Name  Evan Eisland			
Department Head Signature 			
Table of Contents Ref #			
Internal Approvals			
	Approval		Approval
	President NYCT		President MTACC
	Executive VP		President MTA Bus
X	Capital Prog. Management	X	Subways
	Law	X	Diversity/Civil Rights

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

PURPOSE:

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

DISCUSSION:

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

Procurements Requiring Two Thirds Vote:

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule A: Non-Competitive Purchases and Public Work Contracts	1	\$ 35.0 M
• Wabtec Passenger Transit		\$ 35.0 M

Schedules Requiring Majority Vote:

Schedule I: Modification to Purchase and Public Work Contracts	1	\$ 2.4 M
• UTC Fire and Security		\$ 2.4 M
A United Technologies Company		

SUBTOTAL 2 \$ 37.4 M

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

MTA Bus Company proposes to award Non-Competitive procurements in the following categories: NONE

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

Schedules Requiring Majority Vote:

Schedule G: Miscellaneous Service Contracts	2	\$	0.9 M
Schedule H: Modifications to Personal/Miscellaneous Service Contracts	1	\$	2.4 M
	<u>3</u>	<u>\$</u>	<u>3.3 M</u>
SUBTOTAL			

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

MTA Bus Company proposes to award Competitive procurements in the following categories: NONE

MTA Bus Company proposes to award Ratifications in the following categories: NONE

NYC Transit proposes to award Ratifications in the following categories:

Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions	1	\$	1.4 M
	<u>1</u>	<u>\$</u>	<u>1.4 M</u>
SUBTOTAL			

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

Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions	3	\$	10.4 M
	<u>3</u>	<u>\$</u>	<u>10.4 M</u>
	<u>9</u>	<u>\$</u>	<u>52.5 M</u>
SUBTOTAL			
TOTAL			

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 funds in the amounts listed. Funds are available in the current operating/capital budgets for this purpose.

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

BOARD RESOLUTION

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

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

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

NOW, the Board resolves as follows:

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

MAY 2014

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. Wabtec Passenger Transit | \$35,000,000 (Est.) | <u>Staff Summary Attached</u> |
| Sole Source - Three-year omnibus | | |
| Purchase of inventory and non-inventory replacement air brake and truck components and other sole source subway car parts. | | |

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.)

- | | | |
|--|--------------------|--------------------------------------|
| 2. UTC Fire and Security,
America's Corporation | \$2,368,686 | <u>Staff Summary Attached</u> |
| Contract # C-52097.4 | | |
| Modification to the contract for bus camera security systems, to purchase additional bus camera security systems for 63 buses and five depots and additional data management services. | | |

MAY 2014

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

G. Miscellaneous Service Contracts

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

- | | | |
|--|-------------------------|--------------------------------------|
| 1. Summit Security Services
Eight-month contract
REQ# 20557 | \$666,900 (Est.) | <u>Staff Summary Attached</u> |
|--|-------------------------|--------------------------------------|

Fire safety director services for 130 Livingston Street, 370 Jay Street and the Rail Control Center.

- | | |
|--|-------------------------|
| 2. E-Solutions USA, LLC
Seven Bids/Low Bidder - Five-year contract
RFQ# 64620 | \$249,505 (Est.) |
|--|-------------------------|

This all-agency contract provides for the removal and disposal and/or recycling of obsolete computer and other electronic equipment (e-waste) from various MTA facilities including NYC Transit, MTA Headquarters, Bridges and Tunnels, Long Island Railroad, MTA Bus Company, Metro North Railroad, MTA Capital Construction, and MTA Business Service Center. It is a five-year miscellaneous service contract in the estimated amount of \$249,505, of which approximately 80% is designated for NYC Transit use and the remaining 20% for other participating agencies. All requests for service will be coordinated by NYC Transit and each of the covered agencies will reimburse NYC Transit for their cost of disposal/recycling services.

Materiel Operations' Asset Recovery Unit requested a new five-year contract to replace the expiring e-waste recycling services contract. This contract will provide the labor, material, and equipment necessary for the proper removal and transportation of e-waste from agency facilities. The contractor will utilize New York State Department of Environmental Conservation (NYSDEC) approved disposal/recycling facilities and recycle this equipment in a manner that is compliant with NYSDEC guidelines. The contractor will also de-manufacture the equipment into its original components, guarantee that data stored in any electronic devices will be destroyed or otherwise rendered into a condition in which data will be incapable of being recovered, and recycle all material so that nothing ends up in a landfill.

An invitation for bid was advertised resulting in seven bids. E-Solutions USA, LLC (E-Solutions) was the lowest bidder at \$249,505, which is 9% lower than the second-lowest bidder. Based on a comparison to other bids received, E-Solutions' bid is considered fair and reasonable.

MAY 2014

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote Cont'd:

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.)

3. **AlliedBarton Security Services, LLC** **\$2,400,000 (Est.)** **Staff Summary Attached**
Contract# 06H9503.7

Modification to the contract to provide armed security guard services, in order to add unarmed security guards at Fulton Center for eight months, plus an option to extend the contract term for up to an additional three months.

MAY 2014

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. Citnalta Construction, Corp. | \$1,391,187 | <u>Staff Summary Attached</u> |
| Contract # A-36193.1 | | |

Modification to the contract for brick arch repair at the 168th and 181st Street Stations, in order to repair structural components at the 157th Street Station.

MAY 2014

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
Contract # C-26005.156 | \$1,400,000 (NTE) | <u>Staff Summary Attached</u> |
| <p>Modification to the contract for civil, structural and utility relocation work for the Second Avenue Subway, 96th Street Station, in order to increase the allowance for the transportation and disposal of spoils.</p> | | |
| 2. Skanska/Traylor, JV
Contract # C-26008.68 | \$6,000,000 | <u>Staff Summary Attached</u> |
| <p>Modification to the contract for station cavern mining and heavy civil/structural work for the Second Avenue Subway, 86th Street Station, in order to address the acceleration of Entrance 2 excavation, decking and blasting activities to mitigate the schedule impact resulting from a nearby residential building's sidewalk shed.</p> | | |
| 3. Plaza Schiavone JV
Contract # A-36125.288 | \$3,000,000 | <u>Staff Summary Attached</u> |
| <p>Modification to the contract for the Fulton Center Enclosure, in order to furnish and install digital media display screens.</p> | | |

Schedule A: Non-Competitive Purchases and Public Work Contracts



Item Number: 1

Vendor Name (& Location) Wabtec Passenger Transit (Duncan, SC)
Description Purchase of non-inventory and inventory replacement air brake, truck and other sole source subway car parts
Contract Term (including Options, if any) May 30, 2014 – May 29, 2017
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:	\$35,000,000 (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 is an omnibus approval request for items identified as obtainable only from Wabtec Passenger Transit (Wabtec) and will eliminate the need to advertise and prepare individual procurement staff summaries for Board approval for each procurement over the \$15,000 small purchase threshold. NYC Transit is not obligated to generate any purchase orders pursuant to an omnibus approval. 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 6,653 items covered by this approval for the purchase of all air brake and truck components as well as other sole source parts such as coupler and current collector parts supplied by Wabtec. These items are identified as obtainable only from Wabtec for the following reasons: sole pre-qualified source on the Qualified Products List, and not available from any distributors or other sources; publicly advertised within a twelve month period without an acceptable alternate supplier; or proprietary to Wabtec. These items are advertised a minimum of once every twelve months to seek competition. A list of Wabtec sole source items, as well as NYC Transit's intention to buy items on the list without competitive bidding, is available for download from the NYC Transit website at any time by any prospective vendor. These sole source parts will be purchased on an as-required basis. Wabtec is approved to supply parts on all 6,324 NYC Transit subway cars (222 R32, 50 R42, 752 R46, 315 R62, 824 R62A, 425 R68, 200 R68A, 1,030 R142, 555 R142A, 212 R143, 1,662 R160 and 77 R188.)

The current omnibus approval for \$25,000,000 was approved by the Board in December 2011 and expires on January 2, 2015. There is a remaining balance of \$547,912 on the current omnibus approval. A new omnibus approval is required now because this remaining balance will be insufficient to support SMS and regular running repair projects for NYC Transit's subway cars through 2014. The greater-than-anticipated spend is attributed to work scope updates and forecast changes for the R142 and R142A subway cars which are undergoing a first-time 14-year heavy overhaul; and the R160 subway cars which are undergoing a first-time seven-year SMS during the term of the current omnibus approval. During the term of the new omnibus approval, the R62, R62A and R160 subway cars will be undergoing a seven-year SMS of trucks and brake systems and the R46, R142, R142A and R143 subway cars will undergo 14-year heavy overhaul of couplers, trucks and brake systems.

Procurement performed a price analysis on 174 sole source items for which contracts were issued during the term of the current omnibus approval which exceeded the \$15,000 threshold, each of which was deemed fair and reasonable based on a thorough analysis. Of the 174 items, 101 items purchased during the term of the current omnibus approval have a comparative price history. A comparative price analysis of these 101 items revealed an annual weighted average price increase of approximately 0.48%, which compares favorably to the annual average increase of 1.36% in a weighted average of the Producer Price Indices for these items. These 101 items amount to a total of \$16,463,175 or 74% of the value of the contracts issued under the current omnibus approval.

Based on the current forecasts and projections for 2014 through 2017 as provided by the Division of Car Equipment (DCE), it is anticipated that DCE will require approximately \$35,000,000 for sole source items from Wabtec during the term of this omnibus approval request. Procurement believes that the amount requested on this omnibus approval is sufficient to procure all sole source materials from Wabtec for the next three-year period. Procurement and DCE will continue to research alternate sources of supply wherever possible. Under this omnibus approval, pricing for any procurement is established by requesting a quotation for each item from Wabtec on an as-required basis. Each item purchased under this omnibus approval will be subject to a cost and/or price analysis and determination that the negotiated price is found to be fair and reasonable.

Schedule I: Modifications to Purchase and Public Work Contracts



Item Number: 2

Vendor Name (& Location)	
UTC Fire and Security, America's Corporation (Salem, OR)	
Description	
Installation of Bus Camera Security Systems	
Contract Term (including Options, if any)	
February 15, 2011 – December 31, 2017	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input 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 Dept/Div & Dept/Div Head Name:	
Department of Buses, Darryl C. Irick	

Contract Number	AWO/Modification #
C-52097	4
Original Amount:	\$ 9,748,256
Prior Modifications:	\$ 22,787,281
Prior Budgetary Increases:	\$ 249,800
Current Amount:	\$ 32,785,337
This Request:	\$ 2,368,686
% of This Request to Current Amount:	6.9%
% of Modifications (including This Request) to Original Amount:	259.7%

Discussion:

This modification is for the purchase of bus camera security systems (BCSS) for 63 buses and five depots, a third year of data management services (DMS), and the extension of the contract period through December 31, 2019 in the amount of \$2,368,686.

The original contract was awarded to UTC Fire & Security (UTCF&S) under an Immediate Operating Need for the provision and installation of BCSS consisting of cameras and digital video recorders on 426 buses (381 for NYC Transit and 45 for MTABC) as well as software and hardware for nine depots (seven for NYC Transit and two for MTABC) with an option for an additional 1,150 buses and corresponding depots. The decision to select UTCF&S was the result of an informal competitive Request For Proposal process which allowed the Authority to evaluate technical performance, price and warranty provisions and ultimately select a superior product at a competitive price. The BCSS allows video images to be captured on buses and then wirelessly uploaded along with a system health report from buses to depot servers during the refueling process.

Modification No. 1 was awarded in December 2011 for \$19,763 to incorporate the provision, installation and integration of a central server into the BCSS to enable NYC Transit's Department of Buses (DOB) to conduct system-wide searches for video data without the need to physically access each depot's local server. Modification No. 2 was awarded in March 2012 for \$124,900 for the provision of DMS, which calls for UTCF&S to provide a person to process video requests, retrieve video data, package video data for distribution, and ensure the integrity of the video data collection and the retention process. Modification No. 3 was awarded in April 2012 for \$22,642,618 in order to exercise an option for additional BCSS for 1,150 buses (1,045 for NYC Transit and 105 for MTABC) and 12 NYC Transit depots as well as the purchase of three additional servers. A budget adjustment was approved in May 2013 for \$249,800 to fund a second year of DMS as well as the provision of an additional person. Additionally, a Capital Budget Modification was approved in February 2014 through which funds originally slated for the installation of BCSS on 26 buses for NYC Transit were reallocated for the provision of BCSS for two additional NYC Transit depots. As of May 1, 2014, BCSS have been installed on 1,547 of the 1,550 buses and 21 of the 23 depots.

This Modification No. 4 includes the provision and installation of additional BCSS on 63 buses for MTABC and five MTABC depots, a third year of DMS and the extension of the contract period through December 31, 2019. Upon installation of these 63 BCSS on MTABC buses, all MTABC buses which were delivered pre-wired for BCSS by the bus manufacturer will be equipped with BCSS; the distribution of the 1,613 BCSS will be 1,400 for NYC Transit and 213 for MTABC. The depot equipment is required to accommodate the additional buses in the fleet with cameras and digital video recorders. The additional year of DMS is required to enable DOB to meet the projected demand for video requests.

The pricing for the items contained in this modification was included in the base contract. The total award of \$2,368,686 will consist of \$1,062,021 (\$16,857/bus) for on-board vehicle equipment for the 63 MTABC buses, \$1,042,865 (\$208,573/depot) for depot equipment for five MTABC depots, and \$263,800 for a third year of DMS. The final price of \$2,368,686 was found to be fair and reasonable.

Schedule G: Miscellaneous Service Contracts

Item Number: 1

Vendor Name (& Location) Summit Security Services (Uniondale, NY)
Description Fire Safety Director Services
Contract Term (including Options, if any) June 1, 2014 – February 2, 2015
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: Piggyback NYS OGS contract

Contract Number REQ# 20557	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount:	\$666,900 (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, Joseph Leader	

Discussion:

This contract is for fire safety director services with Summit Security Services (Summit) at three NYC Transit locations: 130 Livingston Street, 370 Jay Street, and the Rail Control Center (RCC) in the estimated amount of \$666,900. The contract will be awarded pursuant to the All-Agency Guidelines for the Procurement of Services, Article XIV, Paragraph D, which states that an Authority may contract for a service available through an existing contract between a contractor and the State of New York or the City of New York or another Authority. This contract will utilize existing New York State Office of General Services (NYS OGS) contract PS65725, which was competitively solicited through a Request For Proposals and whose pricing and other commercial terms have been deemed satisfactory.

A fire safety director is responsible for conducting fire and evacuation drills; selecting qualified personnel for a fire brigade; organizing, training, supervising and maintaining the availability and readiness of the fire brigade; and conducting monthly testing of the fire alarm communications system. The prior contract for fire safety director services (Contract 09C0060) was awarded in February 2010 to U.S. Security Associates (U.S. Security) for the three aforementioned locations. In January 2014, U.S. Security advised NYC Transit in writing that the City Comptroller added the fire safety director title to the prevailing wage schedule subsequent to award of the contract. Procurement thereafter entered into discussions with U.S. Security to modify the contract based on this subsequent change, but the pricing offered by U.S. Security was not as competitive as pricing offered by Summit under the existing NYS OGS contract. Summit's pricing is approximately 9.4% lower than the pricing proposed by U.S. Security. Accordingly, NYC Transit is terminating the contract with U.S. Security at no cost.

NYC Transit has decided to utilize this NYS OGS contract for only eight months at this time in order to allow sufficient time to solicit and award a new contract for all of NYC Transit's locations while continuing to provide continuity of service.

Having evaluated all available facts, Procurement finds Summit to be responsible, and Summit's estimated total price of \$666,900 to be fair and reasonable.

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts



Item Number: 3

Vendor Name (& Location) AlliedBarton Security Services, LLC (King of Prussia, PA)	
Description Armed Security Guard Services	
Contract Term (including Options, if any) April 1, 2008 – April 30, 2015	
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 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 Security, Vincent DeMarino	

Contract Number	AWO/Modification #
06H9503	7
Original Amount: (Est.)	
	\$ 21,885,332
Option Amount	
	\$ 12,043,290
Total Amount:	
	\$ 33,928,622
Prior Modifications: (excluding options)	
	\$ 13,258,863
Prior Budgetary Increases:	
	\$ 0
Current Amount:	
	\$ 47,187,485
This Request: (including option)	
	\$ 2,400,000 (Est.)
% of This Request to Current Amount:	
	5.1%
% of Modifications (including This Request) to Total Amount:	
	46.2%

Discussion:

This modification will add unarmed guard services to the armed guard contract with AlliedBarton Security Services, LLC (Allied) for the Department of Security at the Fulton Center.

In December 2007, the Board approved the award of a three-year competitively negotiated miscellaneous service contract to Allied to provide armed security guard services for NYC Transit's Division of Revenue Control at the Consolidated Revenue Facility and other NYC Transit locations. Allied also provides armed guards who perform similar duties for the Department of Security at designated NYC Transit locations. The contract included two one-year options, both of which were exercised. Subsequent modifications extended the contract term to April 30, 2015. Under the contract, Allied provides armed security guards who conduct patrols, control access to the facility, monitor all activities utilizing closed-circuit television, monitor alarms, and handle emergencies.

In April, the Board approved the extension of this contract for an additional nine months to January 31, 2015 with an option to extend for up to an additional three months while a new Request For Proposal (RFP) is being evaluated, negotiated, and awarded. That RFP includes the addition of unarmed guards for Fulton Center.

Until that RFP can be awarded, this modification is required in order to provide unarmed security services for Fulton Center from June 1, 2014 to January 31, 2015, with an option to extend coverage for up to an additional three months. Staffing for Fulton Center will involve 24-hours-a-day/7-days-per-week coverage in order to ensure a safe, secure and orderly environment.

This modification and option require the contractor to comply with prevailing wage rates, and have been deemed fair and reasonable. The cost for the eight-month extension is estimated at \$1,750,000, and the option is estimated at \$650,000.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 1

Vendor Name (& Location) Citnalta Construction Corp. (Bohemia, NY)		Contract Number A-36193	AWO/Modification # 1
Description Brick Arch Repair at 168 th and 181 st Street Stations - Broadway/Seventh Avenue Line			
Contract Term (including Options, if any) March 27, 2013 – August 27, 2015		Original Amount:	\$ 42,152,500
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a		Prior Modifications:	\$ 1,432,622
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Prior Budgetary Increases:	\$ 0
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification		Current Amount:	\$ 43,585,122
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		This Request:	\$ 1,391,187
Requesting Dept/Div & Dept/Div Head Name: Capital Program Management, Frederick E. Smith		% of This Request to Current Amount:	3.2%
		% of Modifications (including This Request) to Original Amount:	6.7%

Discussion:

This retroactive modification is for work at the 157th Street station on the Broadway/7th Avenue Line in Manhattan. It provides for the replacement of ten columns, the repair of an existing roof beam, and the installation of a new drip pan to protect the new columns from water infiltration.

The contract is for work at the 168th Street, 181st Street and 191st Street stations on the Broadway/7th Avenue Line in Manhattan. It provides for the removal of the brickface arches and installation of fiberglass reinforced concrete panels at the 168th Street and 181st Street stations; construction of a new scrubber room on the Southbound platform at the 181st Street station; a new drainage line for the existing scrubber room on the Southbound platform at the 191st Street station; and other related work.

In 2009, a large section of brickface ceiling arches in the 181st Street station fell to the track bed. Under an emergency contract, the rubble was cleaned and protective scaffolding was installed. In 2012, the design for the subject contract was completed; it also covers the 168th Street station as it has a similar brickface ceiling. The contract was solicited in late 2012 and bids were received in January 2013.

