



Metropolitan Transportation Authority

March 2015

MTA Board Action Items



MTA Board Meeting

2 Broadway, 20th Floor

New York, N.Y. 10004

Wednesday, 3/25/2015

10:00 AM - 12:00 PM ET

1. PUBLIC COMMENT PERIOD

2. APPROVAL OF MINUTES

MTA Regular Board Minutes, February 25, 2015

MTAHQ Minutes - February 25, 2015 - Page 5

NYCT/MaBSTOA/SIR/Bus Company Regular Board Minutes, February 25, 2015

NYCTA Minutes - February 25, 2015 - Page 10

MTA Metro-North Railroad Regular Board Minutes, February 25, 2015

Metro-North Minutes - February 25, 2015 - Page 13

MTA Long Island Rail Road Regular Board Minutes, February 25, 2015

LIRR Minutes - February 25, 2015 - Page 18

Triborough Bridge & Tunnel Authority Regular Board Minutes, February 25, 2015

TBTA Minutes - February 25, 2015 - Page 23

MTA Capital Construction Regular Board Minutes, February 25, 2015

MTACC Minutes - February 25 2015 - Page 32

3. COMMITTEE ON FINANCE

Action Item

i. 2014 Annual Procurement Report (report distributed separately)

Annual Procurement Report (Full report can be found in Director's Desk Document Center) - Page 35

Information Item

i. MTA Prompt Payment Annual Report 2014

MTA Prompt Payment Annual Report - Page 36

Procurements

MTAHQ Procurement Report - Page 47

i. Non-Competitive

MTAHQ Non-Competitive Procurement - Page 49

ii. Competitive

MTAHQ Competitive Procurements - Page 50

iii. Ratifications (no items)

Real Estate Items

i. Real Estate Agenda and Staff Summaries

Agenda and Staff Summaries - Page 55

4. COMMITTEE ON NYCT & BUS

Action Item

i. MTACC Agreement for Professional Architectural and Engineering Services

MTACC Agreement for Professional Architectural and Engineering Services - Page 70

Procurements

March Procurement Staff Summary and Resolution - Page 72

i. Non-Competitive

NYCT Non-Competitive Actions - Page 76

ii. Competitive

NYCT Competitive Actions - Page 78

iii. Ratifications

NYCT and MTACC Ratifications - Page 82

5. COMMITTEE ON METRO-NORTH RAILROAD

Procurements

Procurements - Page 89

i. Non-Competitive

Non-Competitive - Page 93

ii. Competitive

Competitive - Page 94

iii. Ratifications

Ratifications - Page 99

6. COMMITTEE ON LONG ISLAND RAIL ROAD

Action Item

i. Amendment to Gateway Agreement

Amendment to Gateway Agreement - Page 100

Procurements LIRR

LIRR Procurements - Page 104

i. Non-Competitive (no items)

ii. Competitive

LIRR Competitive Procurements - Page 108

iii. Ratifications (no items)

Procurements MTACC

MTACC Procurements - Page 111

i. Non-Competitive (no items)

ii. Competitive (no items)

iii. Ratifications

MTACC Ratifications - Page 114

7. COMMITTEE ON MTA BRIDGES & TUNNELS OPERATIONS

Procurements

BT Procurements - March 2015 - Page 116

i. Non-Competitive (no items)

ii. Competitive

BT Competitive - March 2015 - Page 119

iii. Ratifications (no items)

8. GOVERNANCE COMMITTEE

Action Items

i. Mission Statement and Measurement Report (report distributed separately)

Staff Summary - Mission Statements and Measurements Report - Page 127

ii. Drug and Alcohol Policies for MTA and its Agencies (policies distributed separately)

Staff Summary - Drug and Alcohol Policy Statements - Page 128

iii. All Agency Travel and Business Expense Policy (policy distributed separately)

Staff Summary - Travel and Business Expense Policy - Page 129

iv. MTA Policies in connection with Provisions of the Public Authorities Law (policies distributed separately)

Staff Summary - Public Authorities Law Required Policies - Page 130

v. Procurement Guidelines

Staff Summary - Procurement Guidelines - Page 131

All Agency Procurement Guidelines - Page 132

9. FIRST MUTUAL TRANSPORTATION ASSURANCE CO (FMTAC) (no items)

10. EXECUTIVE SESSION

Date of Next Meeting: Wednesday, April 29, 2015

**Metropolitan Transportation Authority
Minutes of
Regular Board Meeting
2 Broadway
New York, NY 10004**

**Wednesday, February 25, 2015
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. Allen P. Cappelli
Hon. Jeffrey A. Kay
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Vincent Tessitore
Hon. Polly Trottenberg
Hon. Iris Weinshall
Hon. Carl V. Wortendyke**

The following member was absent:

Hon. John H. Banks, III

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Stephen J. Morello, Counselor to the Chairman, Board Member Norman Brown, Board Member Ira Greenberg, Board Member Neal Zuckerman, Carmen Bianco, President, NYCTA, Patrick A. Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, James Ferrara, President, TBTA, Darryl Irick, SVP, NYCTA/DOB, President MTA Bus 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. DEDICATION OF NEW BOARD ROOM AT TWO BROADWAY.

Chairman Prendergast introduced Diana Quasha, daughter of Dr. William Ronan, the first MTA Chairman. The Chairman announced that prior to the meeting, a plaque dedicating the new Board room to Dr. Ronan was unveiled, and Chairman Prendergast invited Ms. Quasha to speak. Ms. Quasha spoke briefly about her father and his MTA legacy and she thanked the Chairman and the MTA for honoring her father's legacy.

2. PUBLIC SPEAKERS. There were ten (10) public speakers. The following speakers spoke on items relevant to the MTA agenda. 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 names of other speakers and for the content of speakers' statements.

Prior to the public speakers' comments, Stephen Morello, Counselor to the Chairman, read a safety-related message for the public in the event of an emergency.

Bill Spade, private citizen, Chappaqua resident
Jim McCruvell, private citizen, Chappaqua resident
Eileen Gallagher, private citizen, Chappaqua resident
Murray Boden, private citizen
Michael Steigerwald, Drexel Hamilton
Nancy Montgomery, Councilwoman, Town of Philipstown

3. CHAIRMAN'S OPENING COMMENTS.

Chairman Prendergast asked for a moment of silence in honor of the people who died, their families and everyone injured in the collision between a Metro-North train and an SUV near Valhalla earlier in the month.

Chairman Prendergast welcomed everyone to the first Board meeting at the MTA's new headquarters at 2 Broadway. The Chairman said that he hopes everyone finds the room and the entire building to be cleaner, more modern and functional than the old headquarters at Madison Avenue.

Chairman Prendergast provided an update on the progress toward improving the schedule for Board and Committee meetings, and he announced that beginning in March there will be a slight change to Committee and Board meeting start times. Instead of listing a fixed start time that must be adhered to under all circumstances, the Chairman said that there will

be half hour time ranges which will enable the members to begin the next meeting if the previous meeting ends ahead of the scheduled time.

4. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the regular Board meeting held on January 22, 2015.

5. **COMMITTEE ON FINANCE.**

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

1. **Service Disabled Veteran-Owned Firms to Serve as Co-managers.** Approved Academy Securities (Academy) and Drexel Hamilton, LLC (Drexel), two municipal underwriting firms, for assignments in the role of co-manager on MTA (including affiliate and subsidiary) bond and note issues in connection with the MTA financed portion of approved capital programs as well as for financing of special projects outside of approved capital programs.
 2. **Addition of Outside Counsel to Approved Panel.** Approved the appointment of Read and Laniado, LLP to the approved outside counsel panel and authorized the MTA's execution of a retainer with the firm, as set forth in the staff summary.
 3. **Mortgage Recording Tax – Escalation Payments to Dutchess, Orange and Rockland Counties.** Approved escalator payments to Dutchess, Orange and Rockland counties from available funds on deposit in the MRT-2 Corporate Transportation Account.
 4. **2014 TBTA Operating Surplus.** Approved resolutions which (i) certify and transfer \$637,553,944 operating surplus to the MTA and NYCTA pursuant to Section 1219-a(2)(b) of the Public Authorities Law ("PAL"); (ii) transfer \$136,988 representing 2014 investment income to the MTA pursuant to Section 569-c of the PAL; (iii) deduct from the operating revenues of TBTA for its fiscal year ending December 31, 2015 the amount of \$26,382,176, which amount shall be paid into the Necessary Reconstruction Reserve established by the Authority by resolution adopted March 29, 1968; and (iv) advance the 2015 TBTA Surplus in accordance with the resolution.

- 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.

1. **Transwestern Commercial Services NY, LLC - Park Property Management Services – No. 14346-0100.** Approved the award of a competitively negotiated, personal services contract to perform park property management services.

2. Nixon Peabody LLP and its Affiliate Omnicap Group LLC – Tax Arbitrage Rebate Compliance Services – No. 14050-0100. Approved the award of competitively negotiated contracts to provide Tax Arbitrage Rebate Compliance Services which are required by the Internal Revenue Service in connection with the issuance of tax-exempt bonds by the MTA, TBTA and NYCTA.
3. Tomo Mori-Walker – AFT Project. Approved the award of a competitively negotiated contract to provide technical design, fabrication, crating, storage, delivery installation and oversight of installation of materials at the Manhattanville Bus Depot.
4. Eastern Communications, Ltd. – Installation and Integration of MTAPD Metro 21 Radio System – No. 14383-0100. Approval to ride a NYS contract (OGS Contract Nos. PT62493 and PS62494) to provide Installation and Integration Services for the Metro 21 Public Safety Radio System for MTAPD.
5. Lease Audit & Analysis Services (LAAS) – Lease Audit Services – No. 13135-0100, S/A #1. Approved an additional \$80,000 for the remaining duration of the contract (thru December 31, 2017) for potential overages.

B. 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. Modification and extension of lease between Raina II, LLC for storage of bulk materials, equipment and parking of agency non-revenue service vehicles at 33-54 54th Street, Woodside, NY 11377.

Long Island Rail Road

2. Sale of surplus property to Belsky & Bodner 505, LLC of a remnant of the former LIRR Evergreen Branch (Block 2987, Lot 3), Brooklyn, N.Y.
3. License agreement with Oyster Rides LLC for six (6) taxi parking spaces located at 99 Pine Hollow Drive, Wantagh Station, Oyster Bay, N.Y.
4. Lease agreement with Konstantinos Papavasilou for a snack and grill concession located at 87-69 Lefferts Boulevard, Richmond Hill, N.Y.

6. **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.

Upon motion duly made and seconded, the Board approved the following collective bargaining agreements:

- (i) Metro-North Railroad and Association of Commuter Rail Employees, Division 1 – Conductors, Division 9 – Engineers, Division 1 – Yardmasters and Division 166 – Signal Maintainers, covering the periods of July 16, 2010 through January 15, 2017;
- (ii) Metro-North Railroad and the American Railway and Airway Supervisors Association (Maintenance of Way) covering the period of July 16, 2010 through January 15, 2017;
- (iii) Long Island Rail Road and the Brotherhood of Locomotive Engineers, covering the period of June 16, 2010 through December 16, 2016;
- (iv) MTA Bridges and Tunnels and the Bridge and Tunnel Superior Officers Benevolent Association (SOBA), covering the period of March 15, 2009 through March 14, 2012; and
- (v) Metropolitan Transportation Authority and the International Brotherhood of Teamsters, Local 808 (IBT Local 808), covering the period of March 1, 2010 through August 31, 2016.

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

7. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:45 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**

**2 Broadway, 20th Floor
New York, NY 10004**

**Wednesday, February 25, 2015
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. Allen P. Cappelli
Hon. Jeffrey A. Kay
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Vincent Tessitore
Hon. Polly Trottenberg
Hon. Iris Weinshall
Hon. Carl V. Wortendyke**

The following member was absent:

Hon. John H. Banks, III

Donna Evans, Chief of Staff; Jerome F. Page, General Counsel; Stephen J. Morello, Counselor to the Chairman; Board Member Norman Brown; Board Member Ira Greenberg; Board Member Neal Zuckerman; Carmen Bianco, President, NYCTA; Patrick A. Nowakowski, President, Long Island Rail Road; Joseph J. Giulietti, President, Metro-North Railroad; James Ferrara, President, TBTA; Darryl Irick, SVP, NYCTA/DOB, President MTA Bus; and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

1. CHAIRMAN PRENDERGAST CALLED THE MEETING TO ORDER

2. PUBLIC COMMENT PERIOD

Four public speakers (including one group) addressed MTA NYC Transit/MTA Bus issues:

Murray Bodin, private citizen, complimented the new boardroom at 2 Broadway and expressed his thanks to the Board members for engaging in a dialogue with him.

Patricia Edwards and Kizzy Goodrich, of GCS, performed a skit through which they expressed various concerns about Access-A-Ride call centers.

Michael Steigerwald, of Drexel Hamilton, expressed support for programs that assist veterans in transitioning back to civilian life.

Councilwoman Nancy Montgomery, of Phillipstown, New York, proposed that the Board continue to prioritize safety issues through regular meetings of the Safety Committee.

The remaining three public speakers did not address issues related to MTA NYC Transit/MTA Bus. The content of those speakers' comments are included in the video recording of the meeting produced by the MTA and maintained in MTA records, and the MTA's and other agencies' minutes of the meeting on this date.

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/Staten Island Rapid Transit Operating Authority/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 Rapid Transit Operating Authority, and MTA Bus Company held on January 22, 2015.

5. COMMITTEE ON FINANCE

Real Estate Items

Upon motion duly made and seconded, the Board approved the following real estate items related to MTA New York City Transit. The specifics are set forth in the staff summaries and documentation filed with the meeting materials.

New York City Transit Authority

1. Modification of lease between Raina II, LLC and MTA NYCT relating to a paved lot at 33-54 54th Street, Woodside, NY.

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

Procurements:

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

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

Ratifications: Upon motion duly made and seconded, the Board approved the ratification requiring a two-thirds vote (Schedule D 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 MTA NYC Transit /Staten Island Rapid Transit Operating Authority/MTA Bus Company.

7. EXECUTIVE SESSION

Upon motion duly made and seconded, the Board voted to convene an executive session in accordance with New York State Public Officers Law §105(1)(e) 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 10:45 a.m.

Respectfully submitted,



James J. Gallagher
Acting Assistant Secretary

Minutes of the Regular Meeting
Metro-North Commuter Railroad Company
2 Broadway – 20th Floor
New York, NY 10004

Wednesday, February 25, 2015
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. Allen P. Cappelli
Hon. Jeffrey A. Kay
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Vincent Tessitore
Hon. Polly Trottenberg
Hon. Iris Weinshall
Hon. Carl V. Wortendyke

The following member was absent:

Hon. John H. Banks, III

Board Member Norman Brown, Board Member Ira Greenberg, Board Member Neal Zuckerman, and Joseph J. Giuliatti, President, Metro-North Railroad also attended the meeting as did agency presidents Carmen Bianco, NYCTA, Patrick A. Nowakowski, Long Island Rail Road, James Ferrara, TBTA, Darryl Irick, MTA Bus and Michael Horodniceanu, MTA Capital Construction, and agency staff, including Catherine Rinaldi, Metro-North Chief of Staff, James B. Henly, Metro-North General Counsel, Donna Evans, MTA Chief of Staff, Jerome F. Page, MTA General Counsel, and Stephen J. Morello, Counselor to the Chairman.

Chairman Prendergast called the meeting to order.

1. Dedication of New Board Room at Two Broadway:

Chairman Prendergast introduced Diana Quasha, daughter of Dr. William Ronan, the first MTA Chairman. The Chairman announced that prior to the meeting, a plaque dedicating the new Board room to Dr. Ronan was unveiled, and Chairman Prendergast invited Ms. Quasha to speak. Ms. Quasha spoke briefly about her father and his MTA legacy and she thanked the Chairman and the MTA for honoring her father's legacy by providing safe transportation.

2. Public Speakers:

There were 10 public speakers. The speakers listed below spoke on items relevant to Metro-North matters. Refer to the video recording of the meeting produced by the MTA and maintained in MTA records for these speakers' comments, and to the other agencies' minutes of this date, for the names of other public speakers.

Bill Spade, private citizen of Chappaqua
Jim McCruvell, private citizen of Chappaqua
Eileen Gallagher, private citizen of Chappaqua
Murray Bodin, private citizen
Nancy Montgomery, Councilwoman, Town of Philipstown

3. Chairman's Opening Remarks:

Addressing the collision between a Metro-North train and an SUV near Valhalla earlier in the month, Chairman Prendergast asked for a moment of silence in honor of the people who died in the accident, their families and those who were injured.

Chairman Prendergast welcomed everyone to the first Board meeting at the MTA's new headquarters at 2 Broadway. The Chairman said that he hopes everyone finds the room and the entire building to be cleaner, more modern and functional than the old headquarters at Madison Avenue.

Chairman Prendergast provided an update on the progress toward improving the schedule for Board and Committee meetings, announcing that beginning in March there will be a slight change to Committee and Board meeting start times. Instead of listing a fixed start time that must be adhered to under all circumstances, the Chairman said that there will be half hour time ranges for meeting commencement, which will enable prompt starts to the next meeting if the previous meeting ends ahead of its scheduled time.

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

4. Approval of Minutes:

Upon motion duly made and seconded, the minutes of the Regular Board Meeting of January 22, 2015 were approved.

5. Committee on Finance:

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

Action Items:

- Approval of Service Disabled Veteran-Owned Firms to Serve as Co-managers.
- Addition of Outside Counsel to Approved Panel.
- Mortgage Recording Tax – Escalation Payments to Dutchess, Orange and Rockland Counties.

The details of the above items are contained in the minutes of the MTA Board meeting held this day, the staff summaries and reports filed with those minutes and in the video recording of the meeting, produced by the MTA and maintained in MTA records.

6. 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 relating to Metro-North are as follows:

Long Island Rail Road Procurements:

The Board voted on and approved the following non-competitive procurement recommended to it by the Committee on Long Island Rail Road Operations that relates to Metro-North. Board member Moerdler voted in opposition and Board member Ballan recused himself from the vote.

- Award of individual five-year original equipment manufacturer agreements for spare parts and technical support to Knorr Brake Company, Merak, New York Air Brake (NYAB) and Bombardier.

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 and in the video recording of the meeting produced by the MTA and maintained in the MTA records relating to the above item.

Metro-North Procurements:

Upon motion duly made and seconded, the Board approved the following competitive procurements recommended to it by the Committee on Metro-North Railroad Operations. Board member Moerdler recused himself from the vote on the first item below.

- Approval to use the Request for Proposal (RFP) process to solicit and evaluate proposals from prospective contractors for the design, assembly and delivery of an advanced metering infrastructure (AMI) for heating fuel.
- Approval of a competitively solicited, two-year miscellaneous negotiated contract to Arkansas Industrial Computing, Inc. (AIC Rail), for the supply, installation and testing of a fully integrated Wheel Shop Management Suite software and hardware turnkey package.

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 relating to the above items.

7. Executive Session:

The Board, upon motion duly made and seconded, 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.

Upon motion duly made and seconded, the Board approved the following collective bargaining agreements that relate to Metro-North:

(1) amendments and changes to the collective bargaining agreement between MTA Metro-North and Association of Commuter Rail Employees Division 1 Representing Conductors, Assistant Conductors and Hostlers for the period July 16, 2010, through January 15, 2017;

(2) amendments and changes to the collective bargaining agreement between MTA Metro-North and Association of Commuter Rail Employees Division 1 Representing Yardmasters and Assistant Stationmasters for the period July 16, 2010, through January 15, 2017;

(3) amendments and changes to the collective bargaining agreement between MTA Metro-North and Association of Commuter Rail Employees Division 9 Representing Engineers for the period July 16, 2010 through January 15, 2017;

(4) amendments and changes to the collective bargaining agreement between MTA Metro-North and Association of Commuter Rail Employees Division 166 Representing Signalmen and Signal Maintainers for the period July 16, 2010, through January 15, 2017; and

(5) amendments and changes to the collective bargaining agreement between MTA Metro-North Railroad and American Railway and Airway Supervisors (Maintenance of Way) TCU/IAM Representing Supervisors in the Maintenance of Way Department for the period July 16, 2010, through January 15, 2017.

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 10:45 a.m.