In April 2013, design was completed for structural component work at nearby 157th Street station to address corroded columns. The initial plan was to solicit the work as a separate contract with a budget over \$5 million. However, the subject contract had just been awarded and required multiple scheduled weekend diversions of service, which affect the 157th Street station. Piggybacking this work on those diversions would avoid the cost and passenger inconvenience of additional diversions of service for a separate contract. Also, it would advance the replacement of the corroded structure, mitigating a potential concern. Accordingly, on May 31, 2013, the SVP & Chief Engineer approved a retroactive waiver to perform the 157th Street station structural component work by a modification to this contract. The contractor was directed to proceed on June 10, 2013.

The contractor's initial proposal was \$2,724,557; NYC Transit's revised estimate was \$1,265,262. After negotiations, the lump sum amount of \$1,391,187 was agreed upon and found to be fair and reasonable. Savings of \$1,333,370 were achieved.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 1

Vendor Name (& Location)	
E.E. Cruz and Tully Construction Company, JV, LLC (Holmdel, NJ)	
Description	
Civil, Structural, and Utility Relocation for the Second Avenue Subway – 96 th Street Station	
Contract Term (including Options, if any)	
May 28, 2009 – July 15, 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	156
Original Amount:	\$ 303,863,700
Option 1 Amount:	\$ 17,526,300
Option 2 Amount:	\$ 3,610,000
Total Amount:	\$ 325,000,000
Prior Modifications:	\$ 41,121,070
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 366,121,070
This Request:	\$ 1,400,000
% of This Request to Current Amount:	0.4%
% of Modifications (including this Request) to Total Amount:	13.1%

Discussion:

This modification will increase the allowance for the Transportation and Disposal (T&D) of spoils generated from excavation activities by an amount not-to-exceed \$1,400,000. This is the final adjustment to the T&D allowance.

The work to be performed under this contract includes the relocation of utilities; demolition of the former Century Lumber building and interior demolition of the Astor Terrace condominium; construction of temporary and permanent support of excavation retaining structures; 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 included a \$12 million allowance for costs associated with the T&D of spoils with payment based on competitive pricing for the various classifications of spoils. However, actual conditions encountered resulted in significantly higher costs due to unanticipated inefficiencies and increased quantities. As a result, the \$12 million allowance was exhausted by December 2011. Modification No. 113 was approved by the Board in April 2012 for an \$18 million increase to the not-to-exceed amount of the T&D allowance based on estimated remaining quantities. Modification No. 113 also included agreement on a unit price of \$60 per ton for all remaining spoils (utilizing a DBE trucking company) with an effective date of May 1, 2012.

This modification addresses the additional cost for the T&D of spoils excavated during the four and a half months (mid-December 2011 through April 2012) preceding the unit price agreement of May 1, 2012 and paid pursuant to the base contract pricing arrangement. This modification also addresses an overrun of 10,705 tons of spoils to be paid at the \$60 per ton rate. Approval is requested to increase the T&D allowance by an additional \$1,400,000, which is considered fair and reasonable.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 2

Vendor Name (& Location) Skanska/Traylor, JV (New York, NY)	
Second Avenue Subway Route 132A - 86th Street Station Cavern Mining, and Heavy Civil Structural - Manhattan "B" Division	
Contract Term (including Options, if any) August 4, 2011 – September 4, 2014	
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 C-26008	AWO/Modification #: 68
Original Amount:	\$ 294,360,000
Option 1 Amount:	\$ 7,500,000
Total Amount:	\$ 301,860,000
Prior Modifications:	\$ 9,281,672
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 311,141,672
This Request:	\$ 6,000,000
% of This Request to Current Amount:	1.9%
% of Modifications (including This Request) to Original Amount:	5.1%

Discussion:

This retroactive modification addresses the acceleration of Entrance 2 construction to mitigate the schedule impact resulting from a nearby building's sidewalk shed.

The contract includes the mining of the 86th Street Station cavern including mine shafts, adits for the entrances, an elevator shaft, electrical shafts, ancillaries, cross passages and underpinning for existing structures.

The contract requires the construction of Station Entrance 2 on the north side of 86th Street just east of 2nd Avenue. In order to adequately support the excavation for Entrance 2, the contractor was required to construct a support of excavation (SOE) wall adjacent to a residential building on East 86th Street. This residential building was performing its own façade repairs, which required the erection of a sidewalk shed to protect pedestrian traffic. Modification No. 55 was approved by the Board in December 2013 to address the increased difficulty and costs associated with performing the contract work with the conflicting sidewalk shed in place. As a result, the project schedule was impacted by 131 excusable and compensable work days resulting in a potential Substantial Completion date of March 27, 2015.

This modification was established to accelerate the Entrance 2 work in an effort to offset this delay. This modification includes additional dedicated shaft and service crews to support the Entrance 2 work separately from the cavern concreting operations; working certain crews through lunch; and performing a portion of the work on two shifts, rather than a single shift. Through this acceleration, an agreement has been reached on a mitigation of 80 of the 131 work days of delay resulting in completion of all work at Entrance 2 by November 28, 2014 and Substantial Completion by December 16, 2014. Impact costs associated with the remaining 51 compensable work days will be addressed in a subsequent modification. This modification also establishes a new milestone for the completion of all work, other than Entrance 2 work, by September 12, 2014.

To maintain progress at Station Entrance 2 and mitigate additional costs and delays to the contract schedule as well as the contracts associated with the station's finishes and systems, it was necessary to proceed with this modification on a retroactive basis. Approval was obtained from the MTACC President on February 25, 2014.

The contractor's proposal was \$6,553,396. MTACC's revised estimate is \$5,466,289. Negotiations resulted in a lump sum price of \$6,000,000, which was found to be fair and reasonable. Savings of \$553,396 were achieved.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 3

Vendor Name (& Location) Plaza Schiavone JV (New York, NY)	
Fulton Street Transit Center Enclosure	
Contract Term (including Options, if any) August 5, 2010 – February 11, 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: President MTA Capital Construction, Dr. Michael Horodniceanu	

Contract Number A-36125	AWO/Modification #: 288
Original Amount:	\$ 175,988,000
Prior Modifications:	\$ 22,918,662
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 198,906,662
This Request:	\$ 3,000,000
% of This Request to Current Amount:	1.5%
% of Modifications (including This Request) to Original Amount:	14.7%

Discussion:

This retroactive modification is for the furnishing and installation of digital media display screens throughout the Fulton Center.

This contract is for the construction of the Fulton Center Enclosure, which is a new structure at the corner of Fulton Street and Broadway in the Borough of Manhattan, including all interior finishes and systems.

This modification is one of several to be presented to the MTA 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. As a result of a new technology initiative started after award of the original contract, 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, including the Dey Street Concourse and the A/C Mezzanine. Many of these displays are actually video walls comprised of multiple screens. MTACC determined that purchasing all the screens under this contract and near the end of the project would ensure standardization and the latest technology.

This modification includes the furnishing and installation of approximately 145 video screens of varying type and size for 50 separate media display walls, including a centralized control system. This modification also includes an excusable time extension of 88 work days resulting in a revised Substantial Completion date of June 16, 2014. The number of compensable days, if any, has yet to be determined and any resulting impact costs will be addressed in a subsequent modification. Separate approval will be sought for an additional modification to furnish and install video screens in five existing wall enclosures that were previously designated for static displays.

Due to the lead time associated with manufacturing the video screens and in order to ensure the completion of the work in time for the opening of Fulton Center, it was necessary to proceed with this modification on a retroactive basis. Retroactive approval to order the video screens was obtained from the MTACC President on March 14, 2014.

The contractor's proposal included a price of \$3,733,148 for the work. MTACC's revised estimate is \$2,958,779. Negotiations resulted in a lump sum price of \$3,000,000, which was found to be fair and reasonable. Savings of \$733,148 were achieved.



Metro-North Railroad

**Procurements
May 2014**



Subject	Request for Authorization to Award Various Procurements
Department	Procurement and Material Management
Department Head Name	Anthony J. Bombace, Jr.
Department Head Signature	
Project Manager Name	

Date	
Vendor Name	Various
Contract Number	Various
Contract Manager Name	Various
Table of Contents Ref #	

Board Action					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mtg.	5-19-14	X		
2	MTA Board Mtg.	5-21-14	X		

Internal Approvals			
	Approval		Approval
X	President		V.P. Planning
X	Sr. V.P. Operations	X	Capital Programs
X	V.P. Finance & IT	X	V.P. General Counsel
X	V.P. Engineering	X	Chief of Staff

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

PURPOSE:

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

DISCUSSION:

MNR proposes to award non-competitive procurements in the following categories:

<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule A: Non-Competitive Purchases and Public Work Contracts		1	\$4,000,000
• Schunk Graphite Technology	\$4,000,000		
<u>Schedules Requiring Majority Vote</u>			
Schedule G: Miscellaneous Service Contracts		1	\$341,195
• Zetron, Inc.	\$341,195		
Schedule J: Modifications to Miscellaneous Procurement Contracts		1	\$43,889,631
• Bombardier Mass Transit Corp	\$43,889,631		
SUB TOTAL:		3	\$48,230,826

MNR proposes to award competitive procurements in the following categories:

<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule B: Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)	1	\$TBD
• Request to use RFP Process		\$TBD
<u>Schedules Requiring Majority Vote</u>		
Schedule G: Miscellaneous Service Contracts	6	\$1,597,150
• Wesco Distribution, Inc.		\$540,623
• Transaxle, LLC		\$150,000
• Dependable Repair, Inc.		\$150,000
• FallProof Systems, LLC		\$475,000
• Chem-Aqua		\$200,000
• Northeast Work & Safety Boats, LLC		\$81,527
SUB TOTAL:	7	\$1,597,150

MNR presents the following procurement actions for Ratification:

<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	NONE	
<u>Schedules Requiring Majority Vote</u>		
Schedule K: Ratification of Completed Procurement Actions	1	\$110,000
• AECOM		\$110,000
SUB TOTAL:	1	\$110,000
TOTAL:	11	\$49,937,976

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 MNR operating and capital funds in the amount listed. Funds are available in the current MNR operating/capital budgets for this purpose.

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

METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

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

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

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

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

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

MAY 2014

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. **Schunk Graphite Technology** **\$4,000,000 (not-to-exceed)** **Staff Summary Attached**
Purchase Agreement of OEM Power Collection System Parts for MNR's M-8 Railcar Fleet

Approval is requested to award a non-competitive purchase contract for up to a two-year period (one year base + one year option) to Schunk Graphite Technology. Schunk is the Original Equipment Manufacturer (OEM) for various parts, components, assemblies and repairs for the power collection systems (e.g. - contact shoes and the shoe mechanism assembly) for MNR's M-8 railcars. The parts listing included in this agreement have been fully vetted to reflect only those parts that cannot be acquired from other sources. Also, during the period of this contract, MNR continue the process of a comprehensive evaluation of possible alternate sources.

This is a requirements-based purchase agreement and the first purchase agreement for these parts since the M-8s were delivered, accepted and put into service. MNR is not obligated to generate a minimum amount of purchase orders. The purchase agreement will eliminate the need and expense of individually advertising prospective procurements, will reduce administrative costs and possible procurement lead times for separate purchase orders and will expedite material delivery.

The purchase agreement will have fixed pricing for the base year, and for the option year, if elected by MNR. The total not-to-exceed amount for up to the two-year period is \$4,000,000 and it is to be funded by MNR's Operating Budget.

Schedules Requiring Majority Vote:

G. Miscellaneous Service Contracts

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

2. **Zetron, Inc.** **\$341,195 (not-to-exceed)** **Staff Summary Attached**
Maintenance & Support of Communications System in the MNR Operations Control Center & Emergency Control Center

Approval is requested to award a non-competitive, five year miscellaneous service contract to Zetron, Inc. for maintenance and support of the Acom Communication System for the Operations Control Center (OCC) and the Emergency Control Center (ECC). Zetron recently furnished, installed, tested and commissioned the Acom Communication System at the ECC and now that the OCC and ECC systems are both operational, MNR requires a maintenance and support contract. The Acom system provides a computer-based console for each rail dispatcher position to interface with all wayside radios, telephone and intercom services in order to communicate with trains and coordinate operations personnel in accordance with FRA guidelines throughout MNR's territory.

Zetron is the Original Equipment Manufacturer (OEM) for MNR's Acom system and the proprietary vendor of the Acom system hardware, database, servers and communications software. Additionally, all consoles, ancillary equipment, microprocessor devices, and software are all proprietary to Zetron, and any requested upgrade services are obtainable only through Zetron. This contract will provide continuous preventive maintenance, technical support, troubleshooting, repairs and replacement, and testing and inspection services.

This maintenance and support for both the OCC and the ECC system over the next five years was negotiated from the original proposal of \$75,821/yr. to \$68,239/yr., providing a 10% discount over the five year term, and it is deemed fair and reasonable for the level of services provided. The total not-to-exceed cost of the agreement is \$341,195 for the five-year term. This procurement is to be funded by the MNR Operating Budget.

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)

**3. Bombardier Mass Transit Corp. \$43,889,631 (not-to-exceed) Staff Summary Attached
System Upgrades of MNR and LIRR M-7 Fleet(s)**

Metro-North Railroad, on behalf of itself and Long Island Rail Road, requests approval for additional funding to award a contract change under the current purchase authorization with Bombardier Mass Transit Corporation (Bombardier).

The purpose of this contract change is to provide for the system replacement and upgrades to specific operations & safety-critical components on the M-7 railcars operated by both Railroads. These system replacements and upgrades are specifically for the Central Diagnostics System (CDS), the Train Operator Display (TOD) and the Multi-Function Unit (MFU). Additionally, the contract change will allow the Railroads to utilize Bombardier's expertise and knowledge of the overall car systems to provide engineering and software upgrades to those components on an as-needed basis at the request of, and approval by, the Railroads.

Bombardier's detailed proposal for the hardware elements and all associated system integration efforts equates to \$34,070 per married M-7 pair. By comparison, the average unit price for replacement of the original parts, which are now becoming increasingly difficult to acquire and in some instances, subassemblies can no longer be repaired, is \$49,690 per married M-7 pair. Bombardier's proposal is approximately 30% less than the estimated cost of replacing the original parts and will yield a cost avoidance of \$15,620 per married pair. All of the engineering services under this contract change shall be as directed and approved by the Railroads and are subject to audit; there is no minimum guarantee of work to Bombardier. The total for this procurement change is not-to-exceed \$43,889,631 (\$12,727,992= MNR and \$31,161,639= LIRR), and it is to be funded by each Agency's Operating Budget.

Item Number: A

Vendor Name (& Location) Schunk Graphite Technology
Description : Purchase Agreement for OEM Replacement Parts
Contract Term (Including Options, if any) One year with one year option
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 TBD	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount: \$4,000,000 (not-to-exceed)	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Procurement & Material Management, Anthony J. Bombace, Jr.	
Contract Manager: O. Messado, Assistant Director – Operations Procurement, P&MM	

Discussion:

Approval is requested to award a non-competitive purchase contract for up to a two-year period (one year base + one year option) to Schunk Graphite Technology ("Schunk"). Schunk is the Original Equipment Manufacturer (OEM) for various parts, components, assemblies and repairs for the operations-critical power collection systems (e.g. - contact shoes and the shoe mechanism assembly) for MNR's M-8 railcars. The parts listing included in this agreement have been fully vetted to reflect only those parts that cannot be acquired from other sources. Also, during the period of this contract, MNR continue the process of a comprehensive evaluation of possible alternate sources.

Under this agreement, MNR will be able to support its Reliability Centered Maintenance (RCM) programs, which maintain high car reliability and parts replacement at prescribed intervals. Additionally, parts required to perform unscheduled maintenance and repairs on the railcars are available in this agreement. Further, Schunk will be required to maintain tooling and manufacturing capabilities necessary to produce the parts.

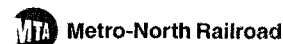
This is a requirements-based purchase agreement and the first purchase agreement for these parts since the M-8s were delivered, accepted and put into service. MNR is not obligated to generate a minimum amount of purchase orders. The purchase agreement will eliminate the need and expense of individually advertising prospective procurements, will reduce administrative costs and possible procurement lead times for separate purchase orders and will 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. Advertisements were placed in the New York State Contract Reporter, The New York Post, El Diario and posted on the Metro-North website, which did not yield interest from other sources.

The purchase agreement will have fixed pricing for the base year, and for the option year, if elected by MNR. The total not-to-exceed amount for up to the two-year period is \$4,000,000 and it is to be funded by MNR's Operating Budget.

Schedule G: Miscellaneous Service Contracts

Staff Summary



Page 1 of 2

Item Number G					
Dept & Dept. Head Name: Procurement & Material Management Anthony J. Bombace, Jr.					
Division & Division Head Name:					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm.Mtg.	05-19-14	X		
2	MTA Board Mtg.	05-21-14	X		
Internal Approvals					
Order	Approval	Order	Approval		
X	President	X	V.P. General Counsel		
X	Sr. V.P. Operations		V.P. Planning		
X	V.P. Finance & IT	X	V.P. Engineering		
	Capital Programs				

SUMMARY INFORMATION	
Vendor Name Zetron, Inc.	Contract Number 37086
Description Maintenance & Support of Communications System for the Operations Control Center and Emergency Control Center	
Total Amount \$341,195 (not-to-exceed)	
Contract Term (including Options, if any) Five years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input 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	
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 a non-competitive, five year miscellaneous service contract to Zetron, Inc. for maintenance and support of the Acom Communication System for the Operations Control Center (OCC) and the Emergency Control Center (ECC).

II. BACKGROUND & DISCUSSION:

Zetron recently furnished, installed, tested and commissioned the Acom Communication System at the ECC and now that the OCC and ECC systems are both operational, MNR requires a maintenance and support contract. The Acom system provides a computer-based console for each rail dispatcher position to interface with all wayside radios, telephone and intercom services in order to communicate with trains and coordinate operations personnel in accordance with FRA guidelines throughout MNR's territory.

Zetron is the Original Equipment Manufacturer (OEM) for MNR's Acom communication system and the proprietary vendor of the Acom system hardware, database, servers and communications software. Additionally, all consoles, ancillary equipment, microprocessor devices, and software are all proprietary to Zetron, and upgrade services are obtainable only through Zetron. This contract will provide continuous preventive maintenance, technical support, troubleshooting, repairs and replacement, and testing and inspection services.

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. Advertisements were placed in the New York State Contract Reporter, The New York Post, El Diario and posted on the Metro-North website, which did not yield interest from other sources.

Staff Summary

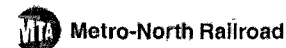
III. BUDGET IMPACT AND FUNDING:

This maintenance and support for both the OCC and the ECC system over the next five years was negotiated from the original proposal of \$75,821/yr. to \$68,239/yr., providing a 10% discount over the five year term, and it is deemed fair and reasonable for the level of services provided. The total not-to-exceed cost of the agreement is \$341,195 for the five year term. All work shall be completed no later than May 31, 2019. This procurement is to be funded by the MNR Operating Budget.

IV. ALTERNATIVES:

MNR does not have the available in-house staff with both the expertise and capability to perform the required maintenance and support of the communication system on the OCC & ECC Systems.

Schedule J: Modifications to Miscellaneous Procurement Contracts



Item Number: J

Vendor Name (& Location) Bombardier Mass Transit Corporation	
Description System Upgrades of MNR and LIRR M-7 Fleet(s)	
Contract Term (including Options, if any) N/A	
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	
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 Number	AWO/Modification #
	1
Original Amount:	\$ 81,510,000
Prior Modifications:	\$ 0.00
Prior Budgetary Increases:	\$ 0.00
Current Amount:	\$ 81,510,000
This Request:	\$ 43,889,631
% of This Request to Current Amount:	% 53.845
% of Modifications (Including This Request) to Original Amount:	% 53.845

Request:

Metro-North Railroad, on behalf of itself and Long Island Rail Road, requests approval for additional funding to award a contract change under the current purchase authorization with Bombardier Mass Transit Corporation (Bombardier).

The purpose of this contract change is to provide for the system replacement and upgrades to specific operations & safety-critical components on the M-7 railcars operated by both Railroads. These system replacements and upgrades are specifically for the Central Diagnostics System (CDS), the Train Operator Display (TOD) and the Multi-Function Unit (MFU). Additionally, the contract change will allow the Railroads to utilize Bombardier's expertise and knowledge of the overall car systems, to provide engineering and software upgrades to those components on an as-needed basis at the request of, and approval by, the Railroads.

Discussion:

Due to the advancement of technology, many of the software based components on the M-7 railcar are faced with obsolescence and are either no longer supportable or commercially available. The required upgrades in the railcar's key systems are necessary to preserve the M-7 fleet's current high reliability levels. As software industry drivers like Microsoft or Oracle develop new operating systems, the Railroads must adapt to these new systems in order to maintain system functionality. The original M-7 MFU software operating systems were written on a Windows NT platform that relied on integrated network components that could not readily be upgraded without encountering system design issues. The revised operating systems on the M-7 will be based on a more stable Linux platform. Using a Linux based operating system provides the Railroads with a more cost effective, secure and flexible solution that requires modularization on some of the supporting components which would make future upgrades easier and less costly. Bombardier, as the Original Equipment Manufacturer (OEM) and system integrator of the M-7 railcar, has detailed knowledge of each system on the car and the impacts on any software changes may have on the cars' overall operation. Bombardier, as the original system integrator, is uniquely qualified to complete these requirements in the most efficient manner with the least risk to the Railroads.

The specific areas that will be addressed under this contract change are as follows:

CDS/TOD: Design changes are needed to replace the obsolete Touch Screens and Personal Computer Memory Card International Association (PCMCIA) Flash Memory Technology used by the M-7 CDS with SD Memory and Ethernet technology. This will provide improved functionality and utilize a more flexible design.

Schedule J: Modifications to Miscellaneous Procurement Contracts



MFU: Design changes are needed to replace the obsolete PCMCIA card and 1xRTT technology used by the M-7 MFU and provide improved functionality and a more flexible design with the use of new technology. This replacement MFU will be electrically and mechanically compatible with the existing car interfaces, while maintaining the existing enclosure space.

Software Support: Continued engineering support will be required to maintain the M-7 railcar's remaining useful life by keeping its monitoring and diagnostics, troubleshooting tools and test equipment through the constant changes in technology. The Engineering support shall include updating software to all diagnostics applications, production servers and database servers. Support shall also be provided to grant the Railroads more flexibility for updating our electronic manuals with less vendor involvement. As part of these engineering and software services, Bombardier, under the direction and approval of both Railroads, shall develop technology based solutions as necessary. The Railroads shall explore opportunities for the software to be designed, to the greatest extent possible, in an open architecture or with nonproprietary software, so as to allow further modification directly by the Railroads or other contractors. Accordingly, alternate suppliers will be evaluated to foster future competition.

Budget Impact:

Bombardier's detailed proposal for the hardware elements and all associated system integration efforts equates to \$34,070 per married M-7 pair. By comparison, the average unit price for replacement of the original parts, which are now becoming increasingly difficult to acquire and in some instances, subassemblies can no longer be repaired, is \$49,690 per married M-7 pair. Bombardier's proposal is approximately 30% less than the estimated cost of replacing the original parts and will yield a cost avoidance of \$15,620 per married pair. All of the engineering services under this contract change shall be as directed and approved by the Railroads and are subject to audit; there is no minimum guarantee of work to Bombardier.

The total for this procurement change is not-to-exceed \$43,889,631 (\$12,727,992= MNR and \$31,161,639= LIRR), and it is to be funded by each Agency's Operating Budget.

MAY 2014

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 | <i>Staff Summary Attached</i> |
| Design, Manufacture, and Delivery of an Autonomous Track Geometry Inspection System (ATGIS) | | |
| MTA Metro-North Railroad (MNR) requests Board approval to utilize the Request for Proposal (RFP) process to solicit and evaluate proposals from prospective vendors for the design, manufacture, and delivery of an Autonomous Track Geometry Inspection System (ATGIS). | | |

The ATGIS system is an on-board system that can be affixed to enable MNR to independently measure track parameters such as gauge, cross level, alignment, curvature, height, rail surface anomalies, etc., and to collect, display, store, and analyze data related to vertical and lateral accelerations in real time. The ATGIS includes both On-Board Measurements and Off-Board Data Management with provisions for Joint Bar Defect and Rail Base Abrasion measurements. The data will facilitate MNR to early identification of track anomalies preventing track failures. Under an option to be included in the solicitation, the ATGIS system may be applied for use on Long Island Railroad (LIRR) territory.

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 personnel, and cost. This procurement will be funded by the MNR Operating Budget.

Schedules Requiring Majority Vote:

G. Miscellaneous Service Contracts

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

- | | |
|--|----------------------------------|
| 2. Wesco Distribution, Inc. | \$540,623 (not-to-exceed) |
| Overhaul of Three Power Traction Transformers | |

Approval is requested for a competitively solicited, negotiated contract (one bid received; negotiated with vendor) to Wesco Distribution, Inc. to provide for the overhaul of three traction power transformers located along Metro-North Railroad's Harlem Line.

These transformers were originally installed in 1983 and are in need of refurbishment. The scope of work must be completed off-site as MNR in-house forces cannot complete the full range of refurbishment tasks. The refurbishment & remanufacture of these transformers will extend the units'

useful lives and ensure the safe, efficient, and timely operation of MNR's electrical substations along the Harlem Line.

Negotiations resulted in a savings of \$6,490 from Wesco's original bid and the total not-to-exceed cost for the contract of \$540,623 is deemed fair and reasonable for the level of services to be provided. This procurement is to be funded by the MNR Operating Budget.

- 3. **Transaxle, LLC** **\$150,000 (not-to-exceed)**
- 4. **Dependable Repair, Inc.** **\$150,000 (not-to-exceed)**

Repair & Return of M of W Dept. Hydraulic Components

Approval is requested to award two competitively solicited (two bids received) three year miscellaneous service contracts to Transaxle LLC and Dependable Repair Inc. for the repair and return of hydraulic components. The scope of work covers repairs for M of W hydraulic equipment and components (pump motors, cylinder components, including transmission pumps). Metro-North Procurement structured the solicitation to allow for award to more than one qualified contractor and they will receive work based on their productivity, performance, current availability and pricing. These repairs will ensure the efficient, timely, reliable and safe operation of this heavy equipment.

In accordance with MNR and MTA procurement guidelines, an advertisement for the repair and return of hydraulic components was placed in the New York State Contract Reporter, New York Post, the minority publications, El Diario and Daily Challenge, and posted on the Metro-North website.

A total of nine vendors received this solicitation and bids were received from both Transaxle LLC and Dependable Repair.

The solicitation was based on the vendor's hourly rate which includes tools, plant, and the equipment necessary to diagnose and rebuild/repair heavy duty hydraulic equipment and components. Each vendor must submit a cost estimate of labor and material to the MNR Engineer for approval before any proposed work is commenced. All estimates are subject to audit and/or third party verification. The pricing for each contract will remain fixed for a three year period and is deemed fair and reasonable. The total estimated cost of this procurement is not-to-exceed \$300,000. This procurement is to be funded by the MNR Operating Budget.

- 5. **FallProof Systems, LLC** **\$475,000**
- Furnish and Install Permanent Fall Protection Netting**

Approval is requested to award a 56-month miscellaneous service contract (two bids received) to Fallproof Systems LLC to install and maintain permanent fall protection netting under the Harlem River Lift Bridge ("HRLB"). MNR's Track & Structures Department will be undertaking a track replacement project in the 2Q 2014 that will traverse the HRLB and safety netting is required. The netting system will be installed 50 ft. above the Harlem River via a barge, with no disruption to train service. Additionally, the contractor will be required to perform annual netting inspection, cleaning, and repairs for the netting installed under this proposed agreement and other netting installed at the bridge under previous agreements. The period of maintenance service is four years.

In accordance with MNR and MTA procurement guidelines, an advertisement for fall protection netting was placed in the New York State Contract Reporter, New York Post, the minority publications, El Diario and Daily Challenge, and posted on the Metro-North website. Three contractors were sent the solicitation; two contractors submitted bids. FallProof Systems LLC (FallProof) was the lowest responsive and responsible bidder. MNR compared the previously paid prices for other netting installed

at the bridge to FallProof's bid price and there is a 3% increase; the bid price is deemed to be fair and reasonable for the level of services to be performed. The total cost to install and maintain the netting is \$475,000 and it is to be funded by the MNR Operating Budget.

6. Chem-Aqua \$200,000 (not-to-exceed)
Water Treatment Services for Grand Central Terminal

Approval is requested to award a competitively solicited and negotiated (RFP process, five proposals received), five year miscellaneous service contract to the firm, Chem-Aqua, Inc. to provide chemical water treatment services for the chilled water, cooling tower/condenser water and hot water heating systems in Grand Central Terminal (GCT). The contractor is to provide all chemicals and a monthly maintenance plan that includes: surveying water conditions for the formation of organic and inorganic deposits, monitoring total bacteria levels in the water systems, testing and analysis of water samples through an independent NYS certified laboratory, and providing written reports of all results.

In accordance with MNR and MTA procurement guidelines, an advertisement for the water treatment services was placed in the New York State Contract Reporter, New York Post, the minority publications, El Diario and Daily Challenge, and posted on the Metro-North website. Four firms were short-listed, and technical evaluations and oral presentations were conducted. Vendor evaluations were based on established selection criteria contained within the RFP documents and included (1) detailed description of how the services would be performed, (2) understanding of work scope requirements, (3) commitment of relevant resources to the water treatment services, including qualifications of key personnel and reliability to perform the services, (4) demonstrated past experience in water treatment, and (5) overall cost.

Chem-Aqua's technical and cost proposal conveyed a comprehensive understanding of MNR requirements, and the Selection Committee unanimously selected them as the best qualified and cost-effective firm for the services. Chem-Aqua provided the most complete approach to providing water treatment services, and demonstrated extensive technical knowledge and project management experience within the chemical water treatment industry. Chem-Aqua's proposed cost of \$200,000 is inclusive of chemicals that may be required during the term of the agreement, and is 10% lower than the Engineer's estimate. The prices proposed by ChemAqua in this agreement are 5% less than those paid in previous agreements. Also, pricing will remain fixed for the five year term of the contract, and it is deemed to be fair and reasonable. The total not-to-exceed five year cost of the contract is \$200,000 and it is to be funded by the MNR Operating Budget.

7. Northeast Work & Safety Boats, LLC \$81,527
Safety Boat Service – Devon Bridge, Stratford, CT.

Approval is requested to award a nine-month miscellaneous service contract (six bids received) to provide safety boat services for Metro-North Railroad (MNR) personnel performing ongoing bridge repairs on the Devon Bridge in Stratford, Connecticut. The service requirements include the supply of a lifesaving skiff with a qualified operator in accordance with OSHA guidelines.

In accordance with MNR and MTA procurement guidelines, an advertisement for the safety boat services was placed in the New York State Contract Reporter, New York Post, the minority publications, El Diario and Daily Challenge, and posted on the Metro-North website. Six vendors were sent the solicitation and six bids were received. Northeast Work & Safety Boats, LLC submitted the lowest responsive and responsible bid at \$81,527 which was 4% below MNR's Engineer's estimate. All pricing will remain firm and fixed for the nine-month term of the contract, and it is deemed to be fair and reasonable for the level of service to be provided. The total award of this contract is \$81,527 and it is to be funded 100% by CDOT.

Staff Summary

Item Number B					
Dept & Dept Head Name: Procurement & Material Management, Anthony J. Bombace, Jr.					
Division & Division Head Name:					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mtg.	5-19-14	X		
2	MTA Board Mtg.	5-21-14	X		
Internal Approvals					
Order	Approval	Order	Approval		
X	President		V.P. Planning		
X	Sr. V.P. Operations		Capital Programs		
X	V.P. General Counsel	X	V.P. Engineering		
X	V.P. Finance & IT				

SUMMARY INFORMATION	
Vendor Name TBD	Contract Number TBD
Description Request to use the RFP process to solicit proposals for On-Board Autonomous Track Geometry Inspection System	
Total Amount TBD	
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 checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION:

MTA Metro-North Railroad (MNR) requests Board approval to utilize the Request for Proposal (RFP) process to solicit and evaluate proposals from prospective vendors for the design, manufacture, and delivery of an Autonomous Track Geometry Inspection System (ATGIS).

II. DISCUSSION:

The ATGIS system is an on-board system that can be affixed to enable MNR to independently measure track parameters such as gauge, cross level, alignment, curvature, height, rail surface anomalies, etc., and to collect, display, store, and analyze data related to vertical and lateral accelerations in real time. The ATGIS includes both On-Board Measurements and Off-Board Data Management with provisions for Joint Bar Defect and Rail Base Abrasion measurements. The data will facilitate MNR to early identification of track anomalies preventing track failures. Under an option to be included in the solicitation, the ATGIS system may be applied for use on Long Island Railroad (LIRR) territory.

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 personnel, and cost. This procurement will be funded by the MNR Operating Budget.

III. D/M/WBE INFORMATION:

TBD-once the scope of work and technical specifications are completed, MNR Procurement will submit to MTA Department of Diversity & Civil Rights (DDCR) for assignment of any possible goals.

IV. IMPACT ON FUNDING:

TBD

V. ALTERNATIVES:

MNR does not have the available in-house design or capacity to complete the scope of the specified work.

MAY 2014

METRO-NORTH RAILROAD

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Schedules Requiring Majority Vote:

K. Ratification of Completed Procurement Actions

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

1. AECOM

\$110,000 (not-to-exceed)

Independent Consultant Review and Analysis of the Danbury Grade Crossings Operational Failures

Emergency consulting services contract for an independent review and analysis of the Grade Crossings on the Danbury Branch of the New Haven Line. The Danbury Branch's Grade Crossings have had numerous operational problems and failures at multiple locations since they were installed in late 2012. This condition was exacerbated this winter due to the numerous snow storms with excessive de-icing saltwater runoff from the roadways along MNR's rights-of-way. CDOT requested MNR to retain an independent consultant to work with the original system designer and the manufacturer and installer of the system to identify the root cause(s) of the grade crossing failures.

After a review of available signal consultants that had the necessary technical staff available to support the problem solving, testing and subsequent repairs in order to return the grade crossings to service as soon as possible, AECOM was able to provide the staff on an immediate basis. AECOM has been tasked to assist in providing solutions to the current problems, as well as ideas to prevent future operational failures. The cost of the independent review and analysis is not-to-exceed \$110,000 and is funded 100% by CDOT.




CAPITAL CONSTRUCTION

ACTION ITEM

May 2014

Staff Summary

Subject Plan Amendment to the MTA Capital Construction Company 2010-2014 Capital Program
Department East Side Access
Department Head Name William Goodrich
Department Head Signature 
Program Officer Name Susan Jurman

Date May 7, 2014
Vendor Name
Contract Number Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	LIRR Committee	5/19/14	X		
2	Finance Committee	5/19/14	X		
3	MTA Board	5/21/14	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Chief Finance Officer <i>AD</i>		
2	President <i>AD for MTA</i>		

Purpose:

To obtain MTA Board approval to amend the MTA Capital Construction Company (MTACC) portion of the 2010-2014 Capital Program to transfer \$78.1 million from the ESA Rolling Stock/Liability Reserve project to the East Side Access project. These funds will be used to progress the GCT Concourse and Facilities Fit-Out contract (CM014B). Full funding for this contract is not available in the ESA 2010-2014 Capital Program. To progress this contract now without additional funding would require the inclusion of a large contract option, which is not recommended. The procurement of rolling stock to support ESA revenue service has been rescheduled to post-2015. MTACC will include a \$78.1 million request in their proposed 2015-2019 Capital Program to restore the full allocation of the rolling stock reserve.

Discussion

In January 2014 MTACC presented to the MTA Capital Program Oversight Committee of the Board a report on the status of the budget and schedule forecasts for the East Side Access (ESA) project. The revised ESA schedule includes the award of the GCT Concourse and Facilities Fit-Out contract (CM014B) in the fourth quarter 2014. Full funding for this contract is not available in the 2010-2014 Capital Program due to cost overruns incurred in various other parts of the ESA project. At the onset of the 2010-2014 Capital Plan, this contract was planned to be awarded in the 2010-2014 Capital Plan. It was subsequently revised to be awarded with contract options that were to be funded in the 2015-2019 Capital Program. The scope of this contract includes in addition to the GCT Concourse the construction of a Unified Trash facility to be paid by Metro-North Railroad (MNR) and Long Island Rail Road (LIRR), construction of the Biltmore room elevator and escalator connection between the lower and upper level of Grand Central Terminal to be paid for by MTA, and the construction of an elevator at 45th Street to be funded from the Regional Investment (RI) budget. With this amendment, all portions of CM014B, except the Unified Trash Facility, will be funded in the 2010-14 Capital Plan.

A contract option has been included in the CM014B contract for construction of the Unified Trash facility to be exercised at MTACC's discretion upon approval of the 2015-2019 Capital Program. Design of the Unified Trash facility was previously approved by the Board. The construction of this facility involves discrete elements of work that are segregated from the rest of construction under the contract and is scheduled for late 2015. In addition, contract options have been included for 3 elevators for which required easements have not been finalized. These too are discrete elements of work that can be segregated from the rest of construction.

However, including an additional option for the balance of the scope is not practical because the most efficient sequencing of the work does not allow for the creation of other discrete elements that can be reasonably segregated. Thus, adding additional options to this contract would delay the contract schedule and significantly increase the cost. Moreover, delays to the schedule will result in cost and schedule impacts to other contracts that share the same site access or that have key interfaces with work elements in the CM014B contract.

Staff Summary

The estimated funding shortfall for this contract excluding the Unified Trash facility is approximately \$78.1 million. This includes \$49.4 million worth of work which is also being re-sequenced within the ESA budget to progress this contract package now. Funds are available in the ESA Rolling Stock Reserve budget that can be reallocated now to cover this shortfall and restored with approval of the MTACC's 2015-2019 Capital Program proposal. This is in addition to the \$202 million in ESA 2010-2014 Capital Program rolling stock funds already re-allocated to progress other work in the ESA project. This re-allocation is possible because the ESA revenue service date is now targeted between 2021 and 2023, allowing for the procurement of rolling stock to support ESA revenue service to be postponed until after 2015.

Alternatives

The alternatives are to include other bid options in the contract or delay the award of this contract until full funding is available in the 2015-2019 Capital Program. These are not viable options in that additional options are not practical and would add significant cost to the Contract and risk to the ESA revenue service date.

Impact on Funding

This action will transfer \$78.1 million from the \$463 million ESA Rolling Stock/Liability Reserve budget of the 2010-2014 Capital Program to the East Side Access Capital Program. The funds will be allocated as follows: \$75 million for ESA funded scope; \$2.8 million toward the Biltmore room; and \$0.3 million toward the 45th Street cross passageway elevator. MTACC will include \$280.1 million in their proposed 2015-2019 Capital Program to fully restore the funding previously approved for rolling stock. Both MNR and LIRR will include funding in their proposed 2015-2019 Capital Programs to fund the Unified Trash Facility contract option.

Recommendation

It is recommended and advantageous to the MTA that \$78.1 million be transferred to the ESA capital program to allow the entirety of CM014B contract to be bid and awarded without the inclusion of other bid options.