Respectfully submitted,

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

Linda Montanino
Assistant Secretary

February 2015 Board Minutes
Legal/Corporate

**Minutes of the Regular Board Meeting
Long Island Rail Road Company
2 Broadway
New York, NY 10004**

**Wednesday, February 25, 2015
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. Allen P. Cappelli
Hon. Jeffrey A. Kay
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Vincent Tessitore
Hon. Polly Trottenberg
Hon. Iris Weinshall
Hon. Carl V. Wortendyke**

The following member was absent:

Hon. John H. Banks, III

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Stephen J. Morello, Counselor to the Chairman, Board Member Norman Brown, Board Member Ira Greenberg, Board Member Neal Zuckerman, Carmen Bianco, President, NYCTA, Patrick A. Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, James Ferrara, President, TBTA, Darryl Irick, SVP, NYCTA/DOB, President MTA Bus, and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

Chairman Prendergast called the meeting to order.

1. Dedication of New Board Room at Two Broadway:

Chairman Prendergast introduced Diana Quasha, daughter of Dr. William Ronan, the first MTA Chairman. The Chairman announced that prior to the meeting, a plaque dedicating the

new Board room to Dr. Ronan was unveiled, and Chairman Prendergast invited Ms. Quasha to speak. Ms. Quasha spoke briefly about her father and his MTA legacy and she thanked the Chairman and the MTA for honoring her father's legacy by providing safe transportation.

2. **Public Speakers:**

There were ten (10) public speakers. Prior to the public speakers' comments, Stephen Morello, Counsellor to the Chairman, read a safety-related message for the public in the event of an emergency. The following speakers spoke on items relevant to LIRR matters:

Murray Bodin, Private Citizen

Nancy Montgomery, Councilwoman, Town of Philipstown

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.

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

Addressing the collision between a Metro-North train and an SUV near Valhalla earlier in the month, Chairman Prendergast asked for a moment of silence in honor of the people who died in the accident, their families and those who were injured.

Chairman Prendergast welcomed everyone to the first Board meeting at the MTA's new headquarters at 2 Broadway. The Chairman said that he hopes everyone finds the room and the entire building to be cleaner, more modern and functional than the old headquarters at Madison Avenue.

Chairman Prendergast provided an update on the progress toward improving the schedule for Board and Committee meetings, announcing that beginning in March there will be a slight change to Committee and Board meeting start times. Instead of listing a fixed start time that must be adhered to under all circumstances, the Chairman said that there will be half hour time ranges for meeting commencement, which will enable prompt starts to the next meeting if the previous meeting ends ahead of its scheduled time.

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

4. **Approval of Minutes:**

Upon motion duly made and seconded, the minutes of the Regular Board Meeting of January 22, 2015 were approved.

5. **Committee on Finance:**

Action Items:

The following Action Items that relate to LIRR were approved:

- Approval to qualify two municipal underwriting firms, Academy Securities and Drexel Hamilton, LCC, for assignments in the role of co-manager on MTA (including affiliate and subsidiary) bond and note issues in connection with the MTA financed portion of approved capital programs as well as financing of special projects outside of approved capital programs, to further MTA's efforts to meet the required participation goal for Service Disabled Veteran-Owned firms.
- Approval to add the firm of Read and Laniado, LLP to MTA's panel of outside counsel, in connection with utility related matters.
- Approvals of resolutions in connection with the 2014 TBTA Operating Surplus.

Procurements:

The following competitive procurements that relate to LIRR were approved:

- Approval to award a competitively negotiated Personal Services contract to Transwestern Commercial Services NY, LLC, in the not-to-exceed amount of \$195,000, to perform park property management services in connection with property above a ventilation plant located at 48 East 50th Street.

Real Estate Items:

The following real estate items that relate to LIRR were approved:

- Sale of a remnant of the former LIRR Evergreen Branch, located at Block 2987, Lot 3, Brooklyn NY, consisting of approximately 5,000 square feet, to Belsky & Bodner 505, LLC.
- License agreement with Oyster Rides LLC for taxi parking located at the LIRR Wantagh Station, for a five year term terminable on 60 days' notice.
- Lease agreement with Konstantinos Papavasilou for a snack and grill concession located at 87-69 Lefferts Boulevard, for a ten year term.

The details of the above items are contained in the minutes of the MTA Board meeting held this day and staff summaries and reports filed with those minutes and in the video recording of the meeting, produced by the MTA and maintained in MTA records.

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

Procurements:

The following LIRR noncompetitive procurements were approved:

- Award of a sole source contract to ASC Telecom, LP for additional vital voice recorder capabilities, in the not-to-exceed amount of \$49,817.72.
- On behalf of LIRR and Metro-North, award of individual five-year Original Equipment Manufacturer (OEM) agreements for spare parts and technical support to Bombardier, Knorr, Merak and NYAB in the total not-to-exceed amount of \$286,500,000.

Board Member Moerdler voted in opposition to the procurement for spare parts, and Board Member Ballan recused himself from this vote. The details of the above items are contained in the 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 MTA records.

MTA Capital Construction Procurements:

With respect to MTA Capital Construction, upon motion duly made and seconded, the Board approved the following procurement items:

- Ratification of a modification to Contract CQ032 to add the construction of a duct bench in the Bellmouth Tunnel. This is a scope and budget transfer in the amount of \$2,200,000.00.

The details of the above item are contained in the staff summary and reports filed with the records of this meeting and in the video recording of the meeting, produced by the MTA and maintained in MTA records.

7. **Executive Session:**

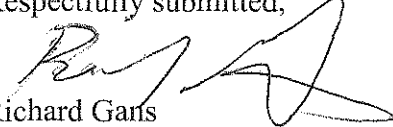
The Board, upon motion duly made and seconded, voted to convene into Executive Session pursuant to Section 105(1)(e) of the New York State Public Officers Law to discuss matters relating to collective negotiations. Upon motion duly made and seconded, the Board approved a collective bargaining agreement between LIRR and the Brotherhood of Locomotive Engineers, covering the period of June 16, 2010 through December 16, 2016.

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 10:45 a.m.

Respectfully submitted,


Richard Gans
Secretary

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

BOARD MINUTES

February 25, 2015

Minutes of the Regular Meeting
Triborough Bridge and Tunnel Authority
February 25, 2015

Meeting Held at
2 Broadway, 20th Floor
New York, New York 10004

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. Allen P. Cappelli
Hon. Jeffrey A. Kay
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Vincent Tessitore
Hon. Polly Trottenberg
Hon. Iris Weinshall
Hon. Carl V. Wortendyke

The following member was absent:

Hon. John H. Banks, III

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Stephen J. Morello, Counselor to the Chairman, Board Member Norman Brown, Board Member Ira Greenberg, Board Member Neal Zuckerman, Carmen Bianco, President, New York City Transit, Patrick A. Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, James Ferrara, President, Triborough Bridge and Tunnel Authority, Darryl Irick, Senior Vice President, New York City Transit Department of Buses, President, MTA Bus 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.

1. Dedication of New Board Room

Chairman and Chief Executive Officer Prendergast called the meeting to order and introduced Diana Quasha, daughter of Dr. William Ronan, the first MTA Chairman. He stated that prior to the meeting, a plaque dedicating the new Board room to Dr. Ronan was unveiled. Mrs. Quasha spoke for a few minutes about her father and his MTA legacy.

2. Public Speakers

There were ten (10) 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.

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

Chairman and CEO Prendergast opened his remarks by offering his condolences and asking for a moment of silence for the six people who died in an accident that occurred between an SUV and a Metro-North train near Valhalla New York. The Chairman then welcomed everyone to 2 Broadway, the new location for the Board and Committee meetings, and discussed the plaque dedicated to Dr. William Ronan, the first MTA Chairman, who died last year at 101 years old. Finally, the Chairman mentioned that there would be a slight change to Committee and Board meeting starting times in March so that there will be half hour time ranges which will enable the members to begin the next meeting if the prior meeting ended ahead of the scheduled time.

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.

4. Approval of the Minutes of the Regular Meeting January 22, 2015

Upon a motion duly made and seconded, the minutes of the Regular Board Meeting held on January 22, 2015 were approved.

5. Committee on Finance

Upon a motion duly made and seconded, the Board approved the following recommended to it by the Committee on Finance that pertained to the Triborough Bridge and Tunnel Authority:

(a) Action Item:

- Transfer of the 2014 TBTA operating surplus as described in the Staff Summary and Resolution distributed at the Bridges and Tunnels and Finance Committee meetings.

Copies of the staff summaries, resolutions and documents setting forth the details of the above item and the other items discussed are filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

6. Committee on MTA Bridges and Tunnels Operations

Action Item

Commissioner Cappelli stated that there is one action item regarding the transfer of the 2014 TBTA operating surplus as described in the Staff Summary and Resolution distributed at the Bridges and Tunnels Committee meeting.

Upon a motion duly made and seconded, the action item was approved.

Procurements

Commissioner Cappelli stated that there are three (3) procurements totaling \$526,000.

Non-Competitive Procurements

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

Competitive Procurements

Commissioner Cappelli stated that there are three (3) competitive procurements totaling \$526,000.

Competitive Procurements

Personal Service Contracts

Beth Israel Medical Center	<p>Contract No. PSC-14-2960</p> <p>B&T requires the services of a consultant to provide licensed health care professionals to administer Influenza and Hepatitis B vaccinations and post-exposure evaluations and follow-up services to Authority personnel in accordance with OSHA regulations. This work was outsourced since the Authority does not possess the resources required to perform these services.</p> <p>The service requirements were publicly advertised and two proposals were received on August 26, 2014 from Gotham Per Diem (Gotham) and from Beth Israel Medical Center (BIMC). The proposals were evaluated against established criteria set forth in the RFP including qualifications of firm for specific personnel proposed, depth of understanding of project and related problems, depth of resources, experience of the firm and cost. Based on the committee's review of all the proposals, the committee unanimously selected BIMC based on its: (i) superior past performance; (ii) highly qualified personnel; and (iii) proposed costs for higher usage line items.</p> <p>The committee determined that BIMC's technical proposal contained details that are more in line with our medical program compared with Gotham's proposal.</p>	\$283,255.00
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BIMC also demonstrated that its personnel have more experience in the discipline of occupational health and safety, which is a significant requirement in the scope of work. Although Gotham proposed a lower overall cost (\$236,365), BIMC's rates on items that will be most frequently used under this contract are lower than Gotham's. Further, Gotham's prices on certain specialized line items are unrealistically low and represent a misunderstanding of the required scope of services.

BIMC's proposed price for the required services was \$284,035. Negotiations resulted in a final amount of \$283,255 which is \$9,780.00 or 3% less than the user's estimate of \$293,125.00. The negotiated rates are fixed for a period of five years. The services remain essentially the same as those under the prospective contract. The unit prices for flu shots represent a 15% decrease from the current contract. Furthermore, office visit fees and on-site service fees represent a 37% and 15% decrease from current contract pricing. Based on the foregoing, the pricing is considered fair and reasonable. BIMC is deemed a responsible consultant. No MBE/WBE goals were established by the MTA Department of Diversity and Civil Rights for this Contract.

Beth Israel Medical Center

Contract No. PSC-14-2958
In July 2014 the Authority issued a solicitation for a Consultant to perform occupational medical examinations for prospective and/or current Bridge and Tunnel Officers and Bridge and Tunnel Maintainers. The services include, but are not limited to: independent medical examinations and fitness for duty examinations under the Workers'

\$133,650.00

Compensation Law. The Consultant shall evaluate the results of the medical examinations for applicants as well as Authority employees to determine whether:

- (i) applicants are medically qualified for appointment to the agency and
- (ii) employees remain qualified to maintain their Commercial Drivers Licenses.

In addition, the Consultant shall provide the Authority with litigation support in the form of affidavits and expert testimony attesting to his/her interpretation of examinations or test results and other associated services. This work was outsourced since the Authority does not possess the resources required to perform these services.

The service requirements were publicly advertised. The solicitation notice was sent to 73 firms. Nine firms requested copies of the solicitation. Two proposals were submitted as follows: Beth Israel Medical Center (BIMC) and Occupational Health Decisions (OHD). The proposals were evaluated against established criteria set forth in the RFP including experience, qualifications, understanding of the services, record of performance and cost. The two firms conducted oral presentations. The committee unanimously selected BIMC based on its complete and thorough understanding of the scope of work as well as a lower proposed cost for the services. The lead physician at BIMC has over 20 years of experience performing occupational medical examinations, as well as providing expert testimony when required. BIMC's ability to accommodate an unanticipated large number of appointments was also an important element in the selection of this firm based on past performance.

The services under this prospective contract are the same as those under the current contract. The proposed fixed rates applied over the five year contract period are approximately 5%-12% lower than those under the current contract. BIMC submitted a cost proposal in the amount of \$133,650 which is 7.7% lower than OHD's. BIMC's proposed cost is also \$26,050 or 16.3% below the Authority's estimate of \$159,700. B&T accepted BIMC's cost proposal and considers it fair and reasonable. BIMC is deemed a responsible consultant. No M/WBE goals were established by the MTA Department of Diversity and Civil Rights for this contract.

Executive Safety & Health
Consultants, Inc.

Contract No. PSC-13-2936
B&T requires the services of a consultant to provide a series of maintenance safety training courses for its Maintenance employees. Safety training courses typically include basic electrical safety, working on elevated surfaces, confined space entry, lockout/tagout, roadway safety and rigging. The Consultant will also be responsible for training employees to be certified in the OSHA 10 hour Construction Industry Safety Course. These courses give instructions in the correct safety procedures employees are to follow to protect themselves, their co-workers and the public during the performance of their duties. This work was outsourced since B&T does not possess the resources required to perform these services.

\$109,500.00

The service requirements were publicly advertised as a Discretionary Procurement on August 8, 2014. The scope of work compared with B&T's current contract has been revised with the inclusion of an OSHA 10 hour

Construction Industry Safety Course. The term of the prospective contract has also increased from three to five years. Four firms, Executive Safety & Health Consultants, Inc. (Executive Safety), Pyramid Safety & Health Services (Pyramid), Deerpark 1 Environmental Services (Deerpark) and TSC Training Academy LLC (TSC) submitted proposals. The proposals were evaluated against established criteria set forth in the RFP including qualifications of firm for specific type of work and proposed personnel, depth of understanding of project, record of performance of firm and cost. Based on the committee's review of the four proposals, it unanimously selected Executive Safety based on its: (i) clear and solid understanding of B&T's requirements; (ii) detailed and comprehensive technical approach to performing the work; (iii) highly skilled and qualified personnel and (iv) cost. Pyramid, Deerpark and TSC did not demonstrate as comprehensive an understanding of the scope of work and presented proposals not tailored to B&T's specific requirements. The committee unanimously waived oral presentations and recommended that negotiations be conducted with Executive Safety, the highest rated firm who proposed the second lowest cost in the amount of \$149,250. (Deerpark's proposal of \$58,710 significantly underestimated the cost of the services and therefore was not considered for negotiations.) Negotiations with Executive Safety resulted in a fixed cost of \$109,500 for a five year term, which compares favorably with B&T's estimate of \$115, 650. The new contract's higher negotiated training rate reflects the new fixed rate over a longer time period, which was accounted for in the estimate. In

comparison with the estimate the final negotiated amount of \$109,500 is considered fair and reasonable. Executive Safety is deemed to be a responsible consultant. Executive Safety is a certified MBE.

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

Commissioner Cappelli stated that there are no ratifications.

7. **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.

8. **Public Session**

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

9. **Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 10:45 a.m.

Respectfully submitted,



Julia R. Christ
Acting Assistant Secretary

**Regular Board Meeting
MTA Capital Construction Company
2 Broadway
New York, NY 10004
Wednesday, February 25, 2015
10:00 PM**

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. Allen P. Cappelli
Hon. Jeffrey A. Kay
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Vincent Tessitore
Hon. Polly Trottenberg
Hon. Iris Weinshall
Hon. Carl V. Wortendyke

The following member was absent:

Hon. John H. Banks, III

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Stephen J. Morello, Counselor to the Chairman, Board Member Norman Brown, Board Member Ira Greenberg, Board Member Neal Zuckerman, Carmen Bianco, President, NYCTA, Patrick A. Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, James Ferrara, President, TBTA, Darryl Irick, SVP, NYCTA/DOB, President MTA Bus 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.

Dedication of the New Board Room

The Chairman announced that prior to the meeting, a plaque dedicating the new Board Room to the MTA's first Chairman, Dr. William Ronan was unveiled. The Chairman introduced Dr. Ronan's daughter, Diana Quasha and asked her to speak.

Ms. Quasha's remarks are fully noted in the minutes of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on February 25, 2015.

Public Comment Period

There were ten public speakers, none of whom spoke on MTA Capital Construction Company matters. The names of the speakers and the subject matter of their comments are filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority held on February 25, 2015.

Chairman and Chief Executive Officer's Opening Remarks

The Chairman asked for a moment of silence in the memory of the six people who died in the collision between a Metro North train and a Sports Utility Vehicle near Valhalla, NY earlier this month.

The Chairman welcomed everyone to the first Board meeting at the MTA's new headquarters at 2 Broadway.

The Chairman announced that starting in March, instead of listing a fixed start time for Committee and Board Meetings, a half hour time range will be posted for each meeting. This will permit meetings to start earlier if the prior meeting ends early.

The Chairman's remarks are fully noted in the minutes of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on February 25, 2015.

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 and the MTA Capital Construction Company held on January 22, 2015.

Committee on Finance

Procurement

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

Award of competitively negotiated Personal Service Contract 14346-0100 to Transwestern Commercial Services NY, LLC to perform park property management services for a pocket park located at 48 East 50th Street, adjacent to and above the East Side Access 50th St. Vent Plant, for the amount of \$195,000.

A copy of the Staff Summary and details of the above item is filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on February 25, 2015.

Committee on NYCT & Bus

Combined Action and Procurement Item

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

Assumption of a contract from the Port Authority of New York and New Jersey with Judlau Contracting, Inc., for the rehabilitation of the Cortlandt Street #1 Line Station, in the amount of \$69,658,000 and a modification to the Contract for re-mobilization, extension of the contract duration, escalation costs and additional scope in the amount of \$31,492,000.

A copy of the Staff Summary and details of the above item is filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on February 25, 2015.

Committee on Long Island Rail Road

Procurement

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

A modification to East Side Access Queens Bored Tunnels and Structures contract (CQ032) to add the construction of a duct bench in the Bellmouth Tunnel in the amount of \$2,200,000.

A copy of the Resolution, Staff Summaries and details of the above item is filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on February 25, 2015.

Executive Session

Upon motion duly made and seconded, the Board voted to convene into Executive Session pursuant to Section 105(1)(e) 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

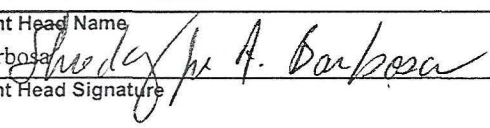
Upon motion duly made and seconded, the Board voted to adjourn the public meeting at 10:45 a.m.

Respectfully submitted,





David K. Cannon
Assistant Secretary

Staff Summary

Subject 2014 Annual Procurement Report
Department MTA Business Service Center
Department Head Name Angel Barbosa
Department Head Signature 
Division Head Name Procurement Directors

Date March 4, 2015
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	3/23/15	X		
2	Board	3/25/15	X		

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

Purpose:

To authorize the filing with the State of New York of the annual MTA All Agency Procurement report for the period January 1, 2014 – December 31, 2014 as required under Section 2879 of the Public Authorities Law ("PAL").

This report includes the following required material:



1. Contracts awarded in 2014 as prepared by each agency with payments made in 2014 as prepared by each agency and
2. Contracts awarded prior to 2014 as prepared by each agency with payments made in 2014 as prepared by each agency.

The report, which is being submitted separately, conforms to the format/content requirements of both PAL Section 2879 as well as the Public Authorities Reporting Information System (PARIS) overseen by the New York State Independent Authorities Budget Office. The current All Agency Procurement Guidelines will be attached to the report, as required by PAL Section 2879.

Many of the contracts on this list came before the Board during the course of the calendar year. The active contracts that were awarded prior to this calendar year were also included in the prior years' annual procurement reports, which have previously been reviewed by the Board.