LONG ISLAND RAIL ROAD

PROCUREMENTS

FOR

BOARD ACTION

May 21, 2014



Subject Request for Authorization to Award Various Procurements						Date May 21, 2014			
Department Procurement & Logistics									
Department Head Name Dennis L. Mahon, Chief Procurement & Logistics Officer									
Department Head Signature 									
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	LI Committee	5.19.14				X	President		VP & Chief Financial Officer
2	MTA Board	5.21.14				X	Sr. VP-Administration		VP, General Counsel & Secy
							Sr. VP-Operations		
							Executive VP		

PURPOSE:

To obtain approval of the Board to award various contracts and purchase orders, and to inform the Long Island Rail Road Committee of these procurement actions.

DISCUSSION:

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

Schedules Requiring Two-Thirds Vote

Schedule A: Non-Competitive Purchases and Public Work Contracts	4	\$5,009,285
SUBTOTAL:	4	\$5,009,285

LIRR proposes to award Competitive Procurements in the following categories:

Schedules Requiring Two-Thirds Vote

Schedule B: Competitive Requests for Proposals (Solicitation)	1	\$TBD
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Schedules Requiring Majority Vote

Schedule G: Miscellaneous Service Contracts	1	\$153,290
SUBTOTAL:	2	\$153,290

LIRR proposes to award Ratifications in the following categories:

None		
TOTAL:	6	\$5,162,575

BUDGET IMPACT:

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

RECOMMENDATION:

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

METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

MAY 2014

MTA LONG ISLAND RAIL ROAD

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote

Schedule A: Non-Competitive Purchase and Public Works Contracts

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

- | | | | |
|----|---|---|--------------------------------------|
| 1. | Harsco Rail
Sole Source
Contract No. IT02598 | \$ 850,000 - LIRR
\$ 150,000 - SIRTOA
<u>\$3,500,000 - MNR</u>
\$4,500,000 - Not-to-Exceed | <i><u>Staff Summary Attached</u></i> |
|----|---|---|--------------------------------------|

LIRR, on behalf of itself, SIRTOA and MNR (collectively "the Agencies") requests MTA Board approval to award separate sole source estimated quantity contracts to Harsco Rail ("Harsco") for a ten-year period in a total not-to-exceed amount of \$4,500,000 (LIRR - \$850,000 SIRTOA - \$150,000 and MNR - \$3,500,000) to provide replacement parts and technical assistance to support and maintain railroad owned Fairmont Railway Motors (Fairmont), Pandrol Jackson and Harsco equipment that is used to support infrastructure maintenance. Harsco, which acquired Fairmont in 1979 and Pandrol Jackson in 1999, manufactures over 130 types and models of railway track construction and maintenance machines. Harsco equipment owned by MNR includes eleven tampers, one ballast regulator, one undercutter, three spindle tie drills, one spike puller, three tie shears, one tie borer, one rail scrubber and two motor cars. LIRR owns one tie crane, two tie removers, three tie shears, one undercutter, four spike pullers, three tampers and one tie remover/insertor. SIRTOA owns one Harsco tamper. Harsco is the Original Equipment Manufacturer and the sole responsible source to supply the replacement parts, and to provide technical assistance. LIRR advertised its intent to award a sole source procurement to Harsco in the NYS Contract Reporter, in the NY Post and on the MTA Website. No other manufacturer expressed an interest in competing for this contract.

- | | | | |
|----|---|--|--------------------------------------|
| 2. | North American Signal System, LLC
Sole Source
Contract No. IT05995 | \$233,745
Not-to-Exceed | <i><u>Staff Summary Attached</u></i> |
|----|---|--|--------------------------------------|

LIRR requests MTA Board approval to award a three year sole source Blanket Purchase Order (BPO) to North American Signal System LLC. (NAS) in the not-to-exceed amount of \$233,745. Under the BPO, NAS will furnish Universal Data Analyzers (UDAs) as part of LIRR's program to upgrade and expand the existing Wayside Event Recorder Systems to a Centralized Event Monitoring System.

3. **Schneider Electric USA, Inc.** **\$88,170**
Sole Source **Not-to-Exceed**
Contract No. 140501GS7-SS-N

LIRR requests MTA Board approval to award a sole source Public Works Contract to Schneider Electric USA, Inc., (Schneider) to provide scheduled and emergency on-call repairs and upgrade services to the Atlantic Terminal Ventilation Fan System. This contract shall be for a period of three years, plus two one year options, in a total not-to-exceed amount of \$88,170. On September 1, 2010, Diversified Electric Products, Inc. (DEP), the ventilation system's OEM, entered into an acquisition agreement whereby DEP merged with Schneider. By virtue of the merger with DEP, Schneider owns all the proprietary logic controllers and all the associated rights. This equipment is comprised of two mechanical rooms containing a total of four, 200 horsepower fans, ducted to terminal platforms, functioning to ventilate the terminal, and for emergency smoke evacuation. The system, originally designed and installed by DEP, has been maintained under warranty and most recently via a 2008 MTA Board approved 5-year sole source agreement with DEP (\$87,901 NTE). LIRR advertised its intent to renew the sole source contract with Schneider in the New York State Contract Reporter on February 5, 2014, the New York Post on February 7, 2014 as well as on the MTA Website on February 10, 2014. No other contractors responded to these public notifications. Contract pricing is based on fixed unit prices for scheduled maintenance, unscheduled call-out and technician labor hours. Schneider originally proposed 3% annual increases to their current rates beginning with year 1 through 3, increasing to 5% for Option years 4 and 5. The LIRR negotiated these rates down 2% and 3% respectively. The negotiated \$88,170 not-to-exceed contract value includes a total of \$38,170 for five years of scheduled maintenance, and \$50,000 funding for unscheduled, emergency repairs and upgrades. Schneider has certified that LIRR is receiving their most favored customer rates. Based on the above, LIRR has determined that the negotiated prices are fair and reasonable. The LIRR's Operating budget will fund this contract.

4. **Senova Industries Inc.** **\$187,370** *Staff Summary Attached*
Sole Source
Contract No. TBD

LIRR requests MTA Board approval to award a sole source contract to Senova Industries Inc in the total amount of \$187,370 to provide a new 25 Ton Sub-Assembly Press with improved hydraulics and electronic controls, which will increase LIRR's truck shop capacity. Senova maintains the proprietary information incorporated into the computer control system that operates the press regarding the forces/pressing distances required to properly assemble/disassemble the M-7 sub-assemblies and components for maintenance of the cars and is therefore the only source for this press. LIRR's Operating budget will fund this contract.

Item Number: 1

Vendor Name (& Location) Harsco Rail, a division of Harsco Corporation (Ludington, MI)
Description Various Replacement Parts For Harsco Equipment
Contract Term (including Options, if any) 10 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

Contact Number IT02598	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: Not-to-Exceed	LIRR - \$ 850,000 SIRTOA - \$ 150,000 MNR - \$ 3,500,000 TOTAL - \$ 4,500,000 (NTE)
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Maintenance of Way – John Collins, Chief Engineer	
Contract Manager: Richard Barone	

Discussion:

LIRR, on behalf of itself, SIRTOA and MNR (collectively "the Agencies") requests MTA Board approval to award separate sole source estimated quantity contracts to Harsco Rail ("Harsco") for a ten-year period in a total not-to-exceed amount of \$4,500,000 (LIRR - \$850,000 SIRTOA - \$150,000 and MNR - \$3,500,000) to provide replacement parts and technical assistance to support and maintain railroad owned Fairmont Railway Motors (Fairmont), Pandrol Jackson and Harsco equipment that is used to support infrastructure maintenance. Harsco, which acquired Fairmont in 1979 and Pandrol Jackson in 1999, manufactures over 130 types and models of railway track construction and maintenance machines. Harsco equipment owned by MNR includes eleven tampers, one ballast regulator, one undercutter, three spindle tie drills, one spike puller, three tie shears, one tie borer, one rail scrubber and two motor cars. LIRR owns one tie crane, two tie removers, three tie shears, one undercutter, four spike pullers, three tampers and one tie remover/insertor. SIRTOA owns one Harsco tamper. Harsco is the Original Equipment Manufacturer and the sole responsible source to supply the replacement parts, and to provide technical assistance. LIRR advertised its intent to award a sole source procurement to Harsco in the NYS Contract Reporter, in the NY Post and on the MTA Website. No other manufacturer expressed an interest in competing for this contract.

The prices submitted by Harsco were reviewed and compared to the Producer Price Index (PPI) for material associated with construction machinery/equipment. Based on this review, prices are within the acceptable industry increase reported by the indices. Prices for parts ordered via this contract will be based on Harsco's published parts price list in effect at time of each order. Price list is subject to annual increase which will be reviewed based on the change in the PPI for construction machinery/equipment. Any item exceeding the change in PPI will be negotiated to a fair and reasonable price before any orders are place. Harsco has certified that all prices offered to the Agencies are equal to or not greater than prices charged to their most favored transit customer or any other commuter railroad or transit agency. Based on the above, parts and labor prices are considered to be fair and reasonable. Each Agency's operating budget will fund these contracts.

I.
Item Number: 2

Vendor Name (& Location) North American Signal System LLC. Gainesville, FL
Description Universal Data Analyzers
Contract Term (including Options, if any) June 1, 2014-May 31, 2017
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

Contract Number IT05995	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: \$233,745 Not to Exceed	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Engineering-M/W -John Collins, Chief Engineer	
Contract Manager: Richard Barone	

Discussion:

LIRR requests MTA Board approval to award a three year sole source Blanket Purchase Order (BPO) to North American Signal System LLC. (NAS) in the not-to-exceed amount of \$233,745. Under the BPO, NAS will furnish Universal Data Analyzers (UDAs) as part of LIRR's program to upgrade and expand the existing Wayside Event Recorder Systems to a Centralized Event Monitoring System.

Prior to 2002, LIRR used Harmon Data Analyzers for its Wayside Event Recorder System. In 2002, LIRR installed a NAS Universal Data Analyzer (UDA) at Stewart Avenue on the Mainline as part of a test program. The NAS UDA was selected because it had greater functionality that enabled LIRR to monitor crossings and interlockings for early detection of system deterioration and to be alerted to actual failures. The testing proved successful. Thereafter, in 2003, LIRR purchased from NAS a Central Monitoring Server with the capability to link the UDA event recorders and provide the data to centrally monitor all LIRR crossings and interlockings. As part of the previous Capital Programs and changing out as required at crossings, LIRR has installed UDAs at approximately 65% of the 350 total crossing locations.

The additional UDAs will be connected to the Central Server and will allow 24/7 monitoring of the crossing status. Alarms generated by the UDAs are sent immediately to the Central Monitoring System and are analyzed by Signal Department personnel, who then dispatch appropriate maintenance crews to repair the problem. This improves crossing safety, and also improves response time to incidents and lowers costs of repairs and testing when incidents occur.

This is sole source procurement because the UDAs and the Central Monitoring System are proprietary designs of NAS. LIRR advertised its intent to award a sole source BPO in the NYS Contract Reporter as well as the New York Post and no other vendor expressed any interest in competing for this procurement. NYCT utilizes equipment and monitoring system manufactured by MicroAide that is ideally suited for NYCT's extensive relay monitoring requirements and specific physical attributes of its tunnels and elevated rail systems. MNR utilizes the Sear II system manufactured by Siemens Rail Automation. As a result of the various non-compatible technologies being utilized at the different properties, there was no opportunity at this time to consider a joint procurement

Currently the LIRR has over 225 of the NAS UDA's in service and they have become the standard event recorder for all LIRR highway grade crossings and signal interlockings. The UDA has been reliable over the 11 years since its first installation. The LIRR requires the continued purchase of the UDA's and additional components in order to maintain the existing units and to install new units as needed. In addition, all personnel are trained on programming, downloading and analyzing data from the existing UDA units; utilization of a

different style or type of event recorder would not be interchangeable with the form, fit and function of the NAS UDA and as a result, there would be significant compatibility, maintainability, training and installation issues for the LIRR.

North American Signal System LLC was able to hold the negotiated price from the last contract awarded approximately one and half years ago. That contract represented an average annual increase of 1.65% over the previous contract. The Producer Price Index for electricity and signal testing instruments manufacture for the same period showed a 3.7% increase. The index for 2013-2014 has been essentially flat. Further, NAS has certified that prices offered are equal to or less than prices quoted to their most favored transit customer or any other commuter railroad or transit agency. The prices will remain fixed for the 36-month term of the BPO. Based on the above, the prices have been determined to be fair and reasonable. Funding for this contract is included in LIRR's Operating budget.

Item Number: 4

Vendor Name (& Location) Senova Industries Inc. (Montreal, Canada)	
Description 25 Ton Bearing Press	
Contract Term (including Options, if any) One time purchase	
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 checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source	

Contact Number TBD	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount: \$187,370	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Maintenance of Equipment, Daniel Cleary - CMO	
Contract Manager : Virginia Mahr	

Discussion:

LIRR requests MTA Board approval to award a sole source contract to Senova Industries Inc in the total amount of \$187,370 to provide a new 25-Ton Sub-Assembly Press with improved hydraulics and electronic controls which will increase LIRR's truck shop capacity.

LIRR has revised its Reliability Centered Maintenance (RCM) program which effectively doubled the number of truck assemblies that will be rebuilt over the next few years. In order to meet this schedule demand, the acquisition of an additional press to supplement the capacity of the existing press, is required. This customized micro-processor controlled hydraulic press is used for the precise mounting of M-7 truck spherical and sleeve bushings. The press is critical to LIRR's operations because it is used to assemble and disassemble M-7 collector articulations, traction mechanisms, primary suspension arms and anti-roll vertical links. It smoothly seats the bushings into their housings, creates a quality record of the tonnage in order to assure a proper fit and automatically stops pressing operations to prevent damage to the M-7 sub-assemblies/components. The new press will also have the capability to perform similar work on C-3 sub-assemblies as well as M-9 sub-assemblies when that fleet goes into service. Senova, the Original Equipment Manufacturer (OEM) that custom-designed and manufactured the original press, maintains the proprietary information incorporated into the computer control system which controls and monitors the force and pressing distances required to properly assemble/disassemble the M-7 sub-assemblies and components and is therefore the only source for this press.

LIRR advertised its intent to award a sole source contract in the NYS Contract Reporter on 8/22/2013 and New York Post and LIRR Website on 9/5/2013. No other vendor expressed an interest in competing for this requirement. A review of the pricing submitted by P & L, Fleet Engineering and M/E Project Management, was found to be fair and reasonable. This procurement is funded by LIRR's operating budget.

MAY 2014

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)

- | | | | |
|----|---|------|-------------------------------|
| 5. | TBD
Competitive RFP
Contract No. 6158 | STBD | <i>Staff Summary Attached</i> |
|----|---|------|-------------------------------|

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 contract to replace damaged and deteriorated half ties in the Atlantic Branch tunnel between Jamaica and East New York.

Procurements Requiring Majority Vote

Schedule G: Miscellaneous Service Contracts

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

- | | | |
|----|--|----------------------------|
| 6. | Newmont Elevator Analysts, Inc.
Ride of Competitive Bid
Contract No. 140609GS4-R-N | \$153,290
Not-to-Exceed |
|----|--|----------------------------|

LIRR requests MTA Board approval to ride a Metro-North Railroad's (MNR), competitively bid, Miscellaneous Services contract with Newmont Elevator Analysts, Inc. (Newmont) in the not-to-exceed amount of \$153,290 to provide third party witnessing of safety inspections and tests to LIRR's 19 elevators and 57 escalators located throughout Nassau, Suffolk, Brooklyn and Queens. The MNR contract was awarded to Newmont for a period of five years, from December 15, 2013 through December 14, 2018, pursuant to July 2013 MTA Board approval. In addition to the services listed above, Newmont will also provide on-call consulting services to include: i) specification writing for modifications to equipment, ii) review of maintenance practices, and iii) accident investigations. LIRR currently has two contracts in place to alternately and independently provide third party inspection and test witnessing services to insure current code compliance and enhance safety on the LIRR's elevators and escalators. This contract will replace one of those, which expires on June 8, 2014. With respect to pricing, Newmont's bid was 17.8% lower than the second lowest bid received by MNR. Newmont's bid, when compared to the bids submitted to MNR by LIRR's two current service providers was found to be 32.3% lower than one provider and 75.69% lower than the LIRR's other, expiring contractor. Newmont's unit prices will remain fixed for the full five-year term of the contract. This contract will be funded by LIRR's Operating Budget.

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

Staff Summary



Item Number: 5					
Dept & Dept Head Name: Procurement & Logistics, Dennis Mahon					
Department Head Signature & Date <i>[Signature]</i>					
Division & Division Head Name: Prog. Management, Richard Oakley					
Division Head Signature & Date					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee	5.19.14			
2	MTA Board	5.21.14			
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	Sr. VP/Administration <i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name	Contract Number
TBD	6158
Description	
Atlantic Branch Half-Tie Replacement Project	
Total Amount	
\$TBD	
Contract Term (including Options, if any)	
TBD	
Options(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 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 contract to replace damaged and deteriorated half ties in the Atlantic Branch tunnel between Jamaica and East New York.

II. DISCUSSION

The Long Island Rail Road's Atlantic Branch tunnel was constructed circa 1903 and extends from MP 3.1 to MP 8.2 between East New York and Jamaica, running under Atlantic Avenue. The existing track structure within the tunnel consists primarily of wood half-ties embedded in concrete. As a result of years of deterioration and exposure to cracking, plate abrasion, shrinkage and water damage, many of the wood half ties have exceeded their useful life. In several areas, the concrete surrounding the half ties exhibits cracking and spalling. The ability to maintain the track structure to LIRR standards has been compromised and requires constant monitoring, visual inspections and frequent maintenance. This project is part of the Railroad's 2010 to 2014 Capital Program to maintain track structure elements in a state of good repair by replacing the damaged and deteriorated half ties at prioritized locations within the tunnel.

The major work elements to replace damaged and deteriorated half ties in the Atlantic Branch tunnel are the procurement and installation of the new composite half tie rail fastening system (composite half tie, rail plate, rail clips, lag screws, rubber insulating pad) and repair of the deteriorated concrete track bed in various locations. Most, if not all, work is to be performed on weekends to avoid extensive disruptions to our customers and maintain service.

Due to the restricted work area within the Atlantic Branch tunnel and tight weekend track outage schedule, the use of specialized construction equipment will be required to speed up production work and minimize disruption to railroad operations. Construction staging and coordination with Railroad Force Account support crews will also be critical. The construction work is planned to span a thirteen month period to permit the scheduling of single track outages within the Railroad's timetable.

The utilization of the RFP process will allow the LIRR to better assess which contractors are capable of performing the work within the tight track outage schedule, and to work out a fair allocation of risk to insure competition. Additionally, the RFP process gives the Rail Road the ability to negotiate and evaluate terms other than price alone, such as past performance and work experience with similar half tie replacement projects, qualifications of key personnel and safety records.

III. D/M/WBE INFORMATION

Goals for this Contract are to be determined by the MTA Office of Civil Rights and Diversity.

IV. IMPACT ON FUNDING

Funding for this project is included in LIRR's Capital budget.

V. ALTERNATIVES

The alternative is to use the Invitation for Bid (IFB) procurement method. The IFB procurement method does not allow the LIRR the opportunity to negotiate costs or select a contractor based upon past experience, technical capability and/or proposed work completion schedule. In addition, the IFB process does not allow for meaningful dialogue with the contractor until after award, thereby preventing the LIRR from negotiating improvements to the construction schedule and incorporating more efficient means and methods into the contract.

**LONG ISLAND COMMITTEE
BOARD PROCUREMENT PACKAGE**

May 2014

Staff Summary



Subject Request for Authorization to Award Various Procurements					
Department Law and Procurement					
Department Head Name Evan M. Eisland					
Department Head Signature 					
Project Manager Name Rudy Bautista					
Board Action					
Order	To	Date	Approval	Info	Other
1	Long Island Committee	5/19/14	X		
2	Board	5/21/14	X		

Date: May 8, 2014			
Vendor Name Various			
Contract Number Various			
Contract Manager Name Various			
Table of Contents Ref #			
Internal Approvals			
	Approval		Approval
4	President 	3	Acting Executive Vice President
2	Vice President, Project Controls 	1	Chief Procurement Officer

PURPOSE

To obtain approval of the Board to adopt a resolution/declaration, award a modification and to inform the Long Island Committee of these procurement actions.

DISCUSSION

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

Schedules Requiring Majority Vote:

Schedule I Modifications to Purchase and Public Work Contracts

	<u># of Actions</u>	<u>\$ Amount</u>
	3	\$65,884,000
SUBTOTAL	3	\$65,884,000

MTA Capital Construction proposes to award Ratification in the following category:

Schedules Requiring Majority Vote:

Schedule K Ratification of Completed Procurement Action

	<u># of Actions</u>	<u>\$ Amount</u>
	2	\$ 3,262,165
SUBTOTAL	2	\$ 3,262,165
TOTAL	5	\$69,062,165

Budget Impact:

The approval of the ratification/modifications will obligate MTA Capital Construction capital funds in the respective amounts listed. Funds are available in the current capital budget for this purpose.

Recommendation:

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

MTA Capital Construction Company

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 works 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;

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; vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.**
- 6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.**
- 7. The Board authorizes the budget adjustments to estimated contracts set forth in Schedule L.**

May 2014

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 \$750K. Approval without Staff Summary required for change orders greater than 15% of the adjusted contract amount which are also at least \$250K)

- | | | | |
|----|---|--------------|-------------------------------|
| 1. | Tutor Perini Corporation
Contract No. CQ032
Modification No. 46 | \$ 1,884,000 | <u>Staff Summary Attached</u> |
|----|---|--------------|-------------------------------|

Pursuant to Article IX of the MTA All-Agency Guidelines for the Procurement of Services, MTACC seeks Board approval to modify the Contract to add Stage 2 of the Re-Bracing for the Early Access Chamber.

- | | | | |
|----|--|--------------|-------------------------------|
| 2. | Tutor Perini Corporation
Contract No. CH054A
Modification No. 42 | \$ 8,800,000 | <u>Staff Summary Attached</u> |
|----|--|--------------|-------------------------------|

Pursuant to Article IX of the MTA All-Agency Guidelines for the Procurement of Services, MTACC seeks Board approval to modify the Contract to account for compensable delays and associated impact costs as well as costs due for additional briefings and outage cancellations.

- | | | | |
|----|--|--------------|-------------------------------|
| 3. | Tutor Perini Corporation
Contract No. CH053
Modification No. 106 | \$55,200,000 | <u>Staff Summary Attached</u> |
|----|--|--------------|-------------------------------|

Pursuant to Article IX of the MTA All-Agency Guidelines for the Procurement of Services, MTACC seeks Board approval to modify the Contract to account for compensable delays and associated impact costs as well as costs due for additional briefings and outage cancellations.

Schedule I: Modifications to Purchase and Public Work Contracts



Item Number 1

Vendor Name (& Location) Tutor Perini Corporation (Peekskill, New York)		Contract Number CQ032	AWO/Modification # 46
Description Plaza Substation and Queens Structures for the ESA Project		Original Amount: \$ 147,377,000	
Contract Term (including Options, if any) 1,653 days		Prior Modifications: \$ 65,556,570	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> N/A		Prior Budgetary Increases: \$ 0	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount: \$ 212,933,570	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification		This Request \$ 1,884,000	
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: 0.88%	
Requesting Dept/Div & Dept/Div Head Name: East Side Access, William Goodrich, P.E.		% of Modifications (including This Request) to Original Amount: 45.76%	

Discussion:

The work under this Contract is for the structural and architectural rehabilitation of existing facilities within the 63rd Street Tunnel as well as the construction of the Plaza Interlocking and Facility Power Substation B10 for the East Side Access (ESA) Project. In accordance with Article IX of the MTA All-Agency Procurement Guidelines, MTACC seeks Board approval to modify the Contract to revise Stage 2 of the Re-Bracing for the Early Access Chamber.

The design of the support of excavation bracing for the Early Access Chamber ("EAC") was, with limited modification, intended to allow for the construction of the Plaza Interlocking Structure within the EAC. However, as constructed, the support of excavation bracing, which includes 5 levels of reinforced concrete slabs, is interfering with construction of the Plaza Interlocking Structure beyond what was anticipated. A redesign has been prepared to address the unanticipated interferences and to provide for the construction of the Plaza Interlocking Structure and the required bracing.

This work of removing bracing and constructing the EAC was, in the original design and as redesigned, intended to be constructed in 4 stages. This modification is for the changes to Stage 2, which includes, among other work, the removal of the level 3 bracing slab, construction of a permanent slab which will become part of the Plaza Interlocking Structure and the placing of lightweight concrete fill. The other three stages will be addressed in separate Modifications.

The Contractor submitted a cost proposal for the additional work of Stage 2 in the amount of \$2,105,584 while MTACC's estimate is \$1,743,230. Negotiations were held and the parties agreed to a cost of \$1,884,000 which is considered to be fair and reasonable. The engineers estimate for the total re-bracing/sequencing effort (Stages 1 through 4) is less than \$4 million. An analysis is currently being performed to determine whether the cause of the unanticipated interference is the result of a design and/or construction error and whether a claim to recover the additional costs is appropriate.

Please note that the contract contains an Allowance Item in the amount of \$750,000 to correct the anticipated interferences. Of that sum, \$283,688 has been expended in connection with the re-bracing effort. Under a separate modification MTACC will receive a credit for the remaining \$466,312 and the Allowance Item will be closed.

Schedule I: Modifications to Purchase and Public Work Contracts



Item Number 2

Vendor Name (& Location)		Contract Number		AWO/Modification #	
Tutor Perini Corporation (Peekskill, New York)		CH054A		42	
Description					
Construct Harold Structures Part IIA for the East Side Access Project		Original Amount: \$ 21,777,000			
Contract Term (including Options, if any)		Prior Modifications: \$ 22,993,328			
42 Months		Prior Budgetary Increases: \$ 0			
Option(s) included in Total <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A		Current Amount: \$ 44,770,328			
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		This Request \$ 8,800,000			
Funding Source		% of This Request to Current Amount: 19.7%			
<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/William Goodrich, P.E.		% of Modifications (including This Request) to Original Amount: 146%			

Discussion

The work under this Contract involves civil construction work consisting of demolition, clearing, grubbing and grading, construction of retaining walls, storm sewers and utility relocation in the Harold Interlocking area for the East Side Access Project. Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC seeks Board approval to modify the Contract to account for compensable delays and associated impact costs as well as costs due for additional railroad safety briefings and outage cancellations.

As previously reported to the Board, the ESA work in the Harold Interlocking has experienced significant design changes. The change that has caused the most significant impact to the CH054A contract is the change to 12 kV traction power. The existing 12 kV power system was to be updated and relocated as a result of the new routes built as part of ESA. However, the initial design lacked a third power feeder as required by Amtrak, did not provide adequate spacing of manholes, contained undersized sections of micro-tunnels without sufficient spare conduits and contained other errors and omissions. Each of these items required extensive re-design and MTACC considers the majority of items attributable to the designer and they are part of a currently pending errors and omissions (E & O) dispute.

Each of the design changes noted above, and other factors too, caused extensive compensable delays to the CH053 and CH054A contractors (modifications for the Direct costs associated with the majority of the design changes mentioned above were previously brought to the Board for approval with a notation that impact costs for compensable delays would be addressed subsequently). The delays were compounded by the time to complete the new designs, obtain Amtrak approvals, negotiate the changes, fabricate material and perform the work with the limited railroad (Amtrak and LIRR) resources available. Pursuant to the CH054A Contract, the Contractor is entitled to Impact Costs for Compensable Delays. This modification recognizes 1,436 calendar days of Excusable Delay until November 26, 2014, of which MTACC has determined that 1,362 calendar days qualify as Compensable Delay.

Two other factors attributed to the longer duration and cost. The first is the loss of track outages to perform the work. Recognizing that train operations take precedent over the new work, the contract was written with a provision which essentially baselined the number of times track outages would be cancelled at 20 per year. This was done to provide the contractor with a basis to bid the contract without having to assume an unlimited amount of risk in his price. For each 12 month period where the number of emergency cancellations exceeded the 20, the contractor is being compensated as part of this change for that cost.

The last major aspect of this modification is compensation to the contractor for additional railroad safety briefings by the two railroads. The contract was written assuming that there would be a joint LIRR/Amtrak safety briefing provided at the beginning of each shift of work. Because of internal rules within each railroad, a combined briefing was not possible and a second briefing was necessary when the contractor worked in an area where both railroads were impacted. This change resulted in a loss of productivity of one hour per day and resulted in increased time and cost which is captured in this Modification.

The Contractor submitted an Impact Analysis cost proposal of \$14,222,718. MTACC's Impact Analysis cost estimate was \$8,579,370. The contract provides specific categories of costs for which the contractor can be compensated as a result of impact costs. Negotiations were held and as part of the negotiations, each of these areas was reviewed and negotiated. In addition, the contractor provided back-up material justifying each cost item. Where appropriate, MTACC developed its own estimates for comparison purposes and for major categories the contractor's costs were audited. The negotiations resulted in the agreed to amount \$8,800,000 which is considered fair and reasonable. The budget for this Modification will come from project contingency. A significant portion of this Modification is the subject of a pending errors and omissions claim against the designer.

Schedule I: Modifications to Purchase and Public Work Contracts



Capital Construction

Item Number 3

Page 1 of 2

Vendor Name (& Location) Tutor Perini Corporation (Peekskill, New York)	Contract Number CH053	AWO/Modification # 106
Description Construct Harold Structures Part I for the East Side Access Project		
Contract Term (including Options, if any) 42 Months	Original Amount:	\$ 139,280,000
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A	Prior Modifications:	\$ 97,596,958
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Prior Budgetary Increases:	\$ 0
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	Current Amount:	\$ 236,876,958
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	This Request	\$ 55,200,000
Requesting Dept/Div&Dept/Div Head Name: East Side Access William Goodrich, P.E.	% of This Request to Current Amount:	23.3%
	% of Modifications (including This Request) to Original Amount:	109.7%

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 to account for compensable delays and associated impact costs as well as costs due for additional railroad safety briefings and outage cancellations.

As previously reported to the Board, the ESA work in the Harold Interlocking has experienced significant design changes. For example, the ESA project installs over 200 catenary structures that either replace existing structures in new locations to create room for new tracks or add new structures to support new routes. The majority of these structures are installed under the CH053 contract and a significant number of those had to be redesigned during the course of the contract. The re-design resulted from a change in design standard or because of conflicts with other aspects of the work. MTACC considers the majority of these changes to be attributable to the designer and are part of a currently pending errors and omissions (E & O) dispute.

Another aspect of the reconstruction of Harold is the addition of dozens of new track switches. The original design assumed that there was adequate capacity in the existing Signal Power system. That assumption turned out to be incorrect resulting in a redesign of the system to separate the signal power system between Amtrak and LIRR switches. This change, which is also a part of the pending E & O dispute, added a complete new element of work to the CH053 contract.

Another major issue within the Harold Interlocking resulted from changes to the traction power design. The existing 12 kV power system was to be updated and relocated as a result of the new routes built as part of ESA. However, the initial design lacked a third power feeder as required by Amtrak, did not provide adequate spacing of manholes, contained undersized sections of micro-tunnels without sufficient spare conduits and contained other errors and omissions which are also a subject of the E&O dispute.

Each of the design changes noted above caused extensive compensable delays to the CH053 and CH054 contractors (modifications for the Direct costs associated with the majority of the design changes mentioned above were previously brought to the Board for approval with a notation that impact costs for compensable delays would be addressed subsequently). The delays were compounded by the time to complete the new designs, obtain Amtrak approvals, negotiate the changes, fabricate material and perform the work with the limited railroad (Amtrak and LIRR) resources available. Pursuant to the CH053 Contract, the Contractor is entitled to Impact Costs for Compensable Delays. This modification recognizes 1,562 calendar days of Excusable Delay from September 13, 2010 until February 18, 2015, of which MTACC has determined that 1,408 calendar days qualify as Compensable Delay.

Two other factors attributed to the longer duration and cost. The first is the loss of track outages to perform the work. Recognizing that train operations take precedent over the new work, the contract was written with a provision which essentially baselined the number of times track outages would be cancelled at 20 per year. This was done to provide the contractor with a basis to bid the contract without having to assume an unlimited amount of risk in his price. For each 12 month period where the number of emergency cancellations exceeded the 20, the contractor is being compensated as part of this change for that cost.

Schedule I: Modifications to Purchase and Public Work Contracts



Capital Construction

Item Number 3

Page 2 of 2

The last major aspect of this modification is compensation to the contractor for additional safety briefings by the two railroads. The contract was written assuming that there would be a joint LIRR/Amtrak safety briefing provided at the beginning of each shift of work. Because of internal rules within each railroad, a combined briefing was not possible and a second briefing was necessary when the contractor worked in an area where both railroads were impacted. This change resulted in a loss of productivity of one hour per day and resulted in increased time and cost which is captured in this Modification.

The Contractor submitted an Impact Analysis cost proposal of \$98,378,113. MTACC's Impact Analysis cost estimate was \$47,323,036. The contract provides specific categories of costs for which the contractor can be compensated for as a result of impact costs. Negotiations were held and as part of the negotiations, each of these areas was reviewed and negotiated. In addition, the contractor provided back-up material justifying each cost item. Where appropriate, MTACC developed its own estimates for comparison purposes and for major categories the contractor's costs were audited. The negotiations resulted in the agreed to amount \$55,200,000 which is considered fair and reasonable. The budget for this Modification will come from project contingency. A significant portion of this Modification is the subject of a pending errors and omissions claim against the designer.

May 2014

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

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

- | | | | |
|----|--|---------------------|--------------------------------------|
| 1. | Michels Corporation
Contract No. CM005
Modification No. 4 | \$ 1,385,000 | <u><i>Staff Summary Attached</i></u> |
|----|--|---------------------|--------------------------------------|

Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC request the Board to ratify a retroactive modification to increase the allowance for the Support of Construction Facilities and Temporary Equipment Services.

- | | | | |
|----|---|---------------------|--------------------------------------|
| 2. | PB America/STV/Parsons Transportation
Group, Joint Venture
Contract No. 98-0040-01R
Modification Nos. 60 | \$ 1,877,165 | <u><i>Staff Summary Attached</i></u> |
|----|---|---------------------|--------------------------------------|

Pursuant to Article XIII of the MTA All-Agency Guidelines for the Procurement of Services, MTACC request the Board to ratify a modification to the Contract to revise the CM007 GCT Station Caverns package.

Schedule K: Ratification of Computed Procurement Actions



Item Number 1

Vendor Name (& Location) Michels Corporation (Mount Vernon, NY)	Contract Number CM005	AWO/Modification # 4
Description Manhattan South Structures	Original Amount: \$ 200,602,743	
Contract Term (including Options, if any) 880 Calendar Days	Prior Modifications: \$ 163,534	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> N/A	Prior Budgetary Increases: \$ 0	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount: \$ 200,766,277	
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	This Request \$ 1,385,000	
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: 0.7%	
Requesting Dept/Div&Dept/Div Head Name: East Side Access W. Goodrich, P.E., Executive Vice President and Sr. Program Executive	% of Modifications (including This Request) to Original Amount: 0.8%	

Discussion:

The work under this Contract is for the Construction of the Manhattan South Structures for the East Side Access (ESA) project in the lower level of Grand Central Station. In accordance with Article IX of the All-Agency Procurement Guidelines, MTACC is requesting the Board ratify a modification to increase the allowance for the Support of Construction Facilities and Temporary Equipment Systems. This is a retroactive modification.

The CM005 Contractor was required under his Contract to reuse temporary construction facilities and equipment installed in the tunnels and caverns by predecessor contracts. It was anticipated that these facilities and equipment would require some refurbishment by the follow-on contractor. The CM005 Contract contains a \$500,000 allowance for costs associated with the support and refurbishment of such systems and equipment. This allowance, however, was exceeded as a result of major repairs that were required to the fire line system to address damage caused by below freezing temperatures, an unanticipated failure of a critical transformer and a delay in turning over certain systems to the CM006 contractor. In addition, the CM005 contract anticipated that an Alimak (a construction elevator used to transport laborers) installed for use on a previous contract would be useable for the CM005 contractor. However, two engineering reports concluded that the existing Alimak was no longer suitable for use and needed to be replaced.

The cost of the unanticipated repairs and the replacement of the Alimak were determined under the terms of the CM005 contract on a time and materials basis to be \$1,385,000. There is no time impact associated with this modification.

Schedule K: Ratification of Computed Procurement Actions



Item Number: 2

Vendor Name (& Location) Parsons Brinckerhoff/STV/Parsons Transportation Group, JV (NY, NY)		Contract Number 98-0040-01R	AWO/Modification # 60
Description East Side Access General Engineering Consultant (GEC) Services		Original Amount: \$ 140,000,000	
Contract Term (including Options, if any) March 2016		Prior Modifications: \$ 253,235,597	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> N/A		Prior Budgetary Increases: \$ 0	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount: \$ 393,235,597	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification		This Request \$ 1,877,165	
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: 0.48%	
Requesting Dept/Div & Dept/Div Head Name: East Side Access, W. Goodrich, P.E.		% of Modifications (including This Request) to Original Amount: 182%	

Discussion:

This Contract is for engineering, design and construction phase services for the LIRR East Side Access (ESA) project. In accordance with Article XIII of the MTA All-Agency Guidelines for the Procurement of Services, the Board is requested to ratify a Contract a modification to revise the CM007 GCT Station Caverns package.

Feedback received from bidders for Contract CM012R raised concerns regarding the constructability and quality control associated with a full precast design for the walls of the station caverns. Thereafter, as part of the repackaging of that contract into three smaller contracts (CM005, CM006 and CM007) an extensive industry outreach effort was conducted and identified significant schedule, cost and risk reduction benefits from changing the design of the cavern walls to a hybrid cast-in-place/precast design.

In addition, potential opportunities have been identified to substantially reduce risk to the revenue service date by breaking up this work into 4 separate volumes and awarding the work as a combination of at least one new contract (CM007) and possible modifications to existing contracts CM005 and CM006. In order to preserve the ability to take advantage of those potential opportunities when they arise, the CM007 contract work will be prepared as four separate volumes as listed below:

CM007A – GCT Station Caverns South Back of House
 CM007B – GCT Station Caverns Public Areas
 CM007C – GCT Station Caverns North Back of House
 CS078 – Manhattan and Queens Underground Track

Negotiations were held with the Consultant to incorporate the hybrid cavern wall design which requires a full redesign of the structural walls and horizontal connections of the caverns, a new architectural design for the cavern walls, and associated changes to the mechanical, electrical and plumbing designs. This modification also includes the repackaging of track work from CS284 into CS078. The Consultant submitted a cost proposal of \$3,066,936 for this modification while the MTACC estimate was \$2,692,248. The parties agreed to a cost of \$2,906,486, which is considered fair and reasonable. The negotiated amount includes the amount previously approved by the Board in June 2013 for the creation of the CM007 GCT Station Caverns package, in the amount \$1,029,321. Therefore the net increase to the Contract for this this modification is \$1,877,165.