Staff Summary

Page 1 of 2

Subject MTA Prompt Payment Annual Report 2014
Department Chief Financial Officer
Department Head Name Bob Foran
Department Head Signature 
Project Manager/Division Head Wael Hibri 

Date February 23, 2015.
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Comm.				
2	Board				

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

Purpose:

To report to the Board the compliance by the MTA Business Service Center with the New York State Prompt Payment Legislation.

Discussion:

The Prompt Payment Legislation, implemented in April, 1988 requires that the Authority must pay amounts due under its contracts within 30 days of the receipt of a proper invoice or the receipt of the goods or services, whichever is later. When payment of a proper invoice is delayed beyond the allotted time, the agency must pay interest at the rate set forth by the New York State Commission of Taxation and Finance which is currently at 7.5%, if such interest payment exceeds a ten dollars threshold.

Additionally, the Prompt Payment Legislation requires that the MTA issue an annual report within ninety days after each fiscal year. This report shall include the following:

- 1) A listing of the types of categories of contracts which the Authority entered into during the twelve month period covered by the report, together with a brief description of whether each such type or category of contract was subject to the prompt payment requirements promulgated by the Authority and, if not, the reasons why;
- 2) The total amount and number of interest payments made to vendors for contracts allocated to the type or category;
- 3) The number of interest "chargeable" days and the total number of days required to process each delayed/late contract vendor payment; and
- 4) A summary of the "principal" reasons why such delayed/late payments occurred.

For the current period, the total amount of prompt payment interest paid, Agency-wide is \$80,011 on a total invoice value paid of \$9,860,533,080.

The principal reason for the late payments is as follows:

- 1) Public works (Capital) related invoices are approved in a capital system outside of the PeopleSoft environment. On occasion (.0097%) invoices are not remitted timely to PeopleSoft. We are aware of the issue and are addressing it.

The Legislation requires the MTA to file the report with the State Comptroller, State Director of the Budget, the Chairman of the Senate Finance committee, and the Chairman of the Assembly Ways and Means Committee.

Enclosed is a copy of the Annual Prompt Payment Report for 2014, which will be filed by the MTA in accordance with the legislation requirement.

[illegible]

METROPOLITAN TRANSPORTATION AUTHORITY
2014 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY: MTA - LONG ISLAND RAIL ROAD

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	INTEREST		CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
			NUMBER OF PAYMENTS	AMOUNT PAID			
1. PURCHASE CONTRACTS	YES		0	\$0.00	0	0	
2. PUBLIC WORKS	YES		0	\$0.00	0	0	
3. PERSONAL SERVICES	YES		0	0.00	0	0	
4. REAL ESTATE	YES		0	0.00	0	0	
5. PUBLIC UTILITIES	NO		0	0.00	0	0	
6. MISCELLANEOUS	YES		0	0.00	0	0	
TOTALS FOR MTA - LONG ISLAND RAIL ROAD			0	\$0.00	0	0	

METROPOLITAN TRANSPORTATION AUTHORITY
2014 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY: MTA - METRO-NORTH RAILROAD

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	INTEREST		CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
			NUMBER OF PAYMENTS	AMOUNT PAID			
1. PURCHASE CONTRACTS	YES	N/A	0	\$0.00	0	0	
2. PUBLIC WORKS	YES	N/A	0	0.00	0	0	
3. PERSONAL SERVICES	YES	N/A	0	0.00	0	0	
4. REAL ESTATE	YES	N/A	0	0.00	0	0	
5. PUBLIC UTILITIES	NO	N/A	0	0.00	0	0	
6. MISCELLANEOUS	YES	N/A	0	0.00	0	0	
TOTALS FOR MTA - METRO-NORTH RAILROAD			0	\$0.00	0	0	

METROPOLITAN TRANSPORTATION AUTHORITY
2014 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY: MTA - HEADQUARTERS

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	INTEREST		CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
			NUMBER OF PAYMENTS	AMOUNT PAID			
1. PURCHASE CONTRACTS	YES		44	\$80,011.34	570	0	
2. PUBLIC WORKS	YES		0	0.00	0	0	
3. PERSONAL SERVICES	YES		0	0.00	0	0	
4. REAL ESTATE	YES		0	0.00	0	0	
5. PUBLIC UTILITIES	NO		0	0.00	0	0	
6. MISCELLANEOUS	YES		0	0.00	0	0	
TOTALS FOR MTA - HEADQUARTERS			44	\$80,011.34	570	0	

METROPOLITAN TRANSPORTATION AUTHORITY
2014 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY: MTA - LONG ISLAND BUS

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	NUMBER OF PAYMENTS	INTEREST AMOUNT PAID	CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
1. PURCHASE CONTRACTS	YES		0	\$0.00	0	0	
2. PUBLIC WORKS	NO		0	0.00	0	0	
3. PERSONAL SERVICES	YES		0	0.00	0	0	
4. REAL ESTATE	YES		0	0.00	0	0	
5. PUBLIC UTILITIES	NO		0	0.00	0	0	
6. MISCELLANEOUS	YES		0	0.00	0	0	
TOTALS FOR MTA - LONG ISLAND BUS			0	\$0.00	0	0	

METROPOLITAN TRANSPORTATION AUTHORITY
2014 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY: MTA - NEW YORK CITY TRANSIT

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	INTEREST		CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
			NUMBER OF PAYMENTS	AMOUNT PAID			
1. PURCHASE CONTRACTS	YES		0	\$0.00	0	0	
2. PUBLIC WORKS	YES		0	0.00	0	0	
3. PERSONAL SERVICES	YES		0	0.00	0	0	
4. REAL ESTATE	YES		0	0.00	0	0	
5. PUBLIC UTILITIES	NO		0	0.00	0	0	
6. MISCELLANEOUS	YES		0	0.00	0	0	
TOTALS FOR MTA - NEW YORK CITY TRANSIT			0	\$0.00	0	0	

**METROPOLITAN TRANSPORTATION AUTHORITY
2014 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION**

REPORTING AGENCY: MTA - STATEN ISLAND RAILWAY

CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	INTEREST		CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
			NUMBER OF PAYMENTS	AMOUNT PAID			
1. PURCHASE CONTRACTS	YES		0	\$0.00	0	0	
2. PUBLIC WORKS	YES		0	0.00	0	0	
3. PERSONAL SERVICES	YES		0	0.00	0	0	
4. REAL ESTATE	YES		0	0.00	0	0	
5. PUBLIC UTILITIES	NO		0	0.00	0	0	
6. MISCELLANEOUS	YES		0	0.00	0	0	
TOTALS FOR MTA - STATEN ISLAND RAILWAY			0	\$0.00	0	0	

METROPOLITAN TRANSPORTATION AUTHORITY
2014 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY: MTA - BRIDGES AND TUNNELS



CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	INTEREST		CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
			NUMBER OF PAYMENTS	AMOUNT PAID			
1. PURCHASE CONTRACTS	YES		0	\$0.00	0	0	
2. PUBLIC WORKS	YES		0	0.00	0	0	
3. PERSONAL SERVICES	YES		0	0.00	0	0	
4. REAL ESTATE	YES		0	0.00	0	0	
5. PUBLIC UTILITIES	NO		0	0.00	0	0	
6. MISCELLANEOUS	YES		0	0.00	0	0	
TOTALS FOR MTA - BRIDGES AND TUNNELS			0	\$0.00	0	0	

METROPOLITAN TRANSPORTATION AUTHORITY
2014 ANNUAL REPORT OF CONTRACTS AND PAYMENTS SUBJECT TO PROMPT PAYMENT LEGISLATION

REPORTING AGENCY: MTA - BUS COMPANY




CONTRACT CATEGORY	SUBJECT TO PROMPT PAYMENT YES/NO	ITEMS NOT SUBJECT TO PROMPT PAYMENT	INTEREST		CHARGEABLE DAYS	TOTAL DAYS TO PROCESS LATE PAYMENTS	PRINCIPAL REASON(S) FOR LATE PAYMENTS
			NUMBER OF PAYMENTS	AMOUNT PAID			
1. PURCHASE CONTRACTS	YES		0	\$0.00	0	0	
2. PUBLIC WORKS	YES		0	0.00	0	0	
3. PERSONAL SERVICES	YES		0	0.00	0	0	
4. REAL ESTATE	YES		0	0.00	0	0	
5. PUBLIC UTILITIES	NO		0	0.00	0	0	
6. MISCELLANEOUS	YES		0	0.00	0	0	
TOTALS FOR MTA - BUS COMPANY			0	\$0.00	0	0	
GRAND TOTAL FOR MTA - ALL AGENCIES			44	80,011	570	0	

Staff Summary

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

Date March 2, 2015
Vendor Name Various
Contract Number Various
Contract Manager Name Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	3/23/2015			
2	Board	3/25/2015			

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:

of Actions \$ Amount

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

Schedules Requiring Majority Vote

Schedule G: Miscellaneous Service Contract

- Smith Detection = 85,500

1 \$ 85,500.00

MTAHQ proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote

Schedule F: Personal Services Contracts

1 \$ 338,823.60

Schedule G: Miscellaneous Service Contracts

1 \$ 240,000.00

Schedule H: Modifications to Personal Service/Misc. Service Contracts

2 \$ 27,739,000.00

SUBTOTAL 4 \$ 28,317,823.60

MTAHQ presents the following procurement actions for Ratification:

None None

TOTAL 5 \$ 28,403,323.60

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, MARCH 2015
NON-COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

G. Miscellaneous Service Contracts

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

- | | |
|---|-----------------|
| 1. Smith Detection | \$85,500 |
| Maintenance and Upgrade of Proprietary | (Total) |
| Security Related Equipment for MTAPD | |
| Contract No. 15005-0100 | |

Non-Competitive – 36 months

Contractor to provide maintenance and upgrade of proprietary four HazMatID multi-mode hazardous materials detectors and two GasID multi-mode gas detectors for the MTA Police Department. This equipment was purchased between 2006 and 2009 and must be upgraded and maintained by the original equipment manufacturer, Smiths Detection, which is the sole source provider of parts and maintenance for this equipment. The maintenance and upgrade of this equipment is necessary to reduce MTA's vulnerability to possible terrorist attacks and to further enhance MTA's security-related details. The three-year upgrade and maintenance rate of \$14,250 per unit is the same rate charged under the previous three-year agreement. Additionally, this rate is lower than what Smiths Detection charges other federal, state, or city authorities for upgrade and maintenance of its proprietary equipment, thus the total three year cost of \$85,500 is considered fair and reasonable.

LIST OF PROCUREMENTS FOR BOARD APPROVAL, MARCH 2015
COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

F. Personal Service Contracts

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

1. **Kuyimba Inc** **\$338,823.60**
Administration of the Music Under **(not-to-exceed)**
New York program
Contract No. 14245-0100

Competitively negotiated – 3 proposals – 36 months

Consultant to assist Arts for Transit (AFT) in administering the Music Under New York (MUNY) program for a period of three years. Services include daily oversight of more than 7,500 performances annually; daily communication and scheduling of over 350 MUNY individuals and groups; coordination of sponsored and special events and procurement of all supplies and promotional materials related to the program, special events and annual auditions. The hourly rates obligated for this contract are the same rates, i.e., Assistant Administrator at \$23.93 and Administrator at \$33.29 that are being paid under the current three-year, competitively-awarded contract (years 2 and 3 are subject to 3% escalation or CPI whichever is lower).

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. **Jeffrey Miles Robinson**
As-Needed, All Seasonal Ground Maintenance **\$240,000**
& landscaping Services, MTAPD (Stormville, NY) **(not-to-exceed)**
Contract No. 14314-0100

Sealed Bids/Low Bidder – 3 Bids – 36 months

Contractor to perform as-needed ground maintenance and landscaping services for the MTA Police K-9 Facility located in Stormville, NY. Maintenance and landscaping services will include: grass cutting (approximately 21 acres), tree work, driveway maintenance repair, general landscaping and snow plowing services, etc. The fully-loaded hourly rate for these services is \$35/hr. which is lower than the hourly rate of \$41 under the current three-year landscaping contract. Based on the above, this rate is considered fair and reasonable

METROPOLITAN TRANSPORTATION AUTHORITY **COMPETITIVE PROCUREMENTS**

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

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

3. **IBM** **\$13,739,000** Staff Summary Attached
Phase One of MTA's Pension Module Upgrade
Contract No. 14049-0100 (Fixed)

Base Amount = \$33,150,000

To recommend that the Board approve an option to a previously Board-approved, all-agency, competitively negotiated, personal services contract with IBM for additional funding in the amount of \$ 12,490,000 plus a 10% contingency of \$1,249,000 for Phase One of MTA's Pension Module upgrade which includes, data transformation and decommissioning of both of HQ's standalone Defined Benefits (DB) Pension and PeopleSoft Human Content Management (HCM) systems into a new 9.2 Pension module that is integrated with the BSC PeopleSoft 9.2 HCM module. The 9.2 Pension module will enable a defined architecture that allows MTA to implement the remaining pension plans in subsequent phases. This option covers the Defined Benefits Plan data and functionality for Long Island Bus, MTA Long Island Railroad, MTA Metro North Railroad and MTA Police. As a result of negotiations, IBM's proposed fixed price for the Phase One of MTA's Pension Module upgrade of \$15.5 million was negotiated down to a fixed fee of \$12,490,000 for a savings of \$3,010,000 or 19.4%. Based on the above, the negotiated fixed fee of \$12,490,000 is considered fair and reasonable. The MTA Office of Civil Rights established a 10% goal for MBE and 10% goal for WBE Participation for this contract.

4. **All-Agency Enterprise Asset Management** **\$14,000,000** Staff Summary Attached
Consulting Services (not-to-exceed)
Contract Nos. 12021-0100 thru 0900, S/A #3
a. **ABSG Consulting Ltd.**
b. **Accenture, LLP**
c. **Asset Management Consulting LTD (AMCL)**
d. **Atkins North America, Inc.**
e. **CH2M Hill New York, Inc.**
f. **GHD, Inc.**
g. **International Business Machines Corporation (IBM)**
h. **Parsons Brinckerhoff, Inc.**
i. **UMS Group, Inc.**

Base plus previous change order = \$11,499,000

To recommend that the Board approve an amendment to a previously Board-approved, competitively awarded, personal services contract with the nine retainer firms listed above for an additional \$14M to continue to provide All-Agency Asset Management Consulting Services. The work, to date, has resulted in eight distinct work assignments including gap assessments and implementation plans; development of requirements for enterprise asset management software; maintenance planning and reliability initiatives; technology demonstrations and training. This amendment is required for the continuity of the EAM program and will serve as a bridge for advancing current work until a new, competitive RFP is issued. During this interim phase, MTA will continue to award individual work assignments/task orders, pursuant to a mini-RFP competitive process among the retainer firms above. Although the retainer firms available via this contract offer specialized services at rates not impacted by spending volumes or strategic sourcing, MTA Procurement will engage with the vendors in an attempt to lower their rates for services.

Staff Summary

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts



Item Number:

Page 1 of 1

Vendor Name (& Location): IBM	Contract Number: 14049-0100	AWO/Modification # 1
Description: MTA Business Service Center PeopleSoft 9.2 Upgrade	Original Amount: \$33,150,000	
Contract Term (including Options, if any): August 1, 2014 thru July 31, 2017	Prior Modifications: \$0.00	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Budgetary Increases: \$0.00	
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount: \$33,150,000	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	This Request: \$13,739,000	
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	% of This Request to Current Amount: 41.44%	
Requesting Dept/Div & Dept/Div Head Name: Business Service Center/Wael Hibri (W)	% of Modifications (including This Request) to Original Amount: 41.44%	

DISCUSSION:

To recommend that the Board approve an option to a previously Board-approved, all-agency, competitively negotiated, personal services contract with IBM for additional funding in the amount of \$12,490,000 for Phase One of MTA's Pension Module upgrade which includes, data transformation and decommissioning of both of HQ's standalone Defined Benefits (DB) Pension and PeopleSoft Human Content Management (HCM) systems into a new 9.2 Pension module that is integrated with the BSC PeopleSoft 9.2 HCM module. The 9.2 Pension module will enable a defined architecture that allows MTA to implement the remaining pension plans in subsequent phases. This option covers the Defined Benefits Plan data and functionality for Long Island Bus, MTA Long Island Railroad, MTA Metro North Railroad and MTA Police. While Long Island Bus is no longer a functioning MTA operating agency, the MTA has continuing responsibility to handle Long Island Bus pension obligations to former Long Island Bus employees. Currently there are approximately 16,000 active persons covered under the Pension system for the four agencies combined. The base contract for the PeopleSoft upgrade was for a three-year period from August 1, 2014 through July 31, 2017 in the amount of \$33,150,000. This option adds \$12,490,000 plus a 10% contingency of \$1,249,000.

In July 2014, the Board approved the engagement of IBM to provide technical consulting services to Upgrade MTA's core financial system (PeopleSoft ERP consisting of Human Capital Management, Financials and EPM), from version 9.0 to 9.2 and provide an assessment of the HQ Defined Benefits (DB) Pension system. MTA informed the Board that it will either (i) exercise an option to utilize IBM to implement their pension assessment recommendations and present the staff summary to the Board for approval or (ii) solicit a competitive RFP.

At the conclusion of the Pension assessment, IBM provided a detailed HQ DB pension statement of work. After evaluating both the IBM assessment of the statement of work and the Price Waterhouse and Coopers independent validation and verification assessment on IBM statement of work along with the business, logistical and technical ramifications, MTA Project Management decided that it is MTA's best interest to recommend award to IBM for the pension module upgrade to mitigate the inherent project risks associated of having two separate vendors affecting the same code for the Pension upgrade, data cleansing and merger contract. The PeopleSoft Pension module is highly dependent upon the data flows into and out of the PeopleSoft HCM module for system processing, calculations and decision planning. Configuration data decisions within HCM may have adverse effects on the Pension module implementation if not properly coordinated between the two upgrades and implementation projects and potential cost overruns are possible unless the project is tightly coordinated and managed.

As a result of negotiations, IBM's proposed fixed price for the Phase One of MTA's Pension Module upgrade of \$15.5 million was negotiated down to a fixed fee of \$12,490,000 for a savings of \$3,010,000 or 19.4%. Based on the above, the negotiated fixed fee of \$12,490,000 is considered fair and reasonable.

The MTA Office of Civil Rights established a 10% goal for MBE and 10% goal for WBE Participation for this contract.

Staff Summary

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts

Item Number:

Page 1 of 1

Vendor Name (& Location): Various (9 EAM Retainer Firms)		Contract Number: 12021-0100 thru 0900	AWO/Modification # 3
Description: All-Agency Enterprise Asset Management Consultant Services		Original Amount: \$10,000,000	
Contract Term (including Options, if any): May 1, 2013 through April 30, 2018		Prior Modifications: \$ 1,499,000	
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: \$11,499,000	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		This Request: \$14,000,000.00	
Funding Source: <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		% of This Request to Current Amount: 121.8%	
Requesting Dept/Div & Dept/Div Head Name: Executive / Enterprise Asset Management / C. Stewart		% of Modifications (including This Request) to Original Amount: 154.0%	

To recommend that the Board approve an amendment to a previously Board-approved, competitively awarded, personal services contract with the nine retainer firms listed below for an additional \$14,000,000.00 to continue to provide All-Agency Asset Management Consulting Services.

- | | | |
|--|-------------------------------|------------------------------|
| 1. ABSG Consulting, Ltd. | 4. Atkins North America, Inc. | 7. IBM Corporation |
| 2. Accenture, LLP | 5. CH2M Hill New York, Inc. | 8. Parson Brinckerhoff, Inc. |
| 3. Asset Management Consulting, Ltd (AMCL) | 6. GHD, Inc. | 9. UMS Group, Inc. |

In April, 2013 the Board approved a contract to provide asset management services for the purpose of initiating an Enterprise Asset Management (EAM) program across all agencies. Asset management supports the move from a reactive maintain-and-replace model to a model that promotes a more proactive whole-life approach to maintaining MTA's nearly \$1 trillion asset base. Managing this extensive asset base 24/7 is costly and complex. By managing assets more uniformly across the enterprise, organizations can, through common business practices, economies of scale, and data sharing: (i) improve asset utilization and performance, (ii) reduce asset-related operating costs, (iii) reduce capital costs, (iv) optimize scheduled work and (v) reduce unscheduled work. In addition, the FTA has promulgated new asset management requirements as a funding stipulation under MAP-21.

The original Board-approved contract allowed all agencies to proceed with the early stages of planning the EAM Program. This involved education, critical examination of where we are and where we need to be, requirements for an Asset Management Information System (AMIS), and putting into place technical and program management capabilities. The work, to date, has resulted in eight distinct work assignments including gap assessments and implementation plans; development of requirements for enterprise asset management software; maintenance planning and reliability initiatives; technology demonstrations and training. Each Agency will have, at the conclusion of this stage, an implementation road-map outlining the work required to become world class asset managers as benchmarked against international peers.

The authorized amount of \$10M allowed for EAM program start-up only, which included planning and design projects as well as program proof of concepts. The information gathered by the planning stage activities proved the EAM business case and provided the scope for the 5 year program. The success of this phase of the program has created opportunities for rapid improvements across the agencies requiring additional procurement authorization to realize benefits from these the next stage of activities. These activities will involve optimized operations through business process reviews; "quick win" demonstration projects; and agency-wide improvement initiatives which lay the foundation for building a world class asset management system. All projects under the EAM program require additional reviews prior to the commencement of each stage.

This amendment is therefore required for the continuity of the EAM program and will also serve as a bridge for advancing current work while a new, competitive RFP is issued to update the EAM retainer contract. Following a rigorous selection process, recommended vendors will be presented to the Board for approval. The new contract will broaden the pool of vendors, incorporate Federal requirements, and support the next stage of EAM implementation. During this interim phase, MTA will continue to award individual work assignments/task orders, pursuant to a mini-RFP competitive process among the retainer firms set forth above. Although the retainer firms available via this contract offer specialized services at rates not impacted by spending volumes or strategic sourcing, MTA Procurement will engage with the vendors in an attempt to lower their rates for services. The MTA's Department of Diversity and Civil Rights established 10% MBE and 10% WBE goals for these contracts.

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MARCH 2015
MTA REAL ESTATE
LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL

ACTION ITEMS

MTA NEW YORK CITY TRANSIT

Surrender of Jackson Avenue substation development rights

Master lease with Columbus Development LLC for the retail concourse at 59 St - Columbus Circle Station

MTA LONG ISLAND RAIL ROAD

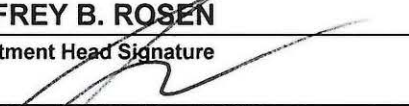
License agreement with Oyster Rides LLC for a taxi dispatch office and 3 taxi parking spaces at LIRR's Massapequa Station, Massapequa, New York

METROPOLITAN TRANSPORTATION AUTHORITY

All-Agency Real Property Disposition Guidelines and All-Agency Personal Property Disposition Guidelines required by Public Authorities Law Sections 2895-2897
(Separately distributed)


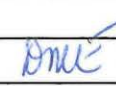
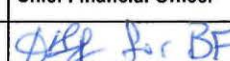
Sale of transferrable development rights and surplus fee interests in MTA property located at Queens Block 403 Lot 1

Staff Summary

Subject SURRENDER OF DEVELOPMENT RIGHTS
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ROBERT PALEY / JOSEPH CHAN

Date March 23, 2015
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	03/23/15	X		
2	Board	03/25/15	X		

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

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

LANDLORD: City of New York ("City")

LOCATION: 28-20 Jackson Avenue, Long Island City, NY 11101 (Block 264, Lot 15) (the "Subject Property")

ACTIVITY: Surrender of unused development rights (approximately 56,250 square feet) and acquisition of emergency access easement

ACTION REQUESTED: Approval of terms

COMPENSATION: Fair market value

COMMENTS:

The Subject Property, which is owned by the City and leased to NYCT pursuant to the 1953 City/NYCT master lease (the "Master Lease"), is fully occupied by a five-story NYCT power substation (the "Substation"). The Substation provides electricity to the #7, N, Q, M and E subway lines at the intersection of Queens Boulevard and Northern Boulevard in Long Island City, Queens. The Subject Property is surrounded on three sides by a privately-owned property (the "Adjoining Property"), on which the Adjoining Property's owner, LIC Development Owner, L.P. ("LIC"), intends in all events to build an as-of-right residential development (the "Project"). As initially designed, the Project would have blocked access to an existing emergency exit at the rear of the Substation, and consequently NYCT and LIC entered into negotiations to establish an easement in NYCT's favor for emergency ingress and egress to the Substation over LIC's property (the "Easement").

In the course of such discussions, it was noted that a one-time opportunity exists, in accordance with the City's zoning ordinance, for the unused development rights associated with the Subject Property (the "Development Rights") to be conveyed to LIC by means of a zoning lot development agreement ("ZLDA") in accordance with the New York City Zoning Resolution, thereby enabling LIC to effect a relatively modest increase in the number of units in the Project (approximately 75 in addition to the 1,789 units allowed in the absence of such conveyance) and the City and/or NYCT to monetize air rights that would otherwise have no value to them given the existence of the Substation.

The proposed transaction would follow the precedents established by the East 211th Street, East Houston Street and Gun Hill Road transactions that the Board approved on June 5, 2013, July 22, 2013 and November 14, 2013, respectively. Thus, NYCT would surrender the Development Rights to the City, for sale to LIC by the NYC Economic Development Corporation ("NYCEDC") in consideration of -- in addition to the Easement, to be granted in favor of the Subject Property

Staff Summary

FINANCE COMMITTEE MEETING Surrender of Development Rights (Cont'd.)

and for NYCT's beneficial use under the Master Lease -- a purchase price equal to the fair market value of the Development Rights as determined by an independent appraiser to be engaged by EDC. The resulting proceeds, net of NYCEDC's administrative fee and out-of-pocket expenses, would be applied towards the City's operating budget, but an equivalent amount would be contributed by the City toward the MTA's 2010 - 2014 capital program.

Based on the foregoing, MTA Real Estate requests authorization to surrender the Development Rights to the City and obtain the benefit of the Easement, on the above-described terms and conditions.

Staff Summary





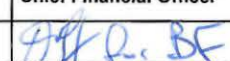
Metropolitan Transportation Authority

Page 1 of 2

Subject Master lease agreement
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name LEAH BASSKNIGHT

Date March 23, 2015
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	3/23/15	X		
2	Board	3/25/15	X		

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

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

TENANT: Columbus Development LLC d/b/a Turnstyle ("Turnstyle")

PREMISES: Approximately 27,000 square feet of space at NYCT's 59 Street-Columbus Circle station

ACTIVITY: Operation of retail center under master lease

ACTION REQUESTED: Approval of modified terms

COMMENTS:

As described in the attached Board-approved staff summary (the "2013 Staff Summary"), Turnstyle (formerly called "DropBy"), plans to construct a shopping center in the IND mezzanine at the 59 Street-Columbus Circle Station (the "Premises"). The shopping center will be a desirable retail destination not only for NYCT's customers using the station, but also for tourists, residents and workers in the Columbus Circle area. While use of the passageway and entrances for NYCT's customers will be preserved, Turnstyle's project will demonstrate that under-utilized subway mezzanines such as the Premises can be transformed to accommodate first-class retail space, at once providing amenities to customers and increased revenues to NYCT.

Since the Board's approval of the terms summarized in the 2013 Staff Summary, Turnstyle has successfully marketed the Premises to an eclectic mix of prospective subtenants, the likes of which has never heretofore been seen in the subway system. At the same time, Turnstyle's plans for the Premises have evolved to encompass substantial modifications to the existing corridor, base building systems and storefronts to accommodate additional stores, as well as installation of a new conveyor system for deliveries and garbage removal; and consequently Turnstyle's anticipated capital investment has increased dramatically, from the approximately \$5 million amount (net of leasing commissions) that was referenced in the 2013 Staff Summary to in excess of \$14 million. And Turnstyle's projected operating expenses (particularly for cleaning and waste removal) have likewise substantially increased, as the number of stores has increased and Turnstyle has found it necessary to commit to a higher level of common area maintenance ("CAM") than it had initially anticipated.

In recognition of these increased capital costs and operating expenses, and as required in order to attract institutional third-party debt and equity investment without which Turnstyle would be unable to finance the project, MTA Real Estate proposes to make the following adjustments to the terms that were set forth in the 2013 Staff Summary: (a) for purposes of the 2013 Staff Summary (and this one), "opening" will be deemed to have occurred when subtenants are open for business in at least 20% of the retail space in the Premises; (b) the initial term of the lease will run through the 21st anniversary of such date, and accordingly the tenant's extension option will be for nine years, rather than ten; (c) while the base rent will remain unchanged, the percentage rent breakpoint will increase during years 3-18 after opening, by \$11,400 for each \$100,000 increment in final certified development capital expenditures over \$7.3 million (to reflect projected debt

Staff Summary

FINANCE COMMITTEE MEETING

Subject (Cont'd.)

service with respect to such incremental cost); and (d) for purposes of calculating percentage rent, the amount of CAM that may be excluded from "gross revenues" will be increased from 3% to 10% of gross revenues, contingent upon Turnstyle maintaining specified staffing levels and itself incurring carting expenses that were previously expected to be borne directly by subtenants.

MTA Real Estate believes that these adjustments are not only fair and reasonable, in light of Turnstyle's increased investment, but necessary in order to leverage such investment and financially advantageous to the MTA. As was noted in the 2013 Staff Summary, when the MTA selected Turnstyle for designation as the developer for the project, MTA Real Estate did not anticipate that the MTA would realize significant amounts of percentage rent, and accordingly such rent was *not* a significant factor in the MTA's selection of Turnstyle. However, by virtue of higher sublease rents engendered by the increased investment that is now contemplated, it now appears likely that, notwithstanding the above-described adjustments, such rent will be payable in amounts substantially in excess of our initial projections, possibly increasing as much as fourfold.

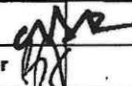

Based on the foregoing, MTA Real Estate requests authorization to enter into a master lease agreement with Turnstyle on the terms reflected in the 2013 Staff Summary, as modified as described above.

Staff Summary

Subject Master Lease Agreement
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature
Project Manager Name LEAH BASSKNIGHT

Date NOVEMBER 12, 2013
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	11/12/13	X		
2	Board	11/13/13	X		

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

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

TENANT: Columbus LLC d/b/a Drop By at Columbus Circle ("Drop By")

PREMISES: As shown on the attached Exhibit A, approximately 27,000 square feet of space at NYCT's 59 Street-Columbus Circle station (the "Station"), consisting of 13 stores collectively containing approximately 11,500 square feet of retail space (the "Stores"). In addition, Tenant will have limited rights and obligations with respect to the adjoining public circulation space underlying 8th Avenue (the "Common Area"), a portion of which may be used for retail kiosks.

ACTIVITY: Operation of retail center under master lease

PERMITTED USES: Retail uses of the level of quality generally prevailing at other high-quality shopping malls associated with transportation facilities in New York City, such as, by way of example, the below-grade retail concourses at Rockefeller Center and the up-to-date terminals at the New York area's major airports (the "Retail Standard")

ACTION REQUESTED: Approval of terms

TERM: From commencement of construction until 20 years after opening, plus one 10-year extension period at Tenant's option

COMPENSATION: In the first year after opening, 10% of Tenant's net operating income. In the second year after opening, 10% of Tenant's gross revenue (with no breakpoint). Thereafter, annual base rent plus a percentage of such gross revenue over a breakpoint, as follows:

Year (after opening)	Annual Base Rent	% Increase	PSF of floor area in Stores	Percentage	Breakpoint
3	720,000	3%	63	20%	2,775,000
4	741,600	3%	64	20%	2,775,000
5	763,848	3%	66	20%	2,775,000
6	786,763	3%	68	20%	2,913,750
7	810,366	3%	70	20%	2,913,750
8	834,677	3%	73	20%	2,913,750
9	859,718	3%	75	20%	2,913,750
10	885,509	3%	77	20%	2,913,750

Staff Summary

FINANCE COMMITTEE MEETING

Columbus Circle Master Lease (Cont'd.)

p. 2 of 4

11	912,074	3%	79	22%	3,059,438
12	939,437	3%	82	22%	3,059,438
13	967,620	3%	84	22%	3,059,438
14	996,648	3%	87	22%	3,059,438
15	1,026,548	3%	89	22%	3,059,438
16	1,057,344	3%	92	24%	3,212,409
17	1,089,065	3%	95	24%	3,212,409
18	1,121,737	3%	98	24%	3,212,409
19	1,155,389	3%	100	24%	3,212,409
20	1,190,050	3%	103	24%	3,212,409
21*	1,225,752	3%	107	26%	3,373,029
22*	1,262,524	3%	110	26%	3,373,029
23*	1,300,400	3%	113	26%	3,373,029
24*	1,339,412	3%	116	26%	3,373,029
25*	1,379,594	3%	120	26%	3,373,029
26*	1,420,982	3%	124	28%	3,373,029
27*	1,463,612	3%	127	28%	3,373,029
28*	1,507,520	3%	131	28%	3,373,029
29*	1,552,746	3%	135	28%	3,373,029
30*	1,599,328	3%	139	28%	3,373,029

*Beginning in year 21, the base rent will be reset to the sum of the base rent listed above plus 75% of the average percentage rent that would have been payable by the Tenant to the Landlord during years 18 and 19 of the initial 10-year lease term if the retail space had been fully leased throughout such period at the average effective rent per square foot that Tenant received from its subtenants during such two-year period

For purposes of the foregoing, "gross revenues" will exclude certain common area maintenance fees that may be charged to subtenants, not to exceed 3% of total subtenant rents, and revenue from advertising. Following the expiration of the MTA's current agreement with CBS Outdoor, Inc., Drop By may introduce digital advertising displays in the Premises. The MTA would receive 70% of the gross revenues generated by the advertising, after the cost of the installation of digital display installations are first recouped from revenues by Tenant.

SECURITY:

At lease signing, 25% of the year 5 base rent. At start of construction a guaranty of completion from a creditworthy Tenant principal or a letter of credit in the amount of 125% of the projected construction cost.

ASSIGNABILITY:

With Landlord consent (not to be unreasonably withheld) following full lease-up or in connection with exercising of remedies by persons providing financing to Tenant

COMMENTS:

The Premises comprises one of the only true "shopping centers" in the NYCT system and (pending the completion of the Fulton Center) by far its largest. For that reason, and because the Premises are located on the Station's periphery (in a section of the Station's "free zone" that does not accommodate transfers between lines), the Premises are ideally suited to disposition by means of a master lease. Accordingly, in 2012, MTA Real Estate issued a request for proposals from prospective master lessees (the "RFP"), seeking an experienced retail developer and operator to (1) supplement NYCT's investment in the Station as needed to transform the Premises into a unique and highly desirable retail destination; (2)

Staff Summary

FINANCE COMMITTEE MEETING

Columbus Circle Master Lease (Cont'd.)

Page 4 of 4



engage brokers to market the Stores, and pay the commissions of such brokers, (3) select, enter into subleases with and manage a mix of high-quality subtenants; (4) enforce subleases, and address vacancies resulting from subtenant defaults, as well as vacancies resulting from expirations of subleases in the normal course, (5) operate, maintain and periodically renovate the Premises at its own cost and risk on a long-term basis; and (6) pay to the MTA a percentage of such master lessee's income from the Stores (in excess of an appropriate breakpoint), as well as guaranteed base rent.

In response to the RFP, MTA Real Estate received five proposals, of which one, submitted by a firm called 2 Cute/2 Sweet Group, was subsequently withdrawn.

In evaluating the proposals, MTA Real Estate considered the rent proposed by the master lessee (both the "base rent", or guaranteed rent, and percentage rent and breakpoint), the likelihood that the net lessee's rental projections would be achieved, the likelihood that the proposer's retail concept and amount of investment would achieve the goals set forth in the RFP as described above, and the proposers' experience with similar projects.

Of the four proposers apart from 2 Cute/2 Sweet Group, Drop By has offered the highest guaranteed base rent (as set forth above, the present value of which with respect to the initial 20-year term is \$5,432,590, calculated using a 9% discount rate). It has also proposed to make the most extensive capital improvements to the Premises, at estimated cost (excluding leasing commissions and marketing) in excess of \$5 million and to include, most significantly, the installation of equipment to provide air conditioning in the Common Area. Such investment is desirable as an end in itself (as MTA Real Estate seeks to demonstrate the suitability of NYCT locations for high quality retail) and as a measure of the commitment of the prospective Tenant to maintaining a high-quality center over the long haul. Moreover, Drop By anticipates that such investment will enable it to generate relatively high subtenant rents, which, to the extent realized, would in turn generate percentage rent for the MTA. However, given the proposed breakpoints (as set forth above), the prospect of receiving such percentage rent has not been a significant factor in MTA Real Estate's determination that Drop By's proposal is the most advantageous to the MTA.

The following is a summary of the other proposals:

Zoya Kapoor submitted a proposal in which he offered to pay, over an initial 20-year term, base rent having a present value of \$2,066,340 (\$18.78 per square foot in year 1 following lease-up of the Stores, increasing by 3% per year), plus 50% of his gross revenues over a breakpoint that would start at \$62 per square foot and increase by 2.5% per year. Although Mr. Kapoor projected sublease rents starting at \$150 per square foot, he proposed to make only a very small capital investment (totaling \$300,000 or less) that would have done very little to enhance the marketability of the Stores, which MTA Real Estate would expect him to be able to rent "as is" to end users for \$80 per square foot at most.

The Quinlan Group proposed to pay, over such 20-year term, base rent having a present value of \$2,748,914 (\$19.50 per square foot in Year 1), plus 15% of gross rent with no breakpoint. Unlike Mr. Kapoor, Quinlan anticipated making a substantial capital investment in the Premises comparable to that envisioned by Drop By, yet Quinlan only projected sublease rents of \$100 per square foot and, as noted, offered far less base rent than Drop By. Quinlan would have had to achieve subtenant rents of at least \$170 per square foot in order to generate combined base and percentage rent having a present value in excess of the present value of the base rent promised by Drop By.

Arena Equities proposed to pay, over such 20-year term, base rent having a present value of just \$1.076 million (with a "teaser" year 1 rent of \$35.65 per square foot that would have been reduced to under \$2 per square foot in Year 2), plus 25% of gross rent over a breakpoint of \$113 per square foot. Arena projected average subtenant rents at \$100 per square foot, following a capital expenditure of \$1.75 million.

MTA Real Estate believes that awarding a master lease of the Premises to Drop By will achieve the goals enumerated in the first paragraph of this staff summary. The alternative to awarding such a lease, namely leasing the Stores on a space-by-space basis in-house, would not likely produce significantly better financial results or create an ideal mix of end users within a reasonable time frame and would leave the MTA exposed to ongoing risks associated with individual end user defaults.

Drop By's principals are Susan Fine, who was the MTA's Director of Real Estate when Grand Central Terminal was renovated in the 1990s, and 40 North Properties, a privately held real estate investment company headed by Howard Glatzer. Ms. Fine has overseen a wide variety of residential and commercial projects while working on behalf of prominent real estate companies including Fisher Brothers, Starret Corp., Tishman Speyer Properties, and Olympia &

Staff Summary

FINANCE COMMITTEE MEETING

Columbus Circle Master Lease (Cont'd.)

Page 4 of 4

York. Mr. Glatzer has significant experience in real estate investing, having sourced and managed projects at Latus Partners, The City Investment Fund, and Blackacre Capital Management.