The current Integrated Program Schedule has the CM007 package scheduled to be advertised in October of 2014. In order to maintain the current solicitation schedule, the President approved a retroactive memorandum for a not-to-exceed amount of \$600,000 and the GEC was directed to proceed on March 25, 2014. Following Board approval of this modification the GEC will be authorized to proceed with the remainder of the work under this modification.

Staff Summary

Subject	Toll Collection at Henry Hudson Bridge (Environmental Determination)
Department	Law
Department Head Name	M. Margaret Terry
Department Head Signature	<i>M. Margaret Terry</i>
Project Manager Name	

Date	May 12, 2014
Vendor Name	N/A
Contract Number	N/A
Contract Manager Name	N/A
Table of Contents Ref. #	N/A

Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	5/19/14			
2	Board	5/21/14			

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

Internal Approval (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	Chief Financial Officer <i>[Signature]</i>		Chief Security Officer		Chief Maintenance Officer		Other
	Chief Information Officer		Chief Health & Safety Officer		Affirmative Action		Other

PURPOSE: To obtain the Board's approval and adoption of a Resolution which will (i) find and determine that the proposed change in the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling (AET) followed by Open Road Tolling (ORT) will have no significant adverse effect on the environment within the meaning of the State Environmental Quality Review Act ("SEQRA"), and (ii) adopt and approve the "Negative Declaration" in accordance with SEQRA and authorize and direct the President of the Authority or his designee to execute it.

DISCUSSION:

In January 2011 MTA Bridges and Tunnels (the Authority) initiated a pilot project at the Henry Hudson Bridge to assess the feasibility of adopting AET at that facility. Based on the results of the pilot program, the Authority proposes to continue the all-electronic collection of tolls at the Henry Hudson Bridge. Initially, tolls will be collected through the AET system being used for the AET pilot, with vehicles traveling in gateless, channelized lanes and tolling equipment mounted on the existing infrastructure. In the fall of 2016 or early 2017, a gantry-based ORT system will be put into revenue service and the existing toll plazas including the booths will be demolished. Under both AET and ORT, tolls will be collected using E-ZPass tags and readers and, for vehicles without E-ZPass tags, by matching license plate images with Department of Motor Vehicle (DMV) data to send toll invoices to the registered owner.

Under SEQRA, prior to the Board's adoption of a Resolution adopting the change in the method of toll collection at the Henry Hudson Bridge and approval of the award of the contract for the ORT system, the Board is required to determine whether there may be a significant adverse impact resulting from the change in the method of toll collection to AET followed by ORT at the Henry Hudson Bridge. If there is none, the Board can

then approve a Negative Declaration that the proposed change in the method of toll collection at the Henry Hudson Bridge to AET followed by ORT will have no significant adverse environmental impacts on the environment. If there may be a significant adverse environmental impact, an environmental impact statement must be prepared and considered by the Board prior to a decision on whether to implement the proposed changes.

An environmental assessment (EA) was performed to analyze the potential environmental impacts of the proposed change in the method of toll collection, particularly on traffic and safety at the Henry Hudson Bridge toll plazas and traffic along the toll-free diversion routes. The EA analyzed in detail the potential environmental impacts of the "worst case" AET scenario and concluded that no significant adverse impacts to the environment would arise at the Henry Hudson Bridge toll plazas or along toll-free diversion routes from the implementation of AET followed by ORT.

The EA supports the adoption of a Negative Declaration as it applies to changing the method of toll collection at the Henry Hudson Bridge to AET followed by ORT. The results are described in the EA and the Negative Declaration separately provided to the Board. As a result, preparation of an environment impact statement is not required in connection with the Board action.

The Resolution also authorizes the President of the Authority or his designee to execute the Negative Declaration.

IMPACT ON FUNDING: None.

RECOMMENDATION: It is recommended that the Board approve and adopt the attached Resolution finding that the proposed change in the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling followed by Open Road Tolling will have no adverse environmental effects, adopting the Negative Declaration, and authorizing the President or his designee to execute the Negative Declaration.

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

RESOLUTION

WHEREAS, MTA Bridges and Tunnels (the Authority) proposes to change the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling (AET), with vehicles traveling in gateless, channelized lanes and tolling equipment mounted on the existing infrastructure, followed by gantry-based Open Road Tolling, with the subsequent demolition of the existing toll plazas including the booths. ORT is projected to be put into revenue service in the fall of 2016 or early 2017. Under both AET and ORT, tolls will be collected using E-ZPass tags and readers and, for vehicles without E-ZPass tags, by matching license plate images with Department of Motor Vehicle (DMV) data to send toll invoices to the registered owner; and

WHEREAS, there has been distributed to the Board an Environmental Assessment (EA) regarding the effects of proposed change in the method of toll collection at the Henry Hudson Bridge; and

WHEREAS, the EA analyzed in detail the potential environmental impacts of the "worst case" AET scenario and concluded that no significant adverse impacts to the environment would arise at the Henry Hudson Bridge toll plazas or along the toll-free diversion routes from the change in the method of toll collection at the Henry Hudson Bridge to AET followed by ORT; and

WHEREAS, the EA thus provides a basis for approving and adopting the Negative Declaration as it applies to the change in the method of toll collection at the Henry Hudson Bridge to AET followed by ORT; and

WHEREAS, there has been distributed to the Board a proposed Negative Declaration regarding the change in the method of toll collection at the Henry Hudson Bridge to AET followed by ORT, prepared in accordance with the State Environmental Quality Review Act; and

WHEREAS, the Board has considered all of the above.

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

RESOLVED, that the Authority hereby determines, for the reasons set forth in the Environmental Assessment and the Negative Declaration, that the change in the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling followed by Open Road Tolling will not have a significant adverse impact on the environment and, accordingly, that no Environmental Impact Statement is required to be prepared in connection with such actions. A Negative Declaration as it applies to the change in the method of toll collection at the Henry Hudson Bridge is hereby approved and adopted and the President of the Authority or his designee is hereby authorized and directed to execute, file and publish such Negative Declaration, as may be required by law.

New York, New York
May 21, 2014



Bridges and Tunnels

AET and ORT Toll Collection at The Henry Hudson Bridge (Action Item)



Staff Summary

Subject	Toll Collection at Henry Hudson Bridge
Department	Law
Department Head Name	M. Margaret Terry
Department Head Signature	<i>M. Margaret Terry</i>
Project Manager Name	

Date	May 12, 2014
Vendor Name	N/A
Contract Number	N/A
Contract Manager Name	N/A
Table of Contents Ref. #	N/A

Board Action

Order	To	Date	Approval	Info	Other
1	Committee	5/19/14			
2	Board	5/21/14			

Internal Approvals

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

Internal Approval (cont.)

Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	Chief Financial Officer <i>[Signature]</i>		Chief Security Officer		Chief Maintenance Officer		Other
	Chief Information Officer		Chief Health & Safety Officer		Affirmative Action		Other

PURPOSE: To obtain the Board's approval and adoption of a Resolution changing the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling (AET) followed by Open Road Tolling (ORT).

DISCUSSION:

In January 2011 MTA Bridges and Tunnels (the Authority) initiated a pilot project at the Henry Hudson Bridge to assess the feasibility of adopting AET at that facility. Based on the results of the pilot program, B&T proposes to continue the all-electronic collection of tolls at the Henry Hudson Bridge following the completion of the pilot at the end of 2014. Initially, tolls will be collected through the AET system being used for the AET pilot, with vehicles traveling in gateless, channelized lanes and tolling equipment mounted on the existing infrastructure. In the fall of 2016 or early 2017, a gantry-based ORT system will be put into revenue service and the existing toll plazas including the booths will be demolished. Under both AET and ORT, tolls will be collected using E-ZPass tags and readers and, for vehicles without E-ZPass tags, by matching license plate images with Department of Motor Vehicle (DMV) data to send toll invoices to the registered owner.

The Board has separately adopted a Resolution finding that the proposed change in the method of toll collection at the Henry Hudson Bridge to AET followed by ORT will have no significant adverse effects on the environment within the meaning of the State Environmental Quality Review Act (SEQRA).

Finally, the Board is asked to delegate to the President of the Authority or his designee authority to take such steps as may be necessary or desirable to implement the change in the method of toll collection at the Henry Hudson Bridge.

IMPACT ON FUNDING: None.

RECOMMENDATION: It is recommended that the Board approve and adopt the attached Resolution changing the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling followed by Open Road Tolling and to delegate to the President of the Authority or his designee authority to take the necessary and desirable steps to implement the change in the method of toll collection at the Henry Hudson Bridge.

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

RESOLUTION

WHEREAS, MTA Bridges and Tunnels (the Authority) initiated a pilot project at the Henry Hudson Bridge in January 2011 to assess the feasibility of adopting All-Electronic Tolling (AET) at that facility. Based on the results of the pilot program, the Authority proposes to continue the all-electronic collection of tolls at the Henry Hudson Bridge following the completion of the pilot at the end of 2014.

WHEREAS, the Authority proposes to change the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling (AET), with vehicles traveling in gateless, channelized lanes and tolling equipment mounted on the existing infrastructure, and ultimately to gantry-based Open Road Tolling, with the subsequent demolition of the existing toll plazas including the booths. Beginning January 1, 2015, tolls will be collected using the AET system used for the pilot program. ORT is projected to be placed into revenue service in the fall of 2016 or early 2017. Under both AET and ORT, tolls will be collected using E-ZPass tags and readers and, for vehicles without E-ZPass tags, by matching license plate images with Department of Motor Vehicle (DMV) data to send toll invoices to the registered owner; and

WHEREAS, the results of the AET pilot program show that E-ZPass market share at the Henry Hudson Bridge has increased from 83.5% in 2010 to 93.4% in 2013, due in large measure to the Authority's efforts to make it easier for our cash customers to take advantage of the lower toll available to customers of the New York E-ZPass Customer Service Center; and

WHEREAS, the results of the AET pilot program at the Henry Hudson Bridge demonstrate that the AET equipment performs at satisfactory level of reliability, with no unscheduled lane closures and a 98.9% level of readable images; and

WHEREAS, implementation of AET during the pilot program at the Henry Hudson Bridge has increased both customer satisfaction and travel speeds on the bridge. In 2013, customers responding to the survey gave travel experience at the Henry Hudson Bridge since the implementation of AET a 95% satisfaction rating (better than the bridge's 89% overall satisfaction rating). As a result of AET, drivers are traveling across the Henry Hudson Bridge without having to stop or change lanes. It is expected that travel experience on the bridge would continue to improve with the later implementation of gantry-based ORT and the demolition of the toll plazas including the booths.

WHEREAS, the Board, by resolution adopted May 21, 2014, found that the proposed change in the method of toll collection at the Henry Hudson Bridge to All-Electronic Tolling followed by Open Road Tolling will not have a significant adverse effects on the environment under the meaning of the State Environmental Quality Review Act, adopted and approved a Negative Declaration and authorized and directed the President of the Authority or his designee to execute said Negative Declaration; and

WHEREAS, the Board has considered all of the above.

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

RESOLVED, that provided the Negative Declaration has been duly executed by the President of the Authority, or his designee, the method of toll collection at the Henry Hudson Bridge is hereby changed to All-Electronic Tolling followed by Open Road Tolling and the President of the Authority or his designee is hereby fully authorized and directed to take such steps as may be necessary

or desirable to implement this change in the method of toll collection at the Henry Hudson Bridge.

New York, New York
May 21, 2014



Bridges and Tunnels

Procurements May 2014

Staff Summary



Subject:	Request for Authorization to Award Various Procurements
Department:	Procurement
Department Head Name	M. Margaret Terry
Department Head Signature	<i>M. Terry</i>
Project Manager Name	Various

Date	May 5, 2014
Vendor Name	
Contract Number	
Contract Manager Name	
Table of Contents Ref #	

Board Action					
Order	To	Date	Approval	Info	Other
1	President	5/5/14	<input checked="" type="checkbox"/>		
2	MTA B&T Committee	5/19/14			
3	MTA Board	5/21/14			

Internal Approvals			
Order	Approval	Order	Approval
	President	<input checked="" type="checkbox"/>	VP Operations
	Executive Vice President		VP & Chief Engineer
	SVP & General Counsel		Chief Procurement Officer
	VP Administration		

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

PURPOSE:

To obtain approval of the Board to award various contracts and purchase orders, and to inform the MTA B&T Committee of these procurement actions.

DISCUSSION:

MTA B&T proposes to award Non-Competitive procurements in the following categories:

<u>Schedules Requiring Majority Vote</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule H	Modifications to Personal/Miscellaneous Service Contracts	1	\$ 2.500M
Schedule J	Modifications to Miscellaneous Procurement Contracts	1	\$ 3.063M
SUBTOTAL		2	\$ 5.563M

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 C	Competitive Requests for Proposals	1	\$ 12.505M
<u>Schedules Requiring Majority Vote</u>			
Schedule F	Personal Service Contracts	5	\$ 56.226M
Schedule G	Miscellaneous Service Contracts	2	\$ 5.420M
SUBTOTAL		8	\$ 74.151M

Staff Summary

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

<u>Schedules Requiring Majority Vote</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule K	Ratification of Completed Procurement Actions (Involving Schedule E-J)	1	\$ 0.772M
SUBTOTAL		1	\$ 0.772M
TOTAL		11	\$ 80.486M

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
MAY 2014

MTA BRIDGES & TUNNELS

Procurements Requiring Majority Vote:

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

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

- | | | | |
|----|--|-----------------------|--------------------------------------|
| 1. | City of New York
Contract No. MOU-08-33 | \$2,500,000.00 | <u>Staff Summary Attached</u> |
|----|--|-----------------------|--------------------------------------|

Amendment to an Agreement with the City of New York to provide Traffic Enforcement Agents for traffic control for all Authority facilities on an as-needed basis.

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. | Kronos, Inc.
Contract No. 06-TD-2768 | \$3,000,000.00 NYCT
\$ <u>63,000.00</u> MTA Bus
\$3,063,000.00 | <u>Staff Summary Attached</u> |
|----|---|---|--------------------------------------|

Additional funding is required by the MTA Information Technology Departments at NYCT and MTA Bus for training, the purchase of additional clocks, software licenses and upgrades to Kronos' system.

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

Item Number: **1** (Final)

Vendor Name (& Location) City of New York, New York, NY		Contract Number MOU-08-33		AWO/Modification #	
Description Agreement with the City of New York to Provide Traffic Enforcement Agents for Traffic Control for all Authority Facilities on an As-Needed Basis					
Contract Term (including Options, if any) May 22, 2009 – May 21, 2019, Ten (10) years		Original Amount:		\$1,000,000	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		Prior Modifications:		\$2,000,000	
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive		Prior Budgetary Increases:		N/A	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Memorandum of Understanding		Current Amount:		\$3,000,000	
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		This Request:		\$2,500,000	
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		% of This Request to Current Amount:		83.3%	
		% of Modifications (including This Request) to Original Amount:		450%	

Discussion:

B&T is seeking Board approval under the All Agency Guidelines for Procurement of Services to increase funding under this non-competitive personal service contract with the City of New York (City) acting by and through the New York City Police Department (NYPD), which was awarded in accordance with Public Authorities Law Section 2879(3)(b)(i), to provide Traffic Enforcement Agents (TEAs) to control traffic on City streets adjacent to construction projects for B&T facilities on an as-needed basis in the not to exceed amount of \$2,500,000.

B&T requires the services of TEAs to properly maintain the flow of traffic on adjacent City streets on an as-needed basis during construction activities at its facilities. TEAs control traffic and assist motorists to negotiate temporary detours. Through April 2014, TEA service commitments have been made totaling in excess of \$2.9M for construction projects at the Throgs Neck, Bronx-Whitestone, Verrazano-Narrows and Robert F. Kennedy Bridges and the Queens Midtown Tunnel. The \$2.5M requested will provide funding during the extended duration of the Agreement for ongoing and future capital construction project requirements primarily at the Robert F. Kennedy and Verrazano-Narrows Bridges and for other major maintenance related work. Consistent with the Procurement Guidelines, this amendment constitutes a substantial change.

Reimbursement to the City shall be based on actual costs incurred and the additional \$2,500,000 under the prospective amendment is considered fair and reasonable. Funding is available in the Capital Programs 2010 – 2014 under Project RK-23 (\$1,500,000) and Project VN-80B (\$1,000,000).

Schedule J: Modifications to Miscellaneous Procurement Contracts

Item Number: **2** (Final)

Vendor Name (& Location) Kronos, Inc., Chelmsford, MA
Description Provide, Deliver, Install and Maintain Kronos Timekeeper System Hardware and Software with Incidental Training and Consultancy as Required
Contract Term (including Options, if any) April 18, 2007 - January 31, 2016
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 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:
Requesting Dept/Div & Dept/Div Head Name: Technology/Tariq Habib

Contract Number		AWO/Modification #	
06-TD-2768			
Original Amount:		B&T	\$ 655,000.00
		LIRR	\$1,245,775.00
		NYCT	\$3,790,253.00
		MN	\$2,418,000.00
		MTA Bus	\$ 513,725.45
Prior Modifications:		B&T	\$2,581,317.77
		LIRR	\$8,900,000.00
		NYCT	\$ 0.00
		MN	\$2,615,415.98
		MTA Bus	\$ 167,688.09
Prior Budgetary Increases:		\$0.00	
Current Amount:		B&T	\$ 3,236,317.77
		LIRR	\$10,145,775.00
		NYCT	\$ 3,790,253.00
		MN	\$ 5,033,415.98
		MTA Bus	\$ 681,413.54
This Request:		NYCT	\$ 3,000,000.00
		MTA Bus	\$ 63,000.00
% of This Request to Current Amount:		NYCT	79.2%
		MTA Bus	9.3%
% of Modifications (including This Request) to Original Amount:		NYCT	79.2%
		MTA Bus	44.9%

Discussion:

B&T is seeking Board approval under the All-Agency Procurement Guidelines to modify this multi-agency non-competitive contract with Kronos Inc. for additional funding for NYCT and MTA Bus in the amounts of \$3,000,000 and \$63,000, respectively.

In February 2007 the Board approved the award of the subject all-agency contract to Kronos Inc. for a three year period. Kronos is required to maintain its timekeeper equipment and software based on each agency's requirements. Kronos also provides incidental training, implementation services, consulting and support services. The entire catalogue of Kronos' products and services are available to the agencies under the Contract. The Contract has subsequently been amended to support a variety of the agencies' needs including maintenance of Kronos' timekeeper equipment and software and currently extends through January 31, 2016.

The MTA Information Technology Departments at NYCT and MTA Bus have requested that additional funding in the aggregate amount of \$3,063,000 be added for training, the purchase of additional clocks, software licenses and upgrades to Kronos' system. The services required will be obtained through the issuance of task orders negotiated by each agency. Since the Contractor will be reimbursed in accordance with the current rates and terms of the contract, the value of each amendment for NYCT and MTA Bus is considered fair and reasonable. Funding is available in each agency's Operating Budget.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
MAY 2014

MTA BRIDGES & TUNNELS

Procurements Requiring Two-Thirds Vote:

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

1. **Racanelli Construction Co., Inc.** **\$12,505,429.00** **Staff Summary Attached**
Contract No. RK-65R2
1 yr. 6 mo. contract – Competitive RFP – 3 Proposals
Provide Design-Build Services for the TBTA Training Facility on Ward's Island.