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

Staff Summary

Subject
LICENSE AGREEMENT
Department
REAL ESTATE
Department Head Name
JEFFREY B. ROSEN
Department Head Signature
Project Manager Name
ROBERT GOLDBERG

Date
MARCH 23, 2015
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	3/23/15	X		
2	Board	3/25/15	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal <i>RF</i>
3	Chief of Staff <i>ONE</i>		
2	Chief Financial Officer		
	<i>OFF R. BF</i>		

AGENCY: MTA Long Island Rail Road ("LIRR")
 LICENSEE: Oyster Rides LLC ("Oyster Rides")
 LOCATION: Massapequa Station, Massapequa, New York
 ACTIVITY: Taxi dispatch office with three taxi parking spaces
 ACTION REQUESTED: Approval of terms
 TERM: 5 years, terminable at will by LIRR on 60 days' notice
 SPACE: Dispatch office consisting of approximately 184 s/f and 3 taxi parking spaces
 COMPENSATION:

<u>Year</u>	<u>Annual</u>	<u>Monthly</u>	<u>Increase</u>
1	\$18,732.00	\$1,561.00	
2	\$19,294.00	\$1,607.33	3%
3	\$19,873.00	\$1,656.08	3%
4	\$20,435.00	\$1,702.92	3%
5	\$21,048.00	\$1,754.00	3%

COMMENTS:

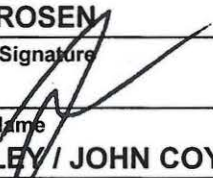
MTA Real Estate recently issued a request for proposals ("RFP") to license a taxi dispatch office and three taxi parking spaces located at LIRR's Massapequa Station, in Massapequa, New York and received two proposals. Oyster Rides submitted a proposal with a present value, calculated at a 9% discount rate, of \$76,926.72 for the five-year term. The other proposal was submitted by Sunset Airport Trans Corp. which submitted a proposal with a present value of \$13,760.14. The compensation offered by the high proposer, Oyster Rides, LLC, approximates the fair market value for dispatch offices and taxi parking spaces as evidenced by the many proposals MTA Real Estate has recently received in response to RFPs for dispatch offices and taxi spaces at various locations in the LIRR service area.

Staff Summary

FINANCE COMMITTEE MEETING License Agreement (Cont'd.)


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

Staff Summary

Subject SALE OF SURPLUS PROPERTY
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ROBERT PALEY / JOHN COYNE

Date MARCH 23, 2015
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	3/23/15	X		
2	Board	3/25/15	X		

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

AGENCY: Metropolitan Transportation Authority ("MTA")

BUYER: Queens Plaza Park Development, LLC ("QPP")

LOCATION: Queens Block 403, consisting of Lot 1 (the "MTA Property") and Lots 21 and 26 (the "QPP Property")

ACTIVITY: Sale of transferable development rights and surplus fee interests

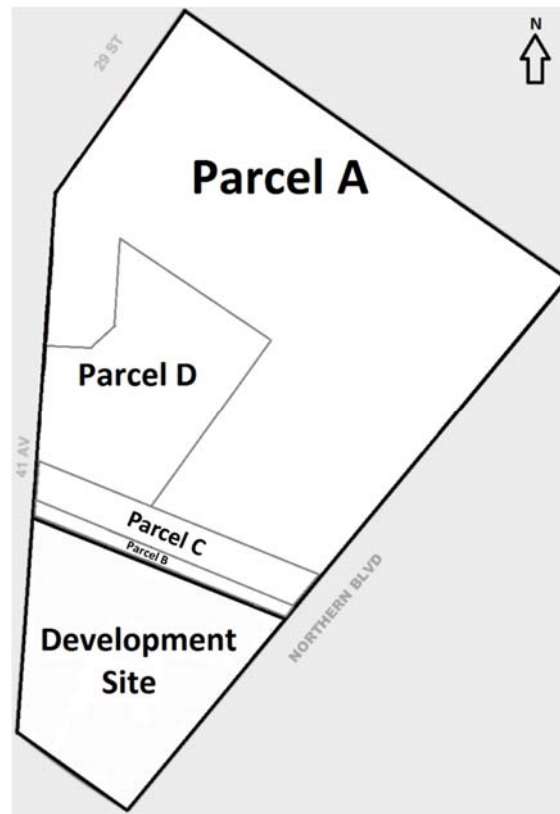
ACTION REQUESTED: Approval of terms

PROPERTY TO BE RETAINED BY MTA: Land identified as "Parcel A" on site plan below (including the portion of the same on which a New York City Transit vent facility is located), plus easements (as described below) with respect to land identified as "Parcel B", "Parcel C" and "Parcel D" on such site plan.

PROPERTY TO BE CONVEYED BY MTA TO QPP:

- (a) the unused transferable development rights attributable to the portion of Parcel A on which the NYCT vent building is located, which together with the development rights associated with Parcels B, C and D, will provide the developer with approximately 478,000 square feet of transferable development rights (the "TDRs");
- (b) fee title to Parcel B (a 10' by 220' strip), subject to retention by MTA of a temporary easement to retain certain existing tie-backs pending the completion of backfill operations on the MTA Property;
- (c) fee title to Parcel C (a 30' by 230' strip), subject to use restrictions and covenants requiring QPP and its successors and assigns to use Parcel C solely as a rear yard and surface driveway, and subject to retention by MTA of temporary surface easements to be relinquished upon completion of work on Parcel C by MTA Capital Construction ("MTACC") and perpetual easements for the maintenance, repair and replacement of subterranean MTA improvements; and
- (d) fee title to Parcel D (25,000± square feet), subject to use restrictions and a perpetual covenant requiring QPP and its successors and assigns to improve and maintain Parcel D in perpetuity as open space accessible to the public during daylight hours, and subject to retention by MTA of temporary surface easements to be relinquished upon completion of work on Parcel D by MTACC, and perpetual easements for the maintenance, repair and replacement of the MTA's subterranean improvements.

COMPENSATION: \$55,950,000.00



COMMENTS:

MTA acquired the MTA Property in 1987, for use in constructing the East 63rd Street Tunnel Project. The subsurface of the MTA Property is intersected by such tunnel (which is being incorporated into MTACC's East Side Access Project) as well as by NYC Transit's Queens Boulevard line tunnel, and the surface of the MTA Property is currently used by MTACC as a staging area for the East Side Access Project. In due course, when MTACC no longer needs it for staging, the MTA Property will to some extent be available for redevelopment. However, as a practical matter, due to load restrictions relating to such tunnels, only a fraction of the development rights associated with the MTA Property would ever be usable on the MTA Property. Accordingly the TDRs constitute surplus property and, in December, 2014, MTA Real Estate issued a request for proposals to acquire such excess development rights for off-site use (the "RFP").

Under the New York City Zoning Resolution, properties are assigned to specified zoning districts, each of which has a specified floor area ratio ("FAR") which, when multiplied by the lot area of the zoning lot, produces the maximum amount of floor area allowed on that zoning lot. Unused floor area development rights can be transferred from a zoning lot to an adjacent zoning lot, but generally cannot be transferred across a street or across zoning district boundary lines. The QPP Property and the western portion of the MTA Property are located in one zoning district, which allows for a maximum FAR of 12, and the eastern portion of the MTA Property is located in another, which allows for a maximum FAR of 5.0. Thus, there are currently approximately 744,000 square feet of development rights associated with the western portion of the MTA Property (which can only be transferred to the QPP Property, and of which QPP proposes to purchase 478,000) and approximately 340,000 square feet of non-transferable development rights associated with the eastern portion of the MTA Property.

QPP intends to construct an as-of-right residential building (including limited commercial space) on the QPP Property and Parcel B, using the TDRs to supplement its own development rights.

An environmental assessment (EA) was performed to determine whether there are any environmental impacts associated with the transfer of air rights and related actions, which would allow QPP to increase the height of the building it otherwise could build on its site from approximately 38 stories to 77 stories, and resulting in an additional 512,247 additional gross square feet (as distinct from zoning floor area) on the development site. This additional area represents up to an additional 490 residential units. The EA analyzed in detail the possible impacts that the proposed actions could have on the environment, using the methodologies described in the New York City Environmental Quality Review

Staff Summary

FINANCE COMMITTEE MEETING Subject (Cont'd.)

(CEQR) Technical Manual. The EA concluded that that there would be no significant adverse environmental effects from the increases in the number of additional units and height of the building and, accordingly, supports the adoption of a Negative Declaration as it applies to the proposed actions. The results are described in the EA and the draft Negative Declaration separately provided to the Board.

QPP initially offered \$26,914,690 for the TDRs. However, following negotiations, QPP has agreed to pay a total of \$55,950,000, or \$117 per square foot of development rights to be used by QPP, an amount that slightly exceeds the appraised value of such development rights as determined by an independent appraiser engaged by MTARE as required by the Public Authorities Law. The entire purchase price will be payable closing; however, a portion of the same in the amount of \$8,535,304 will be deposited into escrow at closing, either as cash or a letter of credit, and released to the MTA from escrow as follows: \$1,440,000 upon relinquishment by MTACC of its temporary easements on Parcel C; and \$7,095,304 upon relinquishment by MTACC of its temporary easements on Parcel D. In addition, QPP will either widen the Queens Plaza Station subway stair at the northeast corner of Northern Boulevard and 41st Avenue, located adjacent to the QPP Property, or construct a second splayed entrance (with stairs connecting at the base of the existing entrance but rising in the opposite direction of the current entrance), at an estimated cost of approximately \$1 million; install and maintain landscaping on Parcel D (eventually, after MTACC is finished working on the MTA Property), at an estimated initial cost of \$3,500,000, and ongoing expense of approximately \$15,000 annually, which will ultimately enhance the value for redevelopment of the balance of the MTA Property; and reimburse the MTA for the MTA's outside counsel, design consultant, and appraisal expenses.

QPP is a joint venture between the Property Markets Group, Inc., a New York City-based property developer, and Kamran Hakim, a New York City-based real estate investor. QPP's principals have sufficient financial resources to fulfill all obligations associated with this transaction.

Based on the foregoing, MTA Real Estate requests that the Board (i) authorize the CEO or his designee to execute the Negative Declaration; and (ii) authorize MTA Real Estate to enter into a zoning lot development agreement, purchase and sale agreement, reciprocal easement agreement and other agreements as necessary to consummate this transaction with QPP on the above-described terms and conditions.

RESOLUTION

WHEREAS, the Board is considering a proposed sale of transferable development rights and surplus fee interests to Queens Plaza Park Development, LLC (“QPP”), under terms as described in the staff summary submitted to the Board, that would enable QPP to increase the height of the predominately residential building it otherwise would build on its site, Queens Block 40, Lots 21 and 26, from approximately 38 stories to 77 stories, and to construct up to 490 additional residential units;

WHEREAS, a Full Environmental Assessment Form, along with a more detailed Environmental Assessment Report prepared by the environmental consulting firm AKRF, Inc. (collectively, the “Environmental Assessment” or “EA”) has been distributed to the MTA Board;

WHEREAS, the EA analyzed the possible impacts that the proposed actions may have on the environment, using the methodologies described in the New York City Environmental Quality Review (CEQR) Technical Manual;

WHEREAS, the EA concluded that that there would be no significant adverse environmental impacts resulting from the transfer of development rights and fee interests that would allow increases in the number of additional units and height of the QPP’s building;

WHEREAS, a draft Negative Declaration has been prepared and distributed to the MTA Board pursuant to the State Environmental Quality Review Act (“SEQRA”);

WHEREAS, the MTA Board has considered the EA and the draft Negative Declaration;

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

RESOLVED, that based upon the Environmental Assessment, the MTA Board finds and determines that the proposed sale of transferable development rights and surplus fee interests to Queens Plaza Park Development, LLC, will not result in any significant adverse environmental impacts; and it is further

RESOLVED, that the Negative Declaration is approved pursuant to SEQRA and the Chairman and Chief Executive Officer, or his designee, is authorized to execute it.

Item Number						SUMMARY INFORMATION	
Dept & Dept Head Name: Lower Manhattan Projects, U. Durg						Vendor Name	
						Contract Number	
						Downtown Design Partnership	
Division and Division Head Name:						PS850	
						Description	
						Assumption of Agreement for Expert Professional Architectural and Engineering Services for the Permanent World Trade Center Path Terminal on a Task Order Basis and Modification No. 1	
Board Reviews						Total Amount	
Order	To	Date	Approval	Info	Other	Assumption of Contract: \$ -0-	
						Modification No. 1: \$ 3,788,671	
						Total Contract Amount: \$ 3,788,671	
1	NYCT and Bus Committee	3/23/15	X			Contract Term	
2	Finance Committee	3/23/15	X			42 Months	
3	Board	3/25/15	X			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	
Internal Approvals						Procurement Type	
Order	Approval	Order	Approval	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive			
3	Sr. Vice President & General Counsel	5	President	Solicitation Type			
2	Vice President, Program Controls	4	Interim Executive Vice President	<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Assumption & Modification			
1	Chief Procurement Officer			Funding Source			
						<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION:

- To obtain Board approval to accept the assignment and assume a Contract between the Port Authority of New York and New Jersey ("PANYNJ") and the Downtown Design Partnership, a joint venture of AECOM and STV Inc. ("DDP"), for Expert Professional Architectural and Engineering Services for the Permanent World Trade Center Path Terminal on a Task Order Basis. MTACC is seeking permission to assume only the portion of this contract that is related to the reconstruction of the Cortlandt Street #1 Line Station.
- In accordance with Article XIII of the MTA All-Agency Guidelines for the Procurement of Services, to obtain Board approval to modify the contract to add certain design support services and construction phase services for the not-to-exceed amount of \$3,788,671 and a duration of 42 months.

II. BACKGROUND

On February 25, 2015, the MTA Board approved the assumption and modification of a contract between PANYNJ and Judlau Contracting, Inc. for the rehabilitation of the Cortlandt Street #1 Line Station (the Judlau Contract"). The Board was advised at that time that MTACC would be back to the Board shortly with this request in order to provide the design and construction phase services necessary to complete the Station.

III. DISCUSSION:

In June 2003, PANYNJ issued a Request for Proposal for architectural and engineering design services for the permanent World Trade Center PATH Terminal. PANYNJ received three proposals and, in October 2003, awarded the Contract to DDP (the DDP Contract"). Pursuant to various task orders issued under the DDP Contract, DDP completed the design of the Cortlandt Street #1 Line Station. By

this action, MTACC seeks Board approval to assume that part of the DDP Contract and the relevant task orders, and all of PANYNJ's rights thereunder, related to the reconstruction of the station. Thus, MTACC will acquire, among other things, PANYNJ's rights to the design documents, as well as the ability to engage DDP to update and modify the design documents as necessary and to provide construction phase services in connection with the Judlau Contract for the reconstruction of the station.

Updates to the design documents are required because, while NYCT User Groups provided comments during the design process, not all of their comments were incorporated into the final design. Differing site conditions and other issues may also require revisions to the design documents. As the designer of record for this project, DDP is best suited to make these design changes. Similarly, DDP is best suited to provide construction phase services such as reviewing contractor submittals and responding to contractor requests for information or clarification with regard to the design documents.

Accordingly, in addition to authorization to assume the DDP Contract, MTACC seeks Board Approval to modify the contract to add the above-described design services. Moreover, while the DDP Contract provides for construction phase services generally, PANYNJ has not yet issued a task order for the construction phase services required for Phase 2 of the Judlau Contract to complete the Cortlandt Street #1 Line Station. Thus, MTACC seeks Board Approval to modify the DDP Contract to add the required construction phase services as well as to add MTA's standard contract Terms and Conditions and the obligation to meet MTA's insurance requirements.

DDP proposed \$3,779,754 for the proposed scope of work while MTACC's estimate is \$4,688,498. Negotiations were held and DDP was requested to revise their proposal to include some additional support hours. The parties agreed to a not-to-exceed cost of \$3,788,671 which reflects agreement on labor hours and rates, the incorporation of the MTA Audit recommended overhead rate along with fee and other indirect costs. The negotiated costs are considered to be fair and reasonable.

AECOM has pre-existing Significant Adverse Information ("SAI") as defined in the All-Agency Responsibility Guidelines. By memorandum dated December 22, 2014 the Chairman and CEO addressed the previous SAI and granted approval to all MTA agencies to make future awards to AECOM and all of its subsidiaries and affiliates unless new SAI is uncovered.

IV. D/M/WBE:

The Contract has a MBE goal of 12% and a WBE goal of 5%.

IV. IMPACT ON FUNDING:

Funding for this work will come from the MTA's 2010 – 2014 Capital Program.

V. ALTERNATIVES:

The MTA needs to acquire the rights to the design documents as well as the right and ability to modify those documents as necessary and to provide the necessary engineering and design support services during construction. For this reason, to solicit the required services would not be practical.

VI. Recommendation

It is recommended that the Board approve the assignment and assumption of the contract between the Port Authority of New York and New Jersey and The Downtown Design Partnership for Expert Professional Architectural and Engineering Services for the Permanent World Trade Center Path Terminal on a Task Order Basis as they related to the design for the reconstruction of the Cortlandt Street #1 Line Station and approve a modification to the contract for a total not-to-exceed amount of \$3,788,671.

Report

PROCUREMENTS

The Procurement Agenda this month includes 7 actions for a proposed expenditure of \$98.3M.

NYC Transit proposes to award Competitive procurements in the following categories:Schedules Requiring Majority Vote:

Schedule F: Personal Service Contracts	1	\$	3.1 M
Schedule H: Modifications to Personal/Miscellaneous Service Contracts	1	\$	0.9 M
	<u>2</u>	\$	<u>4.0 M</u>

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 Two-Thirds Vote:

Schedule D: Ratification of Completed Procurement Actions	1	\$	35.5 M
	<u>1</u>	\$	<u>35.5 M</u>

MTA Capital Construction proposes to award Ratifications in the following categories:Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions	3	\$	57.1 M
	<u>3</u>	\$	<u>57.1 M</u>

TOTAL	<u>7</u>	\$	<u>98.3 M</u>
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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.

MARCH 2015

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

J. Modifications to Miscellaneous Procurement Contracts

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

- | | | |
|-----------------------------|--------------------|--------------------------------------|
| 1. GIRO, Inc. | \$1,699,535 | <u>Staff Summary Attached</u> |
| Contract# 97K7070.18 | | |

Modification to the contract for the purchase, maintenance and technical support of the Transit Vehicle and Crew Scheduling Software System (HASTUS), in order to upgrade the scheduling software, including required customization, training and support.

Schedule J: Modifications to Miscellaneous Procurement Contracts

Item Number: 1

Vendor Name (& Location) GIRO, Inc. (Montreal, Canada)	
Description Purchase, maintenance, and technical support of the Transit Vehicle and Crew Scheduling Software System (HASTUS)	
Contract Term (including Options, if any) August 4, 1998 – March 8, 2016	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: MTA-IT, Sidney Gellineau	

Contract Number	AWO/Mod. #
97K7070	18
Original Amount:	\$ 1,310,177
Prior Modifications:	\$ 4,581,321
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 5,891,498
This Request:	\$ 1,699,535
% of This Request to Current Amount:	28.9%
% of Modifications (including This Request) to Original Amount:	479.4%

Discussion:

This modification is to upgrade NYC Transit's HASTUS scheduling software from HASTUS 2008 to HASTUS 2014, including customization, and training.

This contract is for the license and customization of the HASTUS scheduling software. NYC Transit has been utilizing this software since 1986. In July 1998, due to the obsolescence of HASTUS 2 software, the Board approved the award of a non-competitive contract to GIRO, Incorporated (GIRO) for the purchase of HASTUS 5 Transit Vehicle and Crew scheduling software, including training and associated support. Since award, 17 modifications, including five that required Board approval have been issued for the purchase of new modules, additional licenses, training, support, and three major version upgrades with associated customization.

Only GIRO can maintain the HASTUS software since HASTUS is proprietary to GIRO. NYC Transit has made significant investments in HASTUS which has been extensively customized by GIRO to meet the needs of NYC Transit for both bus and subway scheduling. HASTUS is used to manage changes to planned service and to optimize daily vehicle and operator assignments. HASTUS has been customized to provide data to other key systems such as Automated Train Supervision (ATS), Communications Based Train Control (CBTC) and the Unified Timekeeping System (UTS), and is also used to provide schedule information to the public via PA/CIS systems in stations, the Trip Planner+ tool on the MTA website, and data sharing with outside app developers.

This modification is to upgrade GIRO's HASTUS scheduling software from version 2008 to version 2014. This upgrade is necessary to make the software compatible with Windows 7, MTA-IT's current standard. HASTUS 2008 is currently running on desktop PCs that run Windows XP. Since full support for Windows XP is no longer available from Microsoft, it is imperative that NYC Transit move to a version of HASTUS that runs with a fully supported operating system.

This modification includes the cost of labor required for the upgrade and software licensing fees. GIRO submitted an initial proposal of \$1,872,035. The proposal was reviewed by MTA Audit. Utilizing MTA Audit's findings, Procurement's negotiations with GIRO focused on the labor rates for the Project Manager, Analyst, and Programmer titles, as well as per diem rates for travel expenses. The final price of \$1,699,535 has been found to be fair and reasonable. Savings of \$172,500 were achieved.

MARCH 2015

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

F. Personal Service Contracts

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

1. **Battelle Memorial Institute** **\$3,135,745 (NTE)** **Staff Summary Attached**
Sixty-one month contract
Contract# CM-1115

Independent Safety Assessor for Signal Modernization for the Queens Boulevard Line Communication Based Train Control Project.




H. Modifications to Personal Service Contracts and Miscellaneous Service Contracts

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

2. **Global Traffic Technologies, LLC** **\$923,800** **Staff Summary Attached**
Contract# B-62010A.1

Modification to the contract for the implementation of a pilot program, in order to exercise an option to expand the pilot program to test the Traffic Signal Priority System on various corridors by equipping up to 200 additional buses.

Staff Summary

Item Number 1			
Division/Division Head/Signature: VP Materiel, Stephen M. Plochochi			
			
Internal Approvals			
Order	Approval	Date	Approval
1	Materiel 	6 X	Subways
2 X	Law	7	EVP m/c for AG 3/12/15
3 X	Budget	8	President  3.12.15
4 X	DDCR		
5 X	CPM		

SUMMARY INFORMATION	
Vendor Name	Contract No.
Battelle Memorial Institute	CM-1115
Description Independent Safety Assessor for Signal Modernization for the Queens Boulevard Line Communication Based Train Control Project	
Total Amount \$3,135,745 (NTE)	
Contract Term (including Options, if any) Sixty-one 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:	

PURPOSE:

To obtain Board approval to award a competitively negotiated consultant contract for an Independent Safety Assessor (ISA) for Signal Modernization for the Queens Boulevard Line (QBL) Communication Based Train Control (CBTC) Project to Battelle Memorial Institute of Columbus, Ohio, in the not-to-exceed amount of \$3,135,745 with a duration of 61 months.

DISCUSSION:

This contract requires the services of a consultant to provide an independent safety assessment for the implementation of new CBTC technology to be installed for the QBL Project. Contracts for the design, procurement, supervision of installation and testing of the CBTC system for the QBL are expected to be awarded in the second quarter of 2015 to the two pre-qualified suppliers. This CBTC technology will be part of the signal system modernization of QBL. The ISA will conduct independent reviews during the design, development, integration, factory testing, installation, field testing and commissioning of the two CBTC systems to ensure that all safety related requirements have been met, and that the two systems are fully interoperable. The ISA will provide an independent evaluation of each CBTC manufacturer's use of safety design practices and will evaluate the NYC Transit Rail Safety Program Plan as well as the Product Safety Plan from each CBTC manufacturer and conduct independent reviews of Verification and Validation procedures developed for safety certification.

A One-Step RFP was advertised in March 2014. This is a highly specialized field and outreach efforts were made to the consulting industry to encourage competition for this and similar RFPs. Six firms purchased the RFP package and three proposals were received. Two of the six firms joined the procurement as subconsultants, and one firm declined to participate. Proposals were received from Battelle Memorial Institute (Battelle), Hatch Mott MacDonald (HMM) and Rail Safety Consulting – TUV Rheinland (RSC-TUV). The three firms were found to be technically qualified to perform the work and were invited for oral presentations in support of their written technical proposals. During the oral presentations, all firms demonstrated comprehensive knowledge and experience with CBTC and NYC Transit signaling and safety procedures.

The Selection Committee (SC) evaluated the proposals based on the criteria provided in the RFP, where the technical criteria was weighted significantly higher than the price criteria. The SC voted unanimously to negotiate with the three firms. The initial cost

Staff Summary

Page 2 of 2

proposals for the 61-month contract were as follows: Battelle \$3,286,490, HMM \$6,484,431 and RSC-TUV \$3,216,187. The engineer's estimate was \$3,998,863. Negotiations focused on the proposed titles and labor hours, ensuring that there was a unified understanding as to what type of qualifications and experience was required for each title. Negotiations also focused on direct rates, fixed fee, overhead rates, other direct costs, and clarifications of the scope of work.

Best and Final Offers (BAFO) were received as follows: Battelle \$3,135,745, HMM \$3,771,778 and RSC-TUV \$2,840,729. Based on the technical proposals, oral presentations and the BAFOs, and in accordance with the evaluation criteria, the SC voted to recommend award of the contract to Battelle. Although all firms were deemed to be technically qualified with extensive worldwide experience, the Battelle proposal was unanimously deemed to be technically superior and offered the best overall value to NYC Transit. The higher technical qualifications of Battelle were a determining factor in the selection, considering the critical safety issues associated with the QBL project. The SC determined that the prices of Battelle and RSC-TUV were within 10% of each other and were not significant enough to alter the award when considering the technical superiority of Battelle. Battelle's BAFO of \$3,135,745 was \$863,118 below the estimate and included 3.3% more labor hours than RSC-TUV. The balance of the cost difference between Battelle and RSC-TUV is in the projected out of pocket expenses. Both BAFOs are considered "Fair & Reasonable" by Procurement and CPM based on the competitive nature of the RFP.

Battelle is one of the world's largest nonprofit research and development organizations, with over 22,000 employees at more than 130 locations globally; the company was founded in 1929 and operates as a science and technology company that develops and commercializes technology in the areas of energy, health and life sciences, national security and defense, laboratory management, community and education. In addition, Battelle conducts independent safety audits and assessments of train control/signaling systems and equipment for transit, freight, and high-speed rail applications. It serves federal, state, and local government agencies, as well as private sector customers. Battelle has extensive experience with the safety assessment of CBTC systems in NYCT and the interoperability of different vendors' systems. Battelle was the ISA on the Canarsie CBTC project and is currently the ISA on both Flushing and Culver CBTC projects; Battelle's team members provided ISA work on CBTC and on Automatic Train Control (ATC) for Transit Systems in the US, and numerous safety analyses on Automatic Train Protection (ATP) systems used by Transit Authorities in the US and South America.

A review of Battelle's submittals and the Division of Materiel background check disclosed no "significant adverse information" within the meaning of the All-Agency Responsibility Guidelines. Procurement finds Battelle to be fully responsible for award.

M/W/DBE:

The MTA Department of Diversity and Civil Rights (DDCR) has established goals at 5% MBE and 0% WBE for this contract. DDCR has approved the MBE Utilization Plan for Battelle.

Battelle has not completed any MTA contract; therefore, no assessment of the firm's M/W/DBE performance can be determined at this time.

PREVIOUS WORK OF THE SELECTED CONSULTANT FOR MTA OR AFFILIATES

CM-1062 Canarsie Line Communication Based Train Control ISA

CM-1345 Flushing and Culver Lines CBTC ISA

IMPACT ON FUNDING:

This contract is funded with 100% MTA funds. The contract will not be executed until a WAR Certificate has been issued.

ALTERNATIVES:

Perform the work using in-house personnel. Currently, NYC Transit lacks available in-house technical personnel to perform the specific tasks required under the scope of work for this contract.

CAPITAL PROGRAM REPORTING

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

RECOMMENDATION:

That the Board approve the award of this competitively negotiated consultant contract for an Independent Safety Assessor for the Signal Modernization for the QBL CBTC Project to Battelle in the not-to-exceed amount of \$3,135,745 with a duration of 61 months.

Item Number: 2

Vendor Name (& Location) Global Traffic Technologies, LLC (St. Paul, Minnesota)
Description Transit Signal Priority Pilot Program
Contract Term (including Options, if any) October 8, 2012 – March 19, 2020
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> n/a
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: Department of Buses, Darryl C. Irick

Contract Number	AWO/Mod. #
B-62010A	1
Original Amount:	\$ 481,980
Prior Modifications:	\$ 0
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 481,980
This Request:	\$ 923,800
% of This Request to Current Amount:	191.7%
% of Modifications (including This Request) to Original Amount:	191.7%

Discussion:

This modification will exercise a contractual option to expand the Transit Signal Priority pilot program by equipping up to an additional 200 buses on specified corridors with the Traffic Signal Priority (TSP) system.

This contract implements a pilot program known as Transit Signal Priority to test the TSP system on specified bus corridors, the aim of which is to improve bus service through the prioritization of green traffic signals for buses. This pilot project represents an agreement between the MTA and the New York City Department of Transportation (DOT), for which DOT reprogrammed grant funding for this project. To implement this program, the DOT has equipped selected corridors with traffic signal controllers and created a Traffic Management Center, complete with back-end computer servers and communications architecture, to facilitate management of traffic signals via messages submitted by TSP equipped vehicles and will eventually install traffic control equipment on the more than 12,000 traffic signals citywide. The TSP system is intended to improve travel times, which will in turn improve bus service reliability and on-time performance.

This contract, approved by the Board in September 2012, was the result of a competitive Request for Proposal (RFP) procurement in which the Selection Committee voted unanimously to recommend the award of this contract to Global Traffic Technologies (GTT) based on its superior technical ranking and offering the best overall value. The contract was structured to initiate a two-phase pilot TSP project, with Phase 1 equipping up to 60 articulated buses operating on the M15 Select Bus Service (SBS) corridor, which operates mainly on a north/south direction utilizing First and Second Avenues in Manhattan from Battery Park to 126th Street. Phase 2 of the contract consisted of an option to expand the pilot program to equip up to an additional 200 buses. These pilots were to permit exploration and proof-of-concept as part of a broader implementation that may comprise a future system across multiple corridors, which would be handled via a future RFP. Based on the results of a traffic study conducted for DOT, TSP findings indicated benefits to bus operations (i.e. travel times were reduced by 13.7% to 18.4%, depending on time of day and traffic conditions).

This modification will implement the Phase 2 option by purchasing equipment from GTT for up to 200 additional buses. This quantity is to be utilized on: the Nostrand Avenue, Brooklyn – B44 SBS; Hylan Boulevard, Staten Island – S79 SBS; Webster Avenue, Bronx – Bx41 SBS; and Utica Avenue, Brooklyn – B46 Limited.

The pricing for this option was included in the base contract. GTT's pricing for the option included a reduction in the on-board vehicle hardware costs, therefore, without including the original one time server software licensing fees, the per bus price for the option is approximately 29% lower (\$6,034 per bus for base, \$4,619 per bus for option) than that of the base award. The final price of \$923,800 was found to be fair and reasonable at the time of the initial award.

MARCH 2015

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

D. Ratification of Completed Procurement Actions

(Staff Summaries required for items requiring Board approval.) Note – in the following solicitations, NYC Transit attempted to secure a price reduction. No other substantive negotiations were held except as indicated for individual solicitations.

- | | | |
|---|---------------------|--------------------------------------|
| 1. New Flyer of America, Inc. | \$35,538,336 | <u>Staff Summary Attached</u> |
| Contract# B-40656-2.2 | | |
| Immediate Operating Need | | |
| Purchase of 72 low floor 40-foot standard diesel buses. | | |

MARCH 2015

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.)

2. **86th Street Constructors, JV.** *Staff Summary Attached*
Contract# C-26012.13 **\$1,420,000**
Modification to the contract for the construction of the Second Avenue Subway – 86th Street Station Finishes, in order to address additional costs associated with the replacement of rigid galvanized steel conduit with intermediate metal conduit for fire-rated circuits.

3. **E.E. Cruz/Tully Construction Company, JV, LLC** *Staff Summary Attached*
Contract# C-26010.128 **\$1,275,000**
Modification to the contract for station finishes for the Second Avenue Subway, 96th Street Station, in order to address the acceleration of Ancillary 2 work.

4. **Parsons Brinckerhoff, Inc.** *Staff Summary Attached*
Contract# CM-1338.21 **\$54,380,770**
Modification to the contract for Consultant Construction Management services on the Second Avenue Subway Project, Phase 1, in order to extend Consultant Construction Management services for 36 months.

Schedule D: Ratification of Completed Procurement Actions

Item Number: 1

Vendor Name (& Location) New Flyer of America, Inc. (St. Cloud, Minnesota)	
Description Purchase of 690 low floor 40-foot diesel buses	
Contract Term (including Options, if any) January 14, 2014 – December 31, 2020	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Department of Buses, Darryl C. Irick	

Contract Number B-40656-2	AWO/Mod. # 2
Original Amount:	\$ 138,130,948
Prior Modifications:	\$ 0
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 138,130,948
This Request:	\$ 35,538,336
% of This Request to Current Amount:	25.7%
% of Modifications (including This Request) to Original Amount:	25.7%

Discussion:

It is requested that the Board formally ratify the declaration of an Immediate Operating Need (ION) approved by the Vice President, Materiel waiving formal competitive bidding pursuant to Article III, Paragraph A of the All-Agency Procurement Guidelines and Public Authorities Law 1209 Subsection 9(a) and approve the purchase of 72 low floor 40-foot standard diesel buses manufactured by New Flyer of America, Inc. (New Flyer).

Contract B-40656 was a competitively solicited and negotiated Request for Proposal (RFP) for the purchase of 690 low floor 40-foot standard diesel buses to replace buses that are beyond their 12-year useful life. The award was split between Nova Bus LFS, a Division of Prevost Car (US), Inc. (Nova) and New Flyer, the only two bus manufacturers that are structurally qualified to build buses for NYC Transit; it included an option to purchase up to 700 additional buses utilizing a run-off process, through which both contractors will compete by submitting updated proposals. Contract B-40656-1 was awarded to Nova Bus for 414 buses with deliveries scheduled from May 2015 through April 2016; and Contract B-40656-2 was awarded to New Flyer for 276 buses with deliveries scheduled from February 2015 through October 2015. It should be noted that New Flyer is currently delivering ahead of schedule by approximately 35 buses.

Despite efforts by DOB to extend the life of 72 Orion V buses from 1999 in order to keep them on the road until 2017, an unforeseen increase in the number and severity of problematic structural issues in this fleet was observed in September 2014 which has been attributed to accelerated internal corrosion and fatigue-type frame failures that occur over time and are not readily detectable. As a result, the Department of Buses (DOB) initiated a comprehensive structural survey of the entire 1999 Orion V fleet in addition to its regular inspections. Preliminary results of the survey indicated structural deterioration of the bus frames. As these buses are more than 12 years old, they are no longer covered by a structural warranty. Given the age of the buses as well as the fatigue and corrosion, any additional structural repairs would be cost prohibitive and would only temporarily mitigate the problems; DOB senior management has determined that it is imperative that these buses are replaced as soon as possible.

In December 2014, NYC Transit Procurement reached out to Nova and New Flyer to determine their ability to accommodate the urgent need to replace the 72 buses. New Flyer indicated that it had capacity opportunities in the 3rd and 4th quarters of 2015, while Nova indicated that it would not have available capacity until a year later during the 3rd or 4th quarter of 2016. Subsequently, Nova's senior management indicated that given the challenges they are facing with their current order of 414 buses and the resulting delays to the delivery schedule, Nova would not be in a position to take on any additional orders from NYC Transit at this time. Therefore, instead of conducting an expedited run-off for the 72 buses, it was determined that an ION to modify New Flyer's contract would be issued to meet the urgent need to replace these 72 buses. New Flyer will deliver these 72 buses in parallel with its delivery of buses from the base order starting in August 2015 and finishing in December 2015.

Schedule D: Ratification of Completed Procurement Actions

New Flyer's initial proposal was for \$496,990 per bus (\$35,783,280) which is the same unit price contained in the base contract. After extensive discussions, NYC Transit Procurement was successful in getting New Flyer to reduce its unit price by \$3,402 per bus to \$493,588 per bus (\$35,538,336) resulting in a total savings of \$244,944. Based on a comparison of New Flyer's final price to the base pricing from Contract B-40656-2, current market conditions and the relevant Producer Price Index, New Flyer's final price for the 72 buses was found to be fair and reasonable.

Schedule K: Ratification of Completed Procurement Actions

Item Number: 2

Vendor Name (& Location) 86th Street Constructors, JV (New York, NY)		Contract Number C-26012	AWO/Mod.#: 13
Second Avenue Subway – 86 th Street Station Finishes, Mechanical, Electrical and Plumbing Systems, Ancillary Buildings and Entrances		Original Amount:	\$ 208,376,000
Contract Term (including Options, if any) June 12, 2013 – May 31, 2016		Prior Modifications:	\$ 812,500
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a		Prior Budgetary Increases:	\$ 0
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount:	\$ 209,188,500
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification		This Request:	\$ 1,420,000
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: MTA Capital Construction, Dr. Michael Horodniceanu		% of Modifications (including This Request) to Original Amount:	1.1%

Discussion:

This retroactive modification is for additional costs associated with the replacement of Rigid Galvanized Steel (RGS) conduit with Intermediate Metal Conduit (IMC) for fire-rated circuits.

The contract work includes the installation of mechanical systems including HVAC in the station and ancillary facilities; tunnel ventilation systems in the adjacent tunnels; electrical medium voltage and 120V systems; plumbing for track, sanitary and storm drainage, hot and cold water supply, pump systems and fire suppression; escalators and elevators in the station entrances; construction of the station platform and mezzanine levels, ancillary facilities and entrances; construction of interior walls and rooms; architectural finishes including floors, ceilings, wall treatments, signage, stairs, handrails, guardrails, and station elements including the Station Service Center and Concession Booth; building exteriors including walls, roofing, glazed storefronts, and canopies at station entrances and ancillary facilities; and restoration of Second Avenue and adjacent streets impacted by construction.

This is another of several modifications across various Second Avenue Subway contracts resulting from Underwriters Laboratory's (UL) de-certification of fire resistive cable due to its failure to meet a one-hour fire resistive rating when encased in RGS conduit. After commissioning its own series of fire tests in order to avoid significant delays to the Second Avenue Subway Project, MTACC determined that the use of IMC conduit provided adequate time for safe evacuation from the station. MTACC's recommendation for the use of IMC for power circuits in the 96th, 86th, and 72nd Street stations was approved by NYC Transit's Code Compliance, CPM, Maintenance of Way, System Safety and Subways Departments. This modification provides for the replacement of approximately 74,000 linear feet of RGS conduit in various sizes with IMC including stainless steel fittings, pull boxes and splice boxes. All cable will remain as specified in the contract. Board approval was previously obtained for similar modifications at the 72nd and 96th Street Stations.

In order to mitigate delays to the completion of a contractual milestone providing shared access to the Systems Contractor, it was necessary to direct the contractor to procure all materials and install approximately 5,000 linear feet of IMC in the east tunnel. Approval to process this modification on a retroactive basis was obtained from the MTACC President on September 17, 2014.

The contractor's proposal was \$2,071,133. MTACC's revised estimate is \$1,446,083. Negotiations resulted in agreement on a net lump sum price of \$1,420,000, which is considered fair and reasonable. Savings of \$651,133 were achieved.

Schedule K: Ratification of Completed Procurement Actions

Item Number: 3

Vendor Name (& Location) E. E. Cruz/Tully Construction Co., JV, LLC (New York, NY)		Contract Number C-26010 (C2B)	AWO/Mod. # 128
Description Second Avenue Subway Route 132A – 96 th Street Station Finishes		Original Amount: \$ 324,600,000	
Contract Term (including Options, if any) June 22, 2012 – December 20, 2015		Prior Modifications: \$ 13,639,646	
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: \$ 338,239,646	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification		This Request: \$ 1,275,000	
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: 0.4%	
Requesting Dept/Div & Dept/Div Head Name: MTA Capital Construction, Dr. Michael Horodniceanu		% of Modifications (including This Request) to Original Amount: 5.6%	

Discussion:

This retroactive modification addresses the acceleration of Ancillary 2 work at the 96th Street Station of the Second Avenue Subway. The two station ancillary spaces start at the lowest level of the station and continue above ground into a four story building, all of which house mechanical and HVAC equipment associated with station HVAC and tunnel ventilation. Work to be accelerated through this modification includes the installation of reinforcing steel and pouring concrete for walls, columns, slabs, and roofs; installing and stripping all formwork; erecting and removing shoring and sidewalk bridges; rubbing, patching, and cleanup from concrete pours; and providing lighting for work performed outside of first shift. This modification addresses the additional cost differential for performing this work on extended day shifts, second shifts, and weekends.

This contract is for 96th Street Station Finishes for the Second Avenue Subway Project, and requires rehabilitation and retrofit of the existing 99th – 105th Street Tunnel; construction of invert slab and benches in the newly constructed 87th – 92nd Street Tunnels and in the northern section of the 97th – 99th Street Tunnel; installation of mechanical systems including HVAC, electrical medium voltage and 120V systems; plumbing; supply and installation of elevators and escalators in the station and entrances; construction of the station platform, mezzanine levels, ancillaries and entrances; construction of interior walls and rooms; installation of architectural finishes; restoration of the surface of Second Avenue and adjacent streets; removal of temporary road decking installed in previous contracts; and maintenance of the station until contract completion.