F: Personal Service Contracts

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

2. **HAKS Engineers, Architects and Land** **\$20,975,369.00** **Staff Summary Attached**
Surveyors, P.C.
Contract No. PSC-13-2939
6 yr. contract - Competitive RFP - 5 Proposals
Provide Construction Administration and Inspection Services for Project BB-28S, Super Storm Sandy Restoration and Mitigation and Projects BB-28S, Phase II/BB-54, Rehabilitation of the Tunnel and Brooklyn Plaza at the Hugh L. Carey Tunnel.
3. **Greenman Pedersen/M&J** **\$17,749,916.39** **Staff Summary Attached**
Engineering, P.C. Joint Venture
Contract No. PSC-13-2940
5 yr. 4 mo. contract - Competitive RFP - 5 Proposals
Provide Construction Administration and Inspection Services for Project QM-40S, Super Storm Sandy Restoration and Mitigation and Projects QM-40/QM-18, Rehabilitation of the Tunnel and Manhattan Exit at the Queens Midtown Tunnel.
4. **Ammann & Whitney Consulting** **\$8,031,479.76** **Staff Summary Attached**
Engineers, P.C./The Louis Berger
Group, Inc. (JV)
Contract No. PSC-13-2926
3 yr. contract - Competitive RFP – 6 Proposals
Investigation and Study for Project CB-24, Rockaway Crossings Master Plan and Resiliency Needs.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
MAY 2014

5. **Transcore, LP** **\$7,968,282.00** **Staff Summary Attached**
Contract No. PSC-13-2949
 8 yr. contract - Competitive RFP – 3 Proposals
 All Electronic Open Road Tolling (ORT) at the Henry Hudson Bridge.
6. **Shaw Environmental and** **\$1,500,616.46** **Staff Summary Attached**
Infrastructure Engineering of New
York, PC
Contract No. PSC-13-2937
 1 yr. 10 mo. contract - Competitive RFP – 5 Proposals
 Construction Administration and Inspection Services for Project RK-65R2, Design and
 Construction of B&T Training Facility on Ward's Island.

G: Miscellaneous Service Contracts

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

7. **Richmond Elevator Co., Inc.** **\$4,202,883.00**
Slade Industries, Inc.
Contract No. 13-MNT-2913
 5 yr. contract – Competitive Bid – 2 low responsive bids
 In October 2013 B&T issued a joint solicitation for a contractor to provide all labor,
 materials and equipment for maintaining and repairing passenger and freight elevators
 and dumbwaiters located at various B&T, NYCT-DOB/MTABus, NYCT-DOS,
 MTAHQ and MTA Police facilities. The service requirements were publicly advertised.
 The solicitation notice was sent to 52 firms and four firms requested copies of the
 solicitation. On November 15, 2013, the following bids were submitted:

<u>Bidders</u>	<u>B&T</u>	<u>NYCT-DOB</u> <u>/MTA Bus</u>	<u>NYCT-DOS</u>	<u>MTAHQ</u>	<u>MTA Police</u>
Richmond Elevator Co., Inc.	\$1,212,557	\$920,402	\$1,194,152	\$951,990	\$125,502
Slade Industries Inc.	No Bid	No Bid	\$1,529,272	\$750,270	No Bid
Nouveau Elevator Industries, Inc.	\$3,275,633	\$1,874,088	\$2,009,996	\$1,152,862	\$244,450

The scope of services for the initial three year period under the prospective contracts has not changed compared with that under the current contracts. The terms of the new contracts have increased from three to five years. Rates for the services are fixed for the initial three year period and then are subject to an increase which is fixed for years four and five. A price analysis comparing similar items indicates that Richmond's rates under

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
MAY 2014

the three year period when compared with the rates under the current contracts reflect an overall average decrease of 3.04%. Similarly Slade's rates under the prospective agreement are 33.8% lower than the current rates. In comparison with the agencies' estimates the bid amounts are: (i) 7.4% higher than the estimate of \$1,129,212 for B&T (this variance compares favorably with the 10.4% increase in the CPI over the past five year period); (ii) 10.1% lower than the estimate of \$1,023,825 for NYCT-DOB/MTA Bus; (iii) 6% lower than the estimate of \$1,270,960 for NYCT-DOS; (iv) 11.7% lower than the estimate of \$850,000 for MTAHQ; and (v) Richmond's bid of \$125,502 was substantially higher than MTA Police's estimate of \$58,000. In this case the estimate was not revised to reflect the overall service requirements. After evaluation of the bids, it was determined that Richmond and Slade are responsive, responsible bidders. Based on competition, the prices are considered fair and reasonable. The MTA Department of Diversity and Civil Rights has established goals of 10% MBE and 10% WBE for this contract. The contracts will not be awarded until the M/WBE requirements are satisfied. Funding for B&T is available in its Operating Budget GL #711627. Funding for the other agencies is available in each agency's operating budget.

8. **Ultimate Power, Inc.** **\$1,217,055.00**
AWL Industries, Inc.
Contract No. 13-MNT-2909

5 yr. contract – Competitive Bid – 2 low responsive bids

In January 2014 B&T issued a solicitation for a contractor to provide maintenance and repair of the HVAC systems located at various B&T, NYCT- DOB and SIRTOA facilities. The services are required in order to maintain peak performance of the heating and air conditioning units that reside throughout these agencies. The service requirements were publicly advertised. The solicitation notice was sent to 256 firms and fifteen firms requested copies of the solicitation. On March 4, five bids were submitted as follows:

<u>Bidders</u>	<u>NYCT- DOB</u>	<u>SIRTOA</u>
Ultimate Power, Inc.	\$1,204,432.00*	\$16,780.00
AWL Industries, Inc.	\$1,444,871.00	\$12,623.00*
Best Climate Control Corp.	\$1,249,981.38	\$14,767.28
George S. Hall	\$1,511,605.70	\$17,905.95
Guardian	\$2,038,319.21	\$19,000.76

*Apparent low bidder

Four bids were received in response to B&T's requirements. However, the apparent low bidder's submittal is undergoing further evaluation. It is anticipated that an award recommendation for B&T will be presented to the Board at a later date.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
MAY 2014

The scope of services for the first three years of the prospective contracts for NYCT-DOB and SIRTOA has not changed compared with that under their current contracts. The terms of these contracts have increased from three to five years. Rates for the services are fixed for the initial three year period and then are subject to an increase which is fixed for years four and five. The agencies' estimates are \$1,790,993 and \$12,000, respectively. The variance between Ultimate Power's bid and the estimate may primarily be attributed to over-projected labor rates. When compared with the rates under NYCT-DOB's current contract, Ultimate Power's rates represent an average overall decrease of 13.9%. AWL's rates in comparison with the rates under SIRTOA's current three year contract represent an average overall increase of 9%. Although AWL's bid is 5.2% higher than the estimate this variance compares favorably with the 5.8% increase in the CPI over the most recent three year period. After evaluation of the bids, it was determined that Ultimate Power, Inc. and AWL Industries, Inc. for NYCT-DOB and SIRTOA, respectively, are responsive, responsible bidders. Based on competition, the prices are considered fair and reasonable. The MTA Department of Diversity and Civil Rights has established goals of 10% MBE and 10% WBE for this contract. The contracts will not be awarded until the M/WBE requirements are satisfied. Funding is available in each agency's Operating Budget.

Staff Summary

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Item Number 1 (Final)					
Dept & Dept Head Name: Engineering and Construction, Joe Keane, P.E. <i>Joe Keane</i>					
Division & Division Head Name: Engineering and Construction, Aris Stathopoulos, P.E. <i>Aris Stathopoulos</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	5/5/14	<i>[Signature]</i>		
2	MTA B&T Committee	5/19/14			
3	MTA Board	5/21/14			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer <i>[Signature]</i>	4	Executive Vice President <i>[Signature]</i>		
2	General Counsel <i>MMT</i>	5	President <i>[Signature]</i>		
3	Chief Procurement Officer <i>CM</i>				

SUMMARY INFORMATION	
Vendor Name Racanelli Construction Co., Inc.	Contract Number RK-65R2
Description: Design-Build Services for the B&T Training Facility on Ward's Island	
Total Amount \$12,505,429	
Contract Term (including Options, if any) One year, six 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 Procurement Guidelines to award a public work contract for Design-Build Services for the B&T Training Facility on Ward's Island to Racanelli Construction Co., Inc. (RCCI) for a period of one year, six months at a cost of \$12,505,429.

II. DISCUSSION

In July 2013, the Board authorized B&T to enter into a competitive Request for Proposal (RFP) process for design/build services for the construction of a new training facility on Wards Island. The scope of work includes but is not limited to providing all labor, materials and equipment necessary to design and construct a training facility on Wards Island for B&T staff.

The service requirements were publicly advertised; nine firms submitted qualification information. Four firms were chosen to receive the RFP based on a review of those qualifications and three firms submitted proposals: Judlau Contracting, Inc. (JCI), Prismatic Development Corporation (PDC) and RCCI. The proposals were evaluated against established criteria set forth in the RFP, including cost, proposed schedule, project design and understanding and constructability, record of performance for proposed contractor and designer, and qualifications of the firm and proposed personnel. Based on the selection criteria, the selection committee requested oral presentations from all three firms.

After oral presentations, the committee selected RCCI on the basis that its proposal included: (i) the lowest cost, (ii) a superior pre-engineered building system; (iii) a more aesthetically pleasing design; (iv) an oral presentation that discussed coordination and safety considerations; and (v) a successfully performed design-build project for B&T at the Marine

Staff Summary

Page 2 of 2

Parkway Bridge Facility that was similar to this one. The committee found PDC's proposal was acceptable, but at a higher cost and their design was less aesthetically pleasing in appearance. The committee found JCI's proposal to be significantly higher than that of RCCI.

RCCI submitted a base proposal of \$12,525,429. The Engineer's estimate is \$12,200,000. The Contract includes an allowance (\$775,000) for a number of risk factors which cannot reasonably be priced prior to design (i.e., unknown underground utilities and/or conditions, technology upgrades that may be necessary to meet changing security and data requirements, potential need for a fire pump in view of local water pressure considerations, etc.). Negotiations were conducted and the parties agreed to the amount of \$12,505,429. The final negotiated amount of \$12,505,429 is lower than the other proposals and is about 2.5% higher than the Engineer's estimate and is considered fair and reasonable. RCCI is considered to be a responsible contractor.

III. D/M/WBE INFORMATION

The MTA DDCR has established goals of 10% MBE and 10% WBE for the referenced contract. This contract will not be awarded without approval of MTA DDCR. RCCI has performed no recent projects with any MTA agency.

IV. IMPACT ON FUNDING

Funding is available under Project RK-65R2 in the 2010-14 Capital Budget.

V. ALTERNATIVES

There are no recommended alternatives. B&T does not possess the resources required to perform these services.

Staff Summary

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Item Number 2 (Final)					
Dept & Dept Head Name: Engineering & Construction, Joe Keane <i>Joe Keane</i>					
Division & Division Head Name: E&C, Romolo DeSantis <i>R. DeSantis</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	5/5/14	<i>[Signature]</i>		
2	MTA B&T Committee	5/19/14			
3	MTA Board	5/21/14			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer <i>[Signature]</i>	4	Executive Vice President <i>[Signature]</i>		
2	General Counsel <i>NMT</i>	5	President <i>[Signature]</i>		
3	Chief Procurement Officer <i>GM</i>				

SUMMARY INFORMATION	
Vendor Name HAKS Engineers, Architects and Land Surveyors, P.C.	Contract Number PSC-13-2939
Description Construction Administration and Inspection Services for Project BB-28S, Super Storm Sandy Restoration and Mitigation and Projects BB-28, Phase II/BB-54, Rehabilitation of the Tunnel and Brooklyn Plaza at the Hugh L. Carey Tunnel	
Total Amount \$20,975,369	
Contract Term (including Options, if any) Six (6) 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 checked="" 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 Construction Administration and Inspection for Project BB-28S, Super Storm Sandy Restoration and Mitigation and Projects BB-28, Phase II/BB-54, Rehabilitation of the Tunnel and Brooklyn Plaza at the Hugh L. Carey Tunnel to HAKS Engineers, Architects and Land Surveyors, P.C. (HAKS) for a period of six (6) years. The total negotiated amount of the Contract is \$20,975,369.

II. DISCUSSION

B&T requires the services of an engineering consultant to provide comprehensive construction administration and inspection services for Projects BB-28S, Super Storm Sandy Restoration and Mitigation and combined Projects BB-28, Phase II/BB-54, Rehabilitation of the Tunnel and Brooklyn Plaza at the Hugh L. Carey Tunnel (HCT). Consultant services include: pre-construction; construction administration, inspection, testing; and construction closeout. The construction scope is generally described as: repairs to the concrete liner, roadway ceiling slab in the air ducts and roadway; replacement of the tunnel finishes, low tension duct bank, lighting, E-box, traffic control, communication, CCTV, fiber

Staff Summary

Page 2 of 2

optic, and fire line; rehabilitation/replacement of the cathodic protection and pumping systems; temporary construction to ensure uninterrupted tunnel operation during construction, abatement of lead and asbestos containing materials; and maintenance and protection of traffic. The Brooklyn Plaza scope includes rehabilitation of the structural slabs and sub-surface, roadway, expansion joints, curbs, gutters and restoration of the plaza roadway.

The service requirements were publicly advertised and nine (9) firms submitted qualification information. Six (6) firms: Ammann & Whitney Consulting Engineers, Inc. (A&W); Arcadis-USA, Inc. (Arcadis); HAKS; Greenman-Pedersen, Inc./M&J Engineering, Inc., JV (GPI/M&J); LiRo Engineers, Inc./Jacobs Civil Consultants, Inc., JV (LiRo/Jacobs) and Parsons Brinckerhoff, Inc. (PB) were invited to and submitted proposals. Five (5) firms submitted proposals, GPI/M&J declined to propose due to their being the selected consultant under Contract PSC-13-2940, CM/Inspection for Project QM-40S, QM-40 and QM-18 at the Queens-Midtown Tunnel. The proposals were evaluated against established criteria set forth in the RFP, including an understanding of the technical requirements and expertise, qualifications of the firm, proposed personnel, oral presentation and cost. The Selection Committee recommended that B&T enter into negotiations with HAKS, the highest rated firm. HAKS proposed a highly qualified team and their proposal reflected the strongest understanding of the Project scope, the technical requirements, the key constructability issues and requirements for tunnel safety. The cost proposals submitted by LiRo/Jacobs and A&W were understated and deemed not sufficient to meet the requirements of the Project. The Committee determined PB's cost proposal was significantly overstated in terms of hours and cost, which reflected a lack of understanding of the overall requirements of the Project. Arcadis' proposal relied heavily on utilizing subconsultants, which demonstrated a lack of resources available to staff the Project.

HAKS submitted a proposal in the amount of \$21,458,684. The Engineer's estimate is \$24,482,110. Negotiations resulted in B&T and HAKS agreeing to an amount totaling \$20,975,369. The negotiated amount is 14.3% below the estimate and is considered fair and reasonable. HAKS is deemed a responsible consultant.

III. D/M/WBE INFORMATION

The MTA DDCR has established goals of 10% MBE and 10% WBE for the referenced contract. HAKS has achieved its M/WBE goals on previous MTA contracts. This contract will not be awarded without approval of MTA DDCR.

IV. IMPACT ON FUNDING

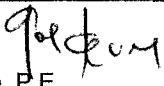



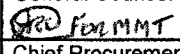



Funding is available as follows: the 2010-2014 Core Capital Program for Projects D601BB28 (\$3,290,198) and D601BB54 (\$1,603,529); Sandy Restoration Projects ED010228, ED020202, ED040243 and ED050202 (\$15,696,483) and the Operating Budget GL 711101 (\$385,159).

IV. ALTERNATIVES

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

Staff Summary

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Item Number 3 (Final)					
Dept & Dept Head Name: 					
Engineering and Construction, Joe Keane, P.E.					
Division & Division Head Name:					
Engineering and Construction, Romolo DeSantis, P.E. 					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	5/5/14			
2	MTA B&T Committee	5/19/14			
3	MTA Board	5/21/14			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer 	4	Chief of Staff		
2	General Counsel 	5	Executive Vice President 		
3	Chief Procurement Officer 	6	President 		

SUMMARY INFORMATION	
Vendor Name	Contract Number
Greenman Pedersen/ M&J Engineering, PC, Joint Venture	PSC-13-2940
Description:	
Construction Administration and Inspection Services for Project QM-40S, Super Storm Sandy Restoration and Mitigation and Projects QM-40/QM-18, Rehabilitation of the Tunnel and Manhattan Exit Plaza at the Queens Midtown Tunnel	
Total Amount	
\$17,749,916.39	
Contract Term (including Options, if any)	
Five (5) years and 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 checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal-Sandy <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 Construction Administration and Inspection Services for Project QM-40S, Super Storm Sandy Restoration and Mitigation and Projects QM-40/QM-18, Rehabilitation of the Tunnel and Manhattan Exit Plaza at the Queens Midtown Tunnel (QMT) to Greenman-Pedersen, Inc./M&J Engineering, PC, Joint Venture (GPI/M&J) for a period of five (5) years and four (4) months. The total negotiated amount of the Contract is \$17,749,916.39.

II. DISCUSSION

B&T requires the services of a consultant to provide comprehensive construction administration and inspection services for Projects QM-40S, Super Storm Sandy Restoration and Mitigation and combined Projects QM-40/QM-18, Rehabilitation of the Tunnel and Manhattan Exit Plaza at the Queens Midtown Tunnel. Consultant services include: pre-construction; construction administration, inspection, testing; and construction closeout. The construction scope is generally described as: repairs to the exhaust and fresh air duct concrete liner, roadway gutters; replacement of tunnel wall finishes, veneer ceiling panels, low tension duct bank and walkways; replacement of tunnel electrical systems for lighting, traffic control, code call, CCTV, emergency egress, VMS, cable and wiring, emergency signage; mechanical system repairs/replacements to fire standpipe, pumps and controls; Manhattan Exit Plaza rehabilitation to include concrete base slab, expansion joints; and maintenance and protection of traffic.

Staff Summary

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The service requirements were publicly advertised; five (5) firms submitted qualification information. All five (5) firms, GPI/M&J, HAKS, LiRo/Jacobs, JV, Shaw Environmental & Infrastructure, Inc. (Shaw), and STV, were invited to and submitted proposals. The proposals were evaluated against established criteria set forth in the RFP, including an understanding of the technical requirements and expertise, and proposed personnel. Four (4) firms were shortlisted and provided oral presentations. The Selection Committee recommended that B&T enter into negotiations with GPI/M&J, the highest rated firm. GPI/M&J's proposal reflected a complete understanding of the Project scope and proposed the strongest overall project team as compared to the other consultants. Additionally during oral presentations, GPI/M&J exhibited the strongest understanding of the scope of work, safety issues and construction risks. The other three firms met the qualifications, however HAKS project team did not have the level of experience shown by GPI/M&J. LiRo/Jacobs demonstrated sufficient tunnel rehabilitation experience, but did not demonstrate the level of overall team strength that GPI/M&J offered. Shaw did not present as thorough an understanding of the project scope in comparison to GPI/M&J.

GPI/M&J submitted a proposal in the amount of \$21,060,847. The Engineer's estimate is \$17,482,187. During negotiations B&T and GPI/M&J agreed to the negotiated amount of \$17,749,916.39, which is 1.5% above the estimate and is considered fair and reasonable. GPI/M&J 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. GPI/M&J have individually achieved their M/WBE goals on previous MTA contracts. This contract will not be awarded without approval of MTA DDCR.

IV. IMPACT ON FUNDING

Funding is available as follows: the 2010-2014 Core Capital Program under Projects D601QM40 (\$3,470,028.70) and D601QM18 (\$1,439,182.41); Sandy Restoration under Projects ED010240, ED020203, ED040281; ED050203 (\$12,544,873.34) and the Operating Budget GL711101 (\$295,831.94).