The location of a utility duct bank at the station roof level was lower than shown in the contract drawings. As a result, this duct bank conflicted with the proposed station roof slab which extends into the Ancillary 2 space. It appears that this conflict may be the result of a design error. Modification No. 85 addresses revisions to the roof slab in order to avoid the conflict with the duct bank. Although discussions regarding the schedule impact of Modification No. 85 are ongoing, MTACC's schedule analysis identifies an excusable and compensable time extension of 79 calendar days to the Substantial Completion date. MTACC and the contractor have agreed that the acceleration of Ancillary 2 work through this modification will recover 53 calendar days associated with the Modification No. 85 delay. This acceleration will also mitigate delays to the follow-on Systems Contract.

As part of the agreement to recover 53 calendar days, it was necessary for the acceleration to start by January 19, 2015. Approval to proceed with the work on a retroactive basis was obtained from the MTACC President on January 16, 2015.

The contractor's proposal was \$1,498,160. MTACC's revised estimate is \$1,232,212. Negotiations resulted in a lump sum price of \$1,275,000 which was found to be fair and reasonable. Savings of \$223,160 were achieved.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 4

Vendor Name (& Location) Parsons Brinckerhoff, Inc. (New York, NY)	
Consultant Construction Management (CCM) Services for the Second Avenue Subway Project, Phase 1	
Contract Term (including Options, if any) May 31, 2007 – December 27, 2014	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type	<input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: MTA Capital Construction, Dr. Michael Horodniceanu	

Contract Number	AWO/Mod. #
CM-1338	21
Original Amount:	\$ 80,940,647
Prior Modifications:	\$ 35,029,744
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 115,970,391
This Request:	\$ 54,380,770
% of This Request to Current Amount:	46.9%
% of Modifications (including This Request) to Original Amount:	110.5%

Discussion:

This partially retroactive modification is for 36 months of additional Consultant Construction Management (CCM) services on Phase 1 of the Second Avenue Subway (SAS) Project.

Contract CM-1338 was awarded to Parsons Brinckerhoff (PB) on May 31, 2007. Initially six contracts were planned for the construction of Phase I of the SAS project. It was subsequently decided by MTACC to increase the number of contracts from six to ten in order to provide for smaller construction packages which would in turn enhance competition and receive more favorable pricing. All ten construction contracts have been awarded and the project is on schedule. As a result of the repackaging, MTACC has realized aggregate bid cost savings significantly greater than the cost of the additional CCM work required. Basic CCM services under this contract include the monitoring/managing of all construction activities such as coordination with contractors and other agencies, inspections and reporting non-conformances, ensuring adherence to environmental specifications, reviewing contractor submittals, performing administrative, payment and scheduling services.

Modification No. 15 was approved by the Board in September 2013 for additional CCM services resulting from the increased number of construction contracts and additional tasks/staffing required for expanded and new scope items not anticipated in the original contract. The Board was advised at that time that MTACC will re-evaluate its staffing requirements prior to the December 2014 completion date of this contract as, by this time, more definitive information will be available to accurately assess the additional CCM funds required. This assessment of the remaining services through closeout in December 2017 has been made.

Under this Modification No. 21, PB will provide continued CCM services through construction completion and subsequent closeout. The projected staffing support under this Modification equates to approximately 133 FTEs through construction completion and approximately 30 FTEs during the closeout period. In addition to the basic CCM services and staffing support under Modification No. 15, this modification will also increase the staffing support in newly identified areas: the implementation of an integration team to coordinate the testing and commissioning of all systems, a Project Scheduling Manager to combine the individual schedules for the three new stations into one overall Project Schedule and a Chief Scheduler to provide technical direction to all schedulers on the Project.

The contract budget was exhausted by January 2015. A retroactive memo was approved by the MTACC President to continue work pending negotiations and award of this modification. PB's final proposal, based on 36 months of staffing support from December 28, 2014 to December 31, 2017, was \$54,380,770. MTACC's revised estimate was \$52,623,406. The BAFO reflects the incorporation of MTA Audit recommended overhead rates. There is no overall escalation in direct salary rates; the average contract rates were also reduced reflecting \$5.3M in negotiated savings. The final price is considered fair and reasonable.



Metro-North Railroad

Procurements March 2015

Subject	Request for Authorization to Award Various Procurements
Department	Procurement and Material Management
Department Head Name	Alfred Muir, Acting Sr. Director <i>AM</i>
Department Head Signature	
Project Manager Name	

Board Action					
Order	To	Date	Approval	Info	Other
1	MNR Comm. Mtg.	3-23-15	X		
2	MTA Board Mtg.	3-25-15	X		

Date	March 3, 215
Vendor Name	Various
Contract Number	Various
Contract Manager Name	Various
Table of Contents Ref #	

Internal Approvals			
	Approval		Approval
X	President <i>J.H.</i>	X	V.P. Planning <i>[Signature]</i>
X	Executive V.P. <i>CAR</i>	X	V.P. Capital Programs <i>[Signature]</i>
X	Sr. V.P. Operations <i>[Signature]</i>	X	V.P. & General Counsel <i>[Signature]</i>
X	VP Finance & IT <i>[Signature]</i>		

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
—	—	—	—	X	V.P. GCT & Corp. Dev.	—	<i>[Signature]</i>

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># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	<u>NONE</u>	
<u>Schedules Requiring Majority Vote</u>		
Schedule G: Miscellaneous Service Contracts	1	\$80,000
• United Parcel Service \$80,000		
<hr/>		
SUB TOTAL:	1	\$80,000

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	\$1,445,000
	• Request to use RFP Process		\$1,445,000
<u>Schedules Requiring Majority Vote</u>			
Schedule F:	Personal Service Contracts	1	\$21,000,000
	• HAKS Engineering		\$21,000,000
Schedule G:	Miscellaneous Service Contracts	1	\$66,385
	• Northeast Work & Safety Boats, LLC		\$66,385
SUB TOTAL:		3	\$22,511,385

MNR presents the following procurement actions for Ratification:

<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>			
Schedule D:	Ratification of Completed Procurement Actions	NONE	
<u>Schedules Requiring Majority Vote</u>			
Schedule K:	Ratification of Completed Procurement Actions	2	\$827,180
	• Coriant North America		\$143,200
	• Santa Buckley Energy, Inc.		\$683,980
SUB TOTAL:		2	\$827,180
TOTAL:		6	\$23,418,565

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

BUDGET IMPACT: The purchases/contracts will result in obligating 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.

MARCH 2015

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

Pest Control Services – Grand Central Terminal (GCT) \$1,445,000 *Staff Summary Attached*

Approval is requested to use the Request for Proposal (RFP) process to solicit and evaluate proposals from prospective contractors to provide pest control services for Grand Central Terminal (GCT).

MNR is seeking a firm to provide proactive Integrated Pest Management (IPM) services to all MNR GCT facilities. IPM is a sustainable approach to pest management that emphasizes non-chemical control of pests. The RFP will consolidate all GCT locations under one contract. The GCT locations to be covered by this contract include, but are not limited to, office towers, crew facilities, loading docks, GCT North, the Station Master's office, track areas and all retail operations located within GCT (Balcony restaurants, Dining Concourse take-out and restaurant locations, the Grand Central Market and various food and non-food retail shops throughout GCT).

Through the use of the RFP process, MNR will select a progressive pest management company offering a proactive approach that implements practices appropriate to a massive and complex combined commercial and transportation facility in an urban setting above and beyond what typical commercial structures require. The successful pest control contractor will be selected based on evaluation criteria which include a review of their understanding of the work scope requirements, cost, past experience on similar projects, technical expertise and confidence/resource commitment level. The intended period of performance for this contract is five years. The contract is to be funded by MNR's Operating Budget.

Schedules Requiring Majority Vote:

F. Personal Service Contracts

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

2. HAKS Engineering \$21,000,000 (not-to-exceed) *Staff Summary Attached*
Construction Supervision & Inspection Services for the Design Build Power/C&S Infrastructure Improvements & Three Substation Hudson Line and One Substation Brewster

Approval is requested to award a 60-month contract (RFP process 3 proposals received) to the firm HAKS Engineering to provide Resident Engineering and Inspection Services for the Design Build of the Power/C&S Infrastructure Improvements and Construction of the Three Substations on the Hudson Line and One New Substation in Brewster, NY.

As a result of Super Storm Sandy, the flooding/storm surge and winds impacted rail infrastructure throughout the MNR right-of-way, in particular the 3rd rail traction power in New York State as well as Communications and Signal (C&S) components and systems. Flooding and storm surge impacted over 60 miles of right-of-way along the eastern shore of the Harlem and Hudson Rivers. A significant portion of the Hudson Line right-of-way was completely submerged and Power and C&S infrastructure systems inundated with salt water were significantly damaged.

A solicitation was prepared and forwarded to approximately 40 consulting firms that expressed an interest in receiving the Request for Proposal. The Request for Proposal dated November 13, 2014 was advertised on November 13, 2014 in the New York State Contract Reporter, New York Post, Daily Challenge, El Dario, Minority Commerce Weekly and posted on MNR's website. Concurrently, a Selection Committee was comprised of members representing MNR's Procurement & Material Management (2 members) Capital Engineering (3 members) and Power (1 member) Departments. As this project is federally funded criteria for selection were based upon the "Brooks Method".

Oral presentations were made to the Selection Committee on January 13, 2015, and the Selection Committee chose HAKS Engineering as the firm most qualified to provide the services required by the RFP. HAKS presented a seasoned staff that had just successfully completed a design build supervision contract for the NYCT Montague Tube Rehabilitation Project on time and within budget. HAKS provided sufficient resident and inspection coverage for both the design build contract and the substation contract with experienced residents and inspectors with strong rail experience.

The total cost for this 60 month contract is a not-to-exceed \$21,000,000 and will be funded in part by FTA Sandy Relief fund and MNR's Capital Programs.

G. Miscellaneous Service Contracts

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

3. Northeast Work & Safety Boats, LLC \$66,385 Safety Boat Service – Devon Bridge, Stratford, CT.

Approval is requested to award a nine month miscellaneous service contract (three 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 MNR website. Six vendors were sent the solicitation and three bids were received. Northeast Work and Safety Boats, LLC submitted the lowest responsive and responsible bid at \$66,385 which was 56% below MNR's Engineer's estimate. All pricing will remain firm and fixed for the nine month term of the contract. The total award of this contract is \$66,385 and is to be funded 100% by CDOT.

Staff Summary

Item Number B					
Dept. & Dept. Head Name: Procurement & Material Management, Al Muir, Acting Sr. Director					
Division & Division Head Name: Executive Vice President, Catherine Rinaldi					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mtg.	3-23-15	X		
2	MTA Board Mtg.	3-25-15	X		
Internal Approvals					
Order	Approval	Order	Approval		
X	President	X	V.P. & General Counsel		
X	Sr. V.P. Operations	X	V.P. Planning		
X	V.P. Finance & IT	X	V.P. GCT & Corp. Dev.		
	V.P. Capital Programs				

SUMMARY INFORMATION	
Vendor Name TBD	Contract Number TBD
Description Pest Control Services for Grand Central Terminal (GCT)	
Total Amount TBD (Estimate is \$289,000 per year x 5 = \$1,445,000)	
Contract Term (including Options, if any) 5 years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION:

Approval is requested to use the Request for Proposal (RFP) process to solicit and evaluate proposals from prospective vendors for pest control services for Grand Central Terminal (GCT).

II. DISCUSSION:

MNR is seeking a firm to provide proactive Integrated Pest Management (IPM) services to all MNR GCT facilities. IPM is a sustainable approach to pest management that emphasizes non-chemical control of pests. The RFP will consolidate all GCT locations under one contract. The GCT locations to be covered by this contract include, but are not limited to, office towers, crew facilities, loading docks, GCT North, the Station Master's office, track areas, and all retail operations located within GCT (Balcony restaurants, Dining Concourse take-out and restaurant locations, the Grand Central Market and various food and non-food retail shops throughout GCT).

Through the use of the RFP process, MNR will select a progressive pest management company offering a proactive approach that implements practices appropriate to a massive and complex combined commercial and transportation facility in an urban setting above and beyond what typical commercial structures require. The successful pest control contractor will be selected based on evaluation criteria which include a review of their understanding of the work scope requirements, cost, past experience on similar projects, technical expertise and confidence/resource commitment level. The intended period of performance for this contract is five years.

III. D/M/WBE INFORMATION:

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

IV. IMPACT ON FUNDING:

The contract is to be funded by GCT's Operating Budget.

V. ALTERNATIVES:

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

Staff Summary

Item Number F					
Dept. & Dept. Head Name: Procurement & Material Management, Al Muir, Acting Sr. Director					
Division & Division Head Name: Executive Vice President, Catherine Rinaldi					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mtg.	3-23-15	x		
2	MTA Board Mtg.	3-25-15	x		
Internal Approvals					
Order	Approval	Order	Approval		
X	President	X	Sr. V.P. Operations		
X	V.P. Finance & IT	X	V.P. & General Counsel		
X	Capital Programs				

SUMMARY INFORMATION	
Vendor Name HAKS Engineering	Contract Number A42363
Description Construction Supervision & Inspection Services for the Design Build Power/C&S Infrastructure Improvements & Three Substations on Hudson Line and One Substation in Brewster	
Total Amount \$21,000,000 (not-to-exceed)	
Contract Term (including Options, if any) 60 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:	
<input type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION: Approval is requested to award a 60 month contract to the firm, HAKS Engineering to provide Resident Engineering and Inspection Services for the Design Build of the Power/C&S Infrastructure Improvements and Construction of the three substations on the Hudson Line and one new substation in Brewster, NY. The substation project is federally funded and MNR intends to issue a notice-to-proceed immediately upon receiving Board approval. The Power/C&S infrastructure project, awaits a series of approvals from FTA that have not yet been received. When final FTA approval is obtained, Metro-North will issue a notice-to-proceed with respect to this work as well.

II. DISCUSSION: Metro-North's Capital Engineering Department presently seeks a Consultant to provide construction supervision and inspection services for two separate contracts, the Design Build Services of the Power/C&S Infrastructure Improvements on the Hudson Line and the Construction of three new substations at Riverdale, Tarrytown and Croton-Harmon and a new substation in Brewster, NY. Except for the Brewster substation all other work is a result of the devastating effects of Super Storm Sandy and is being funded through a special FTA Sandy Relief fund. The substation in Brewster is being funded through the 2010-2014 Capital Program utilizing regular FTA grant funds.

As a result of Super Storm Sandy, the flooding/storm surge and winds impacted rail infrastructure throughout the MNR's right-of-way, in particular the 3rd rail traction power in New York State as well as Communications and Signal (C&S) components and systems. Flooding and storm surge impacted over 60 miles of right-of-way along the eastern shore of the Harlem and Hudson Rivers. A significant portion of the Hudson Line right-of-way was completely submerged and Power and C&S infrastructure systems inundated with salt water were significantly damaged.

The Consultant shall perform all work necessary to provide MNR with construction supervision and inspection services associated with the various construction activities identified herein. During the duration of this project, the Consultant shall perform multiple coordination activities with the respective villages and towns of Westchester County, various MNR departments (Communications and Signals, Maintenance of Way, Power, Safety and Security, Information Technology, Maintenance of Way, Environmental Compliance & Services, etc.) Con Edison, NYSEG other contractors and consultants, and potentially other entities not listed herein. Work is anticipated to be performed during normal construction work hours (7AM-3:30PM) with the likelihood for work occurring during alternate shifts including nights and weekends. The

Staff Summary

Consultant shall protect the interests of MNR by ensuring the Design-Builder and Construction Contractor for the DC traction substations performs their work in a timely and coordinated manner, according to the terms and conditions of the contract documents and in accordance with MNR's regulations and operating requirements. The Consultant will provide daily inspection and oversight of all the work being performed by both the Design Builder and the Construction Contractor, ensuring the safety of the railroad and its customers. These tasks will also include all administrative duties, i.e. daily reports, non-conformance letters, technical advisories, minutes of all meetings, log of personnel on the sites, coordination of all safety training through MNR, environmental monitoring as required and liaison between contractors, designers and MNR Capital Engineering Department.

A solicitation was prepared and forwarded to approximately 40 consulting firms that expressed an interest in receiving the Request for Proposal. The Request for Proposal dated November 13, 2014 was advertised on November 13, 2014 in the New York State Contract Reporter, New York Post, Daily Challenge, El Diario, Minority Commerce Weekly and was posted on MNR's website. Concurrently, a Selection Committee was comprised of members representing MNR's Procurement & Material Management (2 members), Capital Engineering (3 members), and Power (1 member) Departments. As this project is federally funded criteria for selection were based upon the "Brooks Method". The following criteria were used to evaluate each proposal:

- A. Demonstrated understanding of the Work scope requirements, including but not limited to the quality and completeness of any required submissions.
- B. Project plan (detailed description of how the Services will be performed).
- C. Confidence level, commitment of relevant resources to the project including the qualifications of key personnel and reliability to perform the Services including Subconsultant Services.
- D. Work day estimates, detailed estimated work days by discipline and by task to accomplish the requirements of the RFP.
- E. Past experience on similar projects.

Three firms submitted proposals on December 16, 2014: URS Consultants; Systra Engineering; and HAKS Engineering. The proposals were evaluated by the Selection Committee and all three firms were invited to make oral presentations. URS Consultants was unable to attend the day of presentation and requested to be re-scheduled. Since URS was also proposed as the primary designer to one of the Design Build team (Judlau-TC Electric) the Selection Committee agreed to wait until Phase II proposals were received on the Design Build RFP to see if URS' Design Build team was a viable candidate on that contract, which they were.

Oral presentations were made to the Selection Committee on January 13, 2015, and as a result the Selection Committee choose HAKS Engineering as the firm most qualified to provide the services required by the RFP. HAKS presented a seasoned staff that had just successfully completed a design build supervision contract for the NYCT Montague Tube Rehabilitation Project on time and within budget. HAKS provided sufficient resident and inspection coverage for both the design build contract and the substation contract with experienced residents and inspectors with strong rail experience.

III. D/M/WBE INFORMATION: The MTA Department of Diversity and Civil Rights (DDCR) established a 17% DBE goal for this project. The contract will not be awarded until DDCR requirements have been satisfied

IV. IMPACT ON FUNDING: The total cost for this 60 month contract is not-to-exceed \$21,000,000. Funding is being finalized for this contract and will be provided by federal grants associated with Super Storm Sandy Rehabilitation and MNR's Capital Programs.

V. ALTERNATIVES: MNR presently does not have the in-house personnel to provide the services required.

MARCH 2015

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. **Coriant North America** **\$143,200**
Emergency Purchase of Tellabs 5320L LSPM DS1 Circuit Boards and High Density Universal Service Modules

Non-competitive procurement for the emergency purchase of 14 Tellabs 5320L LSPM DS1 Circuit Boards and eight High Density Universal Service Modules. The material purchased was the result of an urgent need to replace existing equipment that has far exceeded its useful life.

The current Metro-North Railroad (MNR) Fiber Optic System utilizes these components to support the MNR legacy CTC, SCADA, and phone and public address telecommunications circuits that still require “analog type circuits”. The material purchased represents the last remaining stock of circuit boards and modules available that will no longer be manufactured due to obsolescence. There are no comparative components or alternatives available for purchase of this type until these legacy systems are ultimately replaced or modernized to utilize digital ethernet circuits.

The cost to be paid for this emergency purchase is deemed to be fair and reasonable. The total amount is \$143,200 and is to be funded by the MNR Operating Budget.

2. **Santa Buckley Energy, Inc.** **\$683,980 (not-to-exceed)**
Locomotive ULSD Fuel Purchase at Danbury, CT

Emergency purchase of an additional 200,000 gallons of Ultra Low Sulfur Diesel (USLD) #2 locomotive fuel for the Metro-North Railroad (MNR) Danbury, CT facility. Under a previously awarded contract, Santa Buckley Energy, Inc. (Santa Buckley) was awarded a five-year contract (2013 through 2018) to supply 75,000 gallons of USLD #2 fuel to the Danbury facility at a not-to-exceed value of \$271,980. However, since late 2013 (post award), there has been a significant increase in the usage of USLD #2 fuel which has far exceeded the estimated usage identified at the time of award. The unanticipated usage is directly related to increased locomotive servicing on the Danbury Branch. In addition, there has been increased diesel service based upon the recent weather-related occurrences during the 2014-2015 winter season.