IV. ALTERNATIVES

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

Staff Summary

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Item Number 4 (Final)					
Dept & Dept Head Name: <i>Joe Keane</i> Engineering and Construction, Joe Keane, P.E.					
Division & Division Head Name: <i>R. DeSantis</i> Engineering and Construction, Romolo DeSantis, P.E.					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	5/5/14	<i>[Signature]</i>		
2	MTA B&T Committee	5/19/14			
3	MTA Board	5/21/14			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer <i>DS</i>	4	Chief of Staff		
2	General Counsel <i>OK for MMT</i>	5	Executive Vice President <i>[Signature]</i>		
3	Chief Procurement Officer <i>GM</i>	6	President <i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name Ammann & Whitney Consulting Engineers, P.C./The Louis Berger Group, Inc. (JV)	Contract Number PSC-13-2926
Description: Investigation and Study for Project CB-24, Rockaway Crossings Master Plan and Resiliency Needs	
Total Amount \$8,031,479.76	
Contract Term (including Options, if any) Three (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 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 Investigation and Study for Project CB-24, Rockaway Crossings Master Plan and Resiliency Needs to Ammann & Whitney Consulting Engineers, P.C./The Louis Berger Group, Inc., Joint Venture (A&W/LBG) for a period of three (3) years. The total negotiated value of the Contract is \$8,031,479.76.

II. DISCUSSION

B&T requires the services of a consultant to investigate, study and develop a master plan and resiliency needs for the Rockaway Crossings, which consist of the Marine Parkway-Gil Hodges Memorial and Cross Bay Veterans Memorial Bridges. The Project objectives are to assess and develop engineering alternatives for potential reconstruction scenarios for the Rockaway Crossings in order to provide the Authority with future capital investment strategies for these crossings. The master plan shall evaluate the ability of the Rockaway Crossings to meet performance standards for vulnerabilities and risks, such as those posed by seismic and wind events, hurricanes, storm surges, climate change, scour protection, and other factors. In addition, the plan shall

Staff Summary

Page 2 of 2

address the ability of the Rockaway Crossings to meet modern truck loading standards and other pertinent engineering considerations. The Consultant shall identify, investigate, and study vulnerabilities, performance standards, and issues that impact the implementation and costs of alternate capital investment strategies to include but be not limited to: environmental mitigation; jurisdictional issues; inter-agency coordination; community outreach; real estate; maintenance and operational costs and permitting.

The Project CB-24 evaluation process utilized a Qualifications Based Selection (QBS) method that is similar to design consultant selections used by the federal and many state governments. The QBS process was selected to emphasize the influence of technical qualifications and experience in the consultant selection for the overall future master planning of the Rockaway Crossings, which are vital to the communities' viability. The service requirements were publicly advertised; eight firms submitted qualification information and all firms were invited to submit proposals based on a review of their qualifications. Six firms: A&W/LBG; Henningson, Durham & Richardson/ Parsons Transportation Group, NY, JV; Ove Arup & Partners; Parsons Brinckerhoff, Inc.; Stantec Consulting Services, Inc. and STV Inc./AKRF, JV submitted proposals. The other two firms Arcadis USA, Inc. and Dewberry Engineers Inc. determined that they could not submit a competitive proposal based on the technical requirements. The proposals were evaluated against established criteria set forth in the RFP, including: the technical work proposed; consultants record of performance; qualification of firm for specific personnel proposed; understanding of the project objectives; understanding of strategies for implementation; and understanding of financial analysis required. The Selection Committee recommended that B&T enter into negotiations with A&W/LBG, the highest rated firm. A&W/LBG's proposal reflected a thorough understanding of the requirements and B&T's objectives and expectations for the study. The A&W/LBG team demonstrated the strongest technical and planning capabilities, conveyed a detailed understanding of the Project risks, challenges and strategies for implementation of the master plan as compared to the other proposers. A&W/LBG also presented specific alternatives to investigate the vulnerabilities at the Rockaway crossings.

A&W/LBG submitted a proposal in the amount of \$8,161,690. The Engineer's estimate is \$8,354,534.82. Negotiations resulted in B&T and A&W/LBG agreeing to the negotiated amount totaling \$8,031,479.76, which is 1.6% below the estimate and is fair and reasonable. A&W is a responsible consultant and LBG is deemed a responsible consultant notwithstanding the existence of significant adverse information.

III. D/M/WBE INFORMATION

The MTA DDCR has established goals of 10% MBE and 10% WBE for the referenced contract. A&W/LBG have achieved its M/WBE 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 CB-24 in the amount of \$8,031,479.76 in the 2010-2014 Capital Budget for Sandy Resiliency.

IV. ALTERNATIVES

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

Staff Summary

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Item Number 5 (Final)					
Dept & Dept Head Name: Chief Financial Officer, Donald Spero					
Division & Division Head Name: New Toll Initiatives, Robert Redding					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	5/5/14			
2	MTA B&T Committee	5/19/14			
3	MTA Board	5/21/14			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer 	4	Executive Vice President 		
2	SVP & General Counsel 	5	President 		
3	Chief Procurement Officer				

SUMMARY INFORMATION	
Vendor Name Transcore, LP	Contract Number PSC-13-2949
Description All-Electronic Open Road Tolling (ORT) at the Henry Hudson Bridge	
Total Amount \$7,968,282.00	
Contract Term (including Options, if any) Eight 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 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, Contract PSC-13-2949, for All-Electronic Open Road Tolling (ORT) at the Henry Hudson Bridge to Transcore, LP in the negotiated amount of \$7,968,282 over a period of eight years.

II. DISCUSSION

In January 2011 B&T initiated a pilot project at the Henry Hudson Bridge to assess the feasibility of adopting All-Electronic Tolling (AET) at that facility. Based on the results of the pilot program, B&T intends to implement a complete AET/ORT system at the Henry Hudson Bridge. This tolling system will enable B&T to debit the toll accounts of the owners of registered vehicles or to send bills to our customers for fare expenses incurred. Patrons are identified by the use of an on-board transponder (E-ZPass tag) or by capturing an image of the vehicle's license plate via the presence of on-site camera equipment. Under this new system cash will not be collected at the facility and the flow of traffic will be in an open highway environment.

The service requirements were publicly advertised; six firms requested copies of the Request for Proposal (RFP). Three firms submitted proposals Transcore, LP, Schneider Electric and Kapsch TrafficCom IVHS Inc. The proposals were evaluated against established criteria set forth in the RFP including the proposer's understanding of the project, the firm's record of performance, qualifications of the firm, proposed personnel, proposed schedule and cost. After the initial

Staff Summary

Page 2 of 2

evaluation, the selection committee recommended that two firms determined to be in the competitive range, Transcore and Schneider Electric, conduct oral presentations.

Following completion of the evaluation, the committee unanimously selected Transcore on the basis that its proposal included: (i) a system that has been independently tested and validated as one of the most accurate and dependable systems deployed; (ii) a high level of experience in design, installation and management of multi-lane, high volume ORT systems; (iii) a proven track record of delivering its projects on time and on budget; and (iv) an in-depth understanding of the technical requirements. Schneider Electric's proposal was considered by the committee to be more than satisfactory; its overall proposed cost was 5.6% lower compared with Transcore's cost. Transcore's system, however, was superior with regard to its: transaction auditing processes; provision of a solutions-oriented diagnostic system that detects and resolves hardware or software related problems; and remote operating and reporting capabilities.

Transcore proposed an amount of \$7,816,953. The user's estimate is \$8,227,000. Negotiations were conducted and the parties agreed to an amount of \$7,568,282 which is 8% lower than the estimate. The total amount of the contract is \$7,968,282 which includes an allocation of \$400,000 (excluded from the estimate) for spare parts during the five-year maintenance phase. In comparison with the estimate the negotiated amount is considered fair and reasonable. Transcore, LP 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. This contract will not be awarded without approval of MTA DDCR. Transcore has achieved its previous M/WBE goals on its prior MTA contracts.

IV. IMPACT ON FUNDING

Funding is available in the 2010- 2014 Capital Budget (\$4,103,127) and in the Operating Budget (\$3,865,155) under GL #171014.

V. ALTERNATIVES

There are no recommended alternatives. B&T does not possess the resources required to perform these services.

Staff Summary

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Item Number 6 (Final)					
Dept & Dept Head Name: <i>Joe Keane</i> Engineering and Construction, Joe Keane, P.E.					
Division & Division Head Name: Engineering and Construction, Aris Stathopoulos, P.E. <i>Aris Stathopoulos</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	5/5/14	<i>[Signature]</i>		
2	MTA B&T Committee	5/19/14			
3	MTA Board	5/21/14			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer <i>[Signature]</i>	4	Executive Vice President <i>[Signature]</i>		
2	General Counsel <i>[Signature]</i>	5	President <i>[Signature]</i>		
3	Chief Procurement Officer <i>[Signature]</i>				

SUMMARY INFORMATION	
Vendor Name Shaw Environmental and Infrastructure Engineering of New York, PC	Contract Number PSC-13-2937
Description Construction Administration and Inspection Services for Project RK-65R2, Design and Construction of B&T Training Facility on Ward's Island	
Total Amount \$1,500,616.46	
Contract Term (including Options, if any) One year, ten months	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All-Agency Guidelines for Procurement of Services to award a personal service contract for Construction Administration and Inspection Services for Project RK-65R2, Design and Construction of B&T Training Facility on Ward's Island to Shaw Environmental and Infrastructure Engineering of New York, PC in the amount of \$1,500,616.46 for a period of one year, ten months.

II DISCUSSION

B&T requires the services of a consultant firm to provide construction administration and inspection services for Project RK-65R2 as described above. The work includes but is not limited to design and construction of a new pre-engineered B&T Training Facility for B&T staff. Work under Project RK-65R2 will be performed based on the design-build method.

The service requirements were publicly advertised. Thirteen firms submitted qualification information for review and evaluation by the selection committee. Five firms: AECOM USA, Inc. (AECOM); HAKS Engineers, Architects and Land Surveyors, P.C. (HAKS); Henningson Durham & Richardson Architecture and Engineering, P.C. (HDR); Shaw Environmental & Infrastructure Engineering of New York, P.C. (Shaw); and URS Corporation – New York (URS) were chosen to receive the RFP based on a review of those qualifications and all five firms submitted proposals. The proposals were evaluated against established criteria set forth in the RFP including technical work proposed, depth of understanding of the project, and qualifications of the firm for specific personnel proposed. Two firms (Shaw and HAKS) were invited in for oral presentations. Based on the detailed review of all submittals and its consideration of proposed costs, the Selection Committee recommended that negotiations be conducted with Shaw.

The committee selected Shaw based on: (i) a highly qualified team with experience that includes MTA NYCT Mother Clara Hale Bus Maintenance Facility design/build project; (ii) the consultant's thorough knowledge of design-build requirements needed during construction; (iii) a project specific presentation including relevant and cogent

Staff Summary

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observations; (iv) its substantial experience in connection with the type of pre-engineered buildings that will be constructed under this project; and (v) a competitive cost proposal that was less than the Engineer's estimate. Although HAKS was well qualified, the Selection Committee felt Shaw provided the strongest team for the project.

SHAW submitted a proposal of \$1,665,853. The Engineer's estimate is \$1,680,000. Negotiations were conducted and the parties agreed to the revised amount of \$1,500,616.46 which is 10.7% below the Engineer's estimate and is considered fair and reasonable. The recommendation that Shaw be deemed a responsible consultant notwithstanding the existence of adverse information is currently under review by the Authority. The Contract will not be awarded until Shaw is deemed a responsible consultant.

III. D/M/WBE INFORMATION

The MTA Department of Diversity and Civil Rights has established goals of 10% MBE and 10% WBE for this contract. The contract will not be awarded until the M/WBE requirements are satisfied. Shaw has achieved their MWDBE goals on previous MTA contracts.

IV. IMPACT ON FUNDING

Funding is available under Project RK-65R2 in the 2010-14 Capital Budget

V. ALTERNATIVES

There are no recommended alternatives. B&T does not possess the resources required to perform these services.

LIST OF RATIFICATIONS FOR BOARD APPROVAL
MAY 2014

MTA BRIDGES & TUNNELS

Procurements Requiring Majority Vote:

K: Ratification of Completed Procurement Actions (Involving Schedule E – J)

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

1. **Jacobs Civil Consultants Inc. (JCCI) \$772,469.00 Staff Summary Attached**
Contract No. PSC-11-2896

Amendment for inspection and damage assessment reporting for the Cross Bay Veterans Memorial Bridge's Service Building (CBB); performing remediation and rehabilitation design and construction support services for the on-site trailers at the CBB; and designing a medium voltage (5kV) electrical substation as a result of Super Storm Sandy. JCCI was mobilized at the Marine Parkway – Gil Hodges Memorial Bridge under Project MP-21 and deemed the most qualified source to perform the work.

Schedule K: Ratification of Completed Procurement Actions (Involving Schedules E Through J)

Item Number: 1 (Final)

Vendor Name (& Location) Jacobs Civil Consultants Inc. (JCCI)		Contract Number PSC-11-2896	AWO/Modification #
Description Design and Construction Support Services for Project MP-21, Rehabilitation of the Rockaway Point Blvd and Jacob Riis Overpasses at the Marine Parkway – Gil Hodges Memorial Bridge		Original Amount: \$590,035	
Contract Term (including Options, if any) June 29, 2012 – February 28, 2017		Prior Modifications: (\$107,978)	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Budgetary Increases: N/A	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount: \$482,057	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		This Request: \$772,469	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: Sandy		% of This Request to Current Amount: 160.2%	
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		% of Modifications (including This Request) to Original Amount: 112.6%	

Discussion:

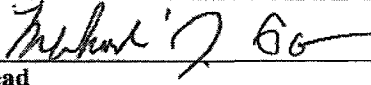
As a result of Super Storm Sandy, B&T is seeking the Board's ratification under the All-Agency Guidelines For Procurement of Services under the Declaration of Emergency issued by the President effective on October 29, 2012 for the following: (i) inspection and damage assessment reporting for the Cross Bay Veterans Memorial Bridge (CBB) Service Building (Project CBC-1202); (ii) the remediation and rehabilitation designs for the CBB Service Building and Internal Security Department (ISD) Trailer; (iii) the emergency design and construction support services required to replace the female Bridge and Tunnel Officers (BTO) trailers and (iv) the design for a medium voltage (5kV) electrical substation. Jacobs Civil Consultant Inc. (JCCI) performed the required engineering services in an amount totaling \$772,469. In the aftermath of the storm, B&T determined that it was most prudent to engage professional engineering firms that were competitively selected prior to Super Storm Sandy and where possible utilize existing contracts for design and construction inspection services in order to mitigate risk to the public, maintain critical transportation and evacuation infrastructure, truncate the duration of Super Storm Sandy recovery and restoration and utilize pre-storm rates. JCCI was performing design services at the Marine Parkway – Gil Hodges Memorial Bridge under Project MP-21. JCCI's experience in performing damage assessment reporting, remedial environmental and building rehabilitation designs made them the most qualified, cost effective and expeditious means of performing the required services at the CBB Service Building. Consistent with the Procurement Guidelines, this amendment constitutes a substantial change. In 2013 B&T committed \$184,831 for the ongoing engineering and design services provided by JCCI.

High winds and storm surges in Jamaica Bay inundated the CBB Service Building and surrounding structures with salt water, debris and contaminant laden flood waters causing the following damage: (i) flooding of the Female BTO Trailers rendered it uninhabitable; (ii) flooding to the CBB Service Building requiring environmental remediation and cleaning; (iii) flooding of the ISD Trailer; and (iv) damage to external electrical equipment. These areas required immediate remedial repair, restorations and replacements in order to ensure employee safety, prevent further structural damage and to protect the facility should another significant weather event occur. JCCI performed the required engineering services and submitted costs totaling \$772,469. The Engineer's estimated costs totaled \$783,196. The Authority accepted JCCI's costs totaling \$772,469, which is 1.4% lower than the Engineer's estimated costs and is considered fair and reasonable.

Funds are available in the 2014 Operating Budget under G.L 171139, Capitalized Assets (\$154,768) and G.L. 724860, Sandy-B&T Emergency Repairs to Critical Infrastructure, Project CBC-1202 (\$617,701).




Staff Summary

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Subject Title VI Program
Department Department of Diversity and Civil Rights
Department Head Name Michael J. Garner
Department Head Signature 
Project Manager/Division Head Naeem Din

Date May 13, 2014
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Diversity Committee.	5/19/14	X		
2	Board	5/21/14	X		

Internal Approvals			
Order	Approval	Order	Approval
3	Chief of Staff 	1	Diversity and Civil Rights 
		2	Legal 

PURPOSE

To obtain Board approval of MTA's Program under Title VI of the Civil Rights Act of 1964, 42 U.S.C. §§2000d *et seq.* ("Title VI Program"), for MTA Headquarters, MTA New York City Transit ("NYC Transit"), MTA Bus Company ("MTA Bus"), MTA Long Island Rail Road ("LIRR"), MTA Capital Construction ("CC") and MTA Metro-North Railroad ("MNR") (the "Agencies"), in satisfaction of Federal Transit Administration's ("FTA") requirements set forth in its Title VI Circular, (Circular 4702.1B, effective October 1, 2012), prior to its submission to the FTA by June 1, 2014.

DISCUSSION

Title VI was enacted as part of the landmark Civil Rights Act of 1964. It prohibits discrimination on the basis of race, color and national origin in administering the benefits of programs and activities receiving federal financial assistance. As a condition of receiving ongoing federal assistance, the MTA is required to comply with Title VI regulations issued by the U.S. Department of Transportation ("DOT"), 49 CFR Part 21. Every three years, FTA requires MTA, on its own behalf and on behalf of the Agencies, to submit a new Title VI Program in accordance with DOT's regulations. The current FTA Title VI Circular requires, among other things, that the MTA's governing board approve its Title VI Program prior to submission to the FTA.

The Circular requires that MTA as part of its Title VI Program, review and update its Title VI policies, which include existing policies for evaluation of fare and service changes as well as existing service standards and service policies. Pursuant to the requirements of the Circular, the MTA Agencies updated their Title VI Policies and organized them by mode of service. For example, there is a set of policies for commuter rail service provided by LIRR and MNR. There is a parallel set of policies for subway and bus service provided by NYC Transit and MTA Bus. These policies are organized in the manner conforming to the current Circular, while remaining substantially the same in content as the pre-existing Title VI policies of the operating agencies. The Board approved these updated Title VI policies at their meeting in June 2013.

MTA and its operating agencies have used the updated Title VI policies to monitor service provided to and to evaluate fare and service changes to determine their impact on minority and low income populations. MTA's monitoring of its service demonstrate that MTA is in compliance with FTA guidelines and service is provided without discrimination on the basis of race, color or national origin and without adverse impacts being disproportionately borne by minority or low-income passengers. The Board has been provided with a briefing on the contents of the Title VI Program.

RECOMMENDATION:

It is recommended that the Board approve MTA's Title VI Program in satisfaction of the requirements of the FTA Title VI Circular.

BOARD RESOLUTION

WHEREAS, Title VI of the Civil Rights Act of 1964, 42 U.S.C. §§ 2000d *et seq.* ("Title VI"), the U.S. Department of Transportation ("DOT") regulations, 49 CFR Part 21, and the Federal Transit Administration ("FTA") Circular 4702.1B prohibit discrimination on the basis of race, color or national origin by recipients of federal financial assistance in administering the benefits of their programs; and

WHEREAS, as a recipient of federal funds, MTA is required to comply with the requirements of Title VI, the applicable DOT regulations, and the FTA Circular; and

WHEREAS, pursuant to FTA Circular 4702.1B, MTA is required to submit its Title VI Program to the MTA Board for approval; and

WHEREAS, the MTA Board has been briefed on the contents and findings of the MTA's Title VI Program;

NOW, THEREFORE IT IS RESOLVED that the Board approves MTA's Title VI Program as described in the attached Staff Summary.