MNR Material Planning and Operations has reviewed the anticipated future usage and has estimated that an additional 200,000 gallons of ULSD #2 fuel would be sufficient to cover the remaining contract term. The cost to be paid for the additional fuel purchased under the contract is \$683,980 and revises the contract value with Santa Buckley to \$955,960.

The cost to be paid for this purchase is deemed to be fair and reasonable in accordance with the current contract terms and conditions. The total not-to-exceed amount \$683,980 is to be funded by the MNR Operating Budget.



Long Island Rail Road

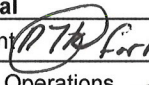
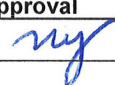
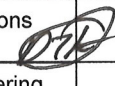
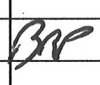

ACTION ITEM

Staff Summary

Subject AMENDMENT TO GATEWAY AGREEMENT – NEW LIRR WHEEL TRUER
Department LIRR ESA/SPECIAL PROJECT& MAINTENANCE OF EQUIPMENT DEPARTMENTS
Department Head Name L. KATZMAN/D. CLEARY
Department Head Signature 
Project Manager Name G. EHRHARDT/F. ORIOLES

Date MARCH 23, 2015
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	LIRR Committee		X		
1	Finance Committee		X		
2	Board		X		

Internal Approvals			
Order	Approval	Order	Approval
1	President 	5	CFO 
2	Sr. VP - Operations 		
3	Sr. VP - Engineering		
4	VP & General Counsel 		

PURPOSE AND RECOMMENDATION:

That the Board grant approval authorizing the negotiation and execution of amendment to the existing Gateway Tunnel agreement(s) with Amtrak, to incorporate a new tandem wheel truing machine in the re-built Maintenance of Equipment Facility at West Side Yard, to replace the current outmoded equipment, at a not-to-exceed cost of \$9.5 million.

DISCUSSION:

In April 2013, the Board approved a Staff Summary and Resolution which authorized Amtrak to construct a concrete Tunnel Casing beneath the Eastern Rail Yard portion of the LIRR's West Side Yard (WSY) so as preserve the future subsurface ROW for Amtrak's proposed Gateway Tunnel. In November 2014, the Board approved an amendment to the Gateway Tunnel Agreements extending the work to the segment under 11th Avenue. As the Board is aware, LIRR's West Side Yard is also the location of the mixed-use commercial overbuild project that is a joint venture between affiliates of The Related Companies and Oxford Properties (the "Developers"), which project is progressing pursuant to existing agreements with the MTA/LIRR (the "Overbuild Project").

The initial Gateway Staff Summary authorized the MTA and LIRR to facilitate the Tunnel Casing Project by agreeing, among other things, to: (a) temporarily relocate certain LIRR Maintenance of Equipment ("MoE") functions; and (b) permit the partial demolition and subsequent rebuilding of the MoE facility in the Eastern Rail Yard, all at Amtrak's cost. While Amtrak is responsible for providing a new building to house the MoE facilities, Amtrak is not responsible for replacing the major items of shop equipment located in the facility. Generally, Amtrak's responsibility with respect to such equipment is to protect and subsequently reinstall this equipment in the completed building.

One of the major items of shop equipment is the existing milling-type single wheel truer, which restores train wheels which have developed flat spots to a serviceable condition. The existing truer was purchased in 1983, is beyond its useful life and performs inefficiently.

Staff Summary

A more technologically advanced, lathe-type tandem wheel truer is now available from a manufacturer, which offers significant efficiency and cost-saving benefits over the existing machine. Metro-North has installed one such machine in the upgraded shop facilities at Croton-Harmon, and is installing a second one in New Haven.

The tandem truer will significantly improve the cutting process and finish quality of the work; and halve the overall time required for wheel truing. LIRR's newer rolling stock fleets require the wheels on both axles of a truck to be maintained to the same strict tolerances in the truing process and the tandem truer supports simultaneous multi-axle cutting. The only two wheel truers currently in operation at LIRR are at Morris Park and Hillside. These are aging single-type machines which absorbed the truing work moved from the WSY maintenance facility during the Gateway project. A third, state-of-the-art truer is crucial to support LIRR train operations.

The present reconstruction of the MoE maintenance facility at WSY, by Amtrak and its contractors, provides a unique opportunity to obtain and install a tandem wheel truer in a manner that maximizes efficiencies and reduces cost. Alterations to the shop floor and building are necessary to accommodate the tandem wheel truer. Amtrak's designers are already under contract, and its contractors are mobilized on site. The shop is in the early stages of reconstruction. There is a limited window of opportunity to design and build the new shop specifically to incorporate the tandem machine, as opposed to rebuilding the shop to the current specification and then subsequently re-doing significant aspects of the work.

Accordingly, subject to Board approval, LIRR (and with the assistance and concurrence of MTA Legal and MTA Real Estate) will negotiate an amended agreement with Amtrak to provide as follows:

- Amtrak will enter into design agreement amendments and construction change orders to implement the necessary changes to the MoE facility and to procure a new tandem lathe-type wheel truer for LIRR.
- The timely return of a portion of the MoE facility (the Low Bay) is necessary for the installation of PTC on-board equipment. Amtrak will still be required to return that portion of the facility to LIRR so that this critical work can be progressed on time, by October 2015. Upon return of the Low Bay, monthly displacement costs paid by Amtrak to LIRR will be discontinued. The High Bay area of the facility, where the wheel truer is located, will be returned to LIRR control at a later agreed upon date, after installation of the tandem wheel truer.
- LIRR will reimburse Amtrak for costs incurred on our behalf, at a not-to-exceed amount of \$9.5 million (including contingency). These costs (to be finalized in negotiations), are consistent with LIRR estimates for the work and will be subject to audit and verification. As applicable, credits in LIRR's favor will be included based upon deletion of work that would have been required if the old wheel truer were restored to operation. LIRR will only proceed upon final agreement on costs which are deemed fair and reasonable. Only agreed-upon, actual costs will be paid.

The West Side Yard Developer is cooperating in this effort, as completion of the MoE rebuild effort (incorporating the new wheel truer) will avoid future disruptions to this extremely dense construction site.

ALTERNATIVE: The alternative is to proceed as per current agreements, including the reinstallation of the outmoded wheel truer. LIRR would then go out for contracts to perform civil work necessary to alter the MoE facility, and to procure the equipment. It is anticipated that such an approach will result in higher costs and significant delays. During such time, maintenance of rolling stock would be adversely impacted.

BUDGET IMPACTS: Project will be funded within the MTA Capital Program.

RESOLUTION

BOARDS OF THE

METROPOLITAN TRANSPORTATION AUTHORITY

LONG ISLAND RAIL ROAD COMPANY

WHEREAS, Amtrak has developed a conceptual program known as the "Gateway Program", to build a new tunnel under the Hudson River from New Jersey through the west side of Manhattan to connect with Penn Station; and

WHEREAS, in connection with such project, the Boards of the MTA and LIRR have previously authorized the MTA and LIRR to enter into agreements allowing Amtrak to undertake the design and construction of an underground rectangular structure under the Eastern Rail Yard and 11th Avenue portions of the LIRR West Side Yard, within the future subsurface Right of Way, to allow for the potential future development of the Gateway Tunnel; and

WHEREAS, such prior authorizations provided for, among other things, demolition and subsequent rebuilding of the LIRR Maintenance of Equipment facility, which is located above the underground rectangular structure, by Amtrak and/or its contractors; and

WHEREAS, Amtrak has commenced work on the Gateway project in the Eastern Rail Yard, and is now proceeding with the work related to the LIRR Maintenance of Equipment facility; and

WHEREAS, as provided in the attached Staff Summary, the amendment of existing agreement(s) with Amtrak to provide for the acquisition and installation of a new tandem wheel truer, replacing the current outmoded equipment, concurrent with the design and rebuilding of the LIRR Maintenance of Equipment facility, has operational benefits for LIRR and its riders, is cost-effective and is advantageous to MTA and the LIRR; and

NOW, THEREFORE, the Boards of the MTA and LIRR resolve as follows:

The President of LIRR and his designees, acting with the advice and concurrence of the MTA General Counsel and the MTA Director of Real Estate, are hereby authorized to negotiate, execute and deliver contracts and any other necessary or appropriate agreements or instruments as are necessary and desirable to effectuate the above described wheel truer installation, in conformity with the terms and conditions set forth in this resolution and the attached Staff Summary

Dated: March 25, 2015

LONG ISLAND RAIL ROAD

PROCUREMENTS

FOR

BOARD ACTION

March 25, 2015

Staff Summary



Subject : Request for Authorization to Award Various Procurements						Date <div style="text-align: center;">March 25, 2015</div>			
Department Procurement & Logistics									
Department Head Name Dennis L. Mahon, Chief Procurement & Logistics Officer									
Department Head Signature <i>Cynthia M. Conley for D. Mahon</i>									
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	LI Committee	3.23.15				X	President <i>RTK for PN</i>		VP & CFO
2	MTA Board	3.25.15				X	Sr. VP-Administration <i>for</i>		VP, Gen. Counsel &
							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

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

LIRR proposes to award Competitive Procurements in the following categories:

Schedules Requiring Majority Vote

Schedule G: Miscellaneous Service Contracts	2	\$102,032
SUBTOTAL:	2	\$102,032
Schedule I: Modifications to Purchase Contracts and Public Works Contracts	1	\$360,000
SUBTOTAL:	1	\$360,000

LIRR proposes to award Ratifications in the following categories:

	<u># of Actions</u>	<u>\$ Amount</u>
	None	
<u>TOTAL:</u>	<u>3</u>	<u>\$462,032</u>

BUDGET IMPACT:

The purchases/contracts will result in obligating LIRR operating and capital funds in the amounts listed. Funds are available in the current operating budget 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.

MARCH 2015

MTA LONG ISLAND RAIL ROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote

Schedule G: Miscellaneous Service Contracts

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

1. **Metro Weather Service, Inc.** **\$22,032**
Three Year Contract **Firm/Fixed**
Contract No.: TBD

LIRR requests MTA Board approval to award a competitively bid Miscellaneous Service contract to Metro Weather Service, Inc. (Metro Weather), to provide current and comprehensive meteorological information services to the LIRR. Under this contract Metro Weather will send current, detailed weather forecasts, updates and alerts to seven LIRR locations every 4 hours, 24 hours per day, every day of the year and provide unlimited, 24 hour telephone support. Prices are based on fixed monthly billing rates. The term of this contract will be for three years, from May 1, 2015, through April 30, 2018. This IFB was advertised in the NYS Contract Reporter and NY Post, and on the MTA/LIRR Website, beginning on 01/19/15. In addition, it was sent to seven known qualified bidders, including the incumbent, Metro Weather. LIRR received three bids; Metro Weather, (\$22,032), Weather Command (\$77,604), and Weathernet, LLC (\$105,000). MeteoGroup submitted a No-Bid. Although Metro Weather's Gross Sum Bid is 24% higher than their previous three-year fixed rate contract, it is 252% less than the next lowest bidder under this solicitation. Further, Metro Weather's rate increase is attributable to the upgrade of their computer equipment and network, the acquisition of additional subscriptions to weather data services, and an increase to their internal staff. Their quoted rate of \$612/mo. will remain firm/fixed throughout the duration of this renewal contract. Accordingly, Metro-Weather's bid is considered fair and reasonable. This contract will be funded by the LIRR's Operating Budget.

2. **United Parcel Service** **\$80,000**
Fifteen Months **Not-to-Exceed**
Contract No: 150301GS1-R-N

LIRR requests MTA Board approval to award a competitively bid, Miscellaneous Service, New York State OGS Contract Award No. PGB-22892, with United Parcel Service (UPS). Under this contract, UPS will provide domestic and international small package delivery service for a period of fifteen (15) months, through March 20, 2016, in the not-to-exceed amount of \$80,000. LIRR's Operating Budget will fund this contract.

Procurements Requiring Majority Vote

Schedule I: Modifications to Purchase Contracts 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)

3. **Go Green Environmental Services LLC \$360,000** Staff Summary Attached
 Competitive
 Contract No. 140710GS3-SA-N

LIRR requests Board approval to issue a Contract modification in the amount of \$360,000 to Go Green Environmental Services LLC, to allow for the continued pumping and lawful disposal of waste from cesspools and sewers at various rail road stations, and for vector and jetting services needed for upcoming tunnel cleaning. The additional funding will cover services through the original contract term, which expires in November 2015.

Schedule I: Modifications to Purchase Contracts and Public Works Contracts

Staff Summary



Long Island Rail Road

Item Number: 3

Vendor Name (& Location) Go Green Environmental Services, LLC.- Middle Island, N.Y.
Description Cesspool & Sewer Services
Contract Term (including Options, if any) 12/1/2012 through 11/30/ 2017 (includes 2-year Option)
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 checked="" 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: John Collins - Engineering

Contact Number 140710GS3-SA-N	AWO/Modification # Modification #1
Original Amount:	\$633,595
Prior Modifications:	\$0
Prior Budgetary Increases:	\$0
Current Amount:	\$633,595
This Request:	\$360,000
% of This Request to Current Amount:	56.83%
% of Modifications (including This Request) to Original Amount	56.83%

Discussion:

LIRR requests Board approval to issue a Contract modification in the amount of \$360,000 to Go Green Environmental Services LLC, to allow for the continued pumping and lawful disposal of waste from cesspools and sewers at various rail road stations, and for vector and jetting services needed for upcoming tunnel cleaning. The additional funding will cover services through the original contract term, which expires in November 2015.

On December 1, 2012, LIRR issued a competitively bid public work contract in the total not-to-exceed amount of \$633,595, to Go Green Environmental Services LLC, for as-needed cesspool and sewer services at various LIRR properties in Queens, Nassau and Suffolk counties. On-Call services include; aeration, chemical treatment, pumping, and disposal. The term of the contract is three years, with an option to renew for a one, two-year period. This contract included two additional high volume sites, Shea Stadium and Ronkonkoma Station, whose high usage was underestimated. Subsequently, funding was depleted at an unanticipated, high rate. This modification will increase funding by \$360,000.00 in order to allow for continued services through contract completion.

In order to mitigate the possibility of hazardous overflow, maintain services and to improve efficiency of the facilities, the LIRR has recently implemented site specific service schedules for most of the service locations. To date, LIRR has expended approximately \$632,000 (99%) of the original \$633,595 funding. LIRR estimates that an additional \$360,000 will cover the remaining period under the original three year contract term. The two year option will not be exercised. Instead LIRR will re-solicit this work incorporating scheduled services per location in an effort to establish more favorable rates. LIRR's operating budget will fund this work.

LONG ISLAND COMMITTEE
BOARD PROCUREMENT PACKAGE
MARCH 2015

Staff Summary



Subject	Request for Authorization to Award a Procurement				
Department	Law and Procurement				
Department Head Name <i>ONE</i> Evan M. Eisland					
Department Head Signature <i>[Signature]</i>					
Board Action					
Order	To	Date	Approval	Info	Other
1	Long Island Rail Road Committee	3/23/15	X		
2	Board	3/25/15	X		

Date: March 10, 2015			
Vendor Name Parsons Brinckerhoff/STV/Parsons Transportation Group, JV			
Contract Number 98-00040-01R			
Contract Manager Name Ben Whatley			
Internal Approvals			
	Approval		Approval
4	President <i>[Signature]</i>	3	Interim Executive Vice President <i>AD</i>
2	Vice President, Program Controls <i>[Signature]</i>	1	Chief Procurement Officer <i>ONE</i>

PURPOSE

To obtain the approval of the Board to award a contract modification and to inform the Long Island Railroad Committee of this procurement action.

DISCUSSION

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

Schedules Requiring Majority Vote:

Schedule K Ratification of Completed Procurement Actions

	# of Actions	\$ Amount
	1	\$ 1,197,544
SUBTOTAL	1	\$ 1,197,544
TOTAL	1	\$ 1,197,544

Budget Impact:

The approval of the modification will obligate funds in the amount listed. Funds are available in the current capital budget for this purpose.

Recommendation:

That the modification be approved as proposed. (The item is 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.

MARCH 2015

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

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

- | | | | |
|-----------|---|--------------------|--------------------------------------|
| 1. | Parsons Brinckerhoff/STV/Parsons
Transportation Group, JV
Contract No. 98-0040-01R
Modification No. 86 | \$1,197,544 | <u>Staff Summary Attached</u> |
|-----------|---|--------------------|--------------------------------------|

In accordance with Article XIII of the MTA All-Agency Guidelines for the Procurement of Services, MTACC seeks Board ratification of a modification for additional design services required to address changes to signal and supervisory control equipment at eight central instrument locations.

Item Number 1

Vendor Name (& Location) Parsons Brinckerhoff/STV/Parsons Transportation Group, JV (NY)		Contract Number 98-0040-01R	AWO/Modification # 86
Description East Side Access General Engineering Consultant (GEC) Services			
Contract Term (including Options, if any) March 2016		Original Amount: \$ 140,000,000	
		Prior Modifications: \$ 261,397,462	
		Prior Budgetary Increases: \$ 0	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A		Current Amount: \$ 401,397,462	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive			
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification			
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:			
Requesting Dept/Div & Dept/Div Head Name: East Side Access, W. Goodrich		This Request \$ 1,197,544	
		% of This Request to Current Amount: 0.30%	
		% of Modifications (including This Request) to Original Amount: 188%	

Discussion:

This Contract is for engineering, design and construction phase services for the East Side Access (ESA) project. In accordance with Article XIII of the MTA All-Agency Guidelines for the Procurement of Services, MTACC seeks Board ratification of a modification for additional design services required to address changes to signal and supervisory control equipment at eight central instrument locations (CILs).

In response to recommendations made in program-wide risk assessment workshops and based on lessons learned over the past five years of construction activity within the Harold Interlocking, MTACC, Long Island Rail Road (LIRR) and Amtrak have developed a plan to re-sequence near-term construction activities in the Harold Interlocking to take advantage of planned extended track outages in 2015 and 2016. To support implementation of the revised construction sequence, the General Engineering Consultant ("GEC") for ESA revised staging drawings along with the cutover sequence (testing and placing into service) of the signal and supervisory control equipment at several of the CILs. The revised staging drawings and cutover sequence and the requirement that civil speed enforcement be implemented on the LIRR system requires design changes to the signal and supervisory control equipment within eight CILs. Thus, under this modification, the GEC will:

- record the current as-built conditions for certain signaling equipment within the Harold Interlocking;
- revise the design documents for the signal and supervisory control equipment within eight CILs
- update related engineering documents used to manage the cutover process.

The GEC submitted cost proposals totaling \$1,286,051 for this modification while the MTACC estimate was in the amount of \$1,137,936. Negotiations were held and the parties agreed to a cost of \$1,197,544, which is considered fair and reasonable.

In order to maintain the current Harold CIL cutover schedule, the President approved a retroactive memorandum and on February 24, 2015 the GEC was directed to proceed with the portion of the work needed to support the scheduled cutover of the H3 CIL for a not-to-exceed amount of \$350,000. Authorization to proceed with the remainder of the work under this modification will be given upon Board ratification of this modification.



Bridges and Tunnels

Procurements March 2015



Staff Summary

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

Date	March 6, 2015
Vendor Name	
Contract Number	
Contract Manager Name	
Table of Contents Ref #	

Board Action					
Order	To	Date	Approval	Info	Other
1	President	3/6/15	<i>[Signature]</i>		
2	MTA B&T Committee	3/23/15			
3	MTA Board	3/25/15			

Internal Approvals			
Order	Approval	Order	Approval
	President <i>[Signature]</i>		VP Operations
<i>[Signature]</i>	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 <i>ns</i>		Chief Technology Officer		Chief Health & Safety Officer		Chief EEO Officer
	Chief Security Officer		Chief Maintenance Officer		MTA Office of Civil Rights		

PURPOSE:

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

DISCUSSION:

MTA B&T proposes to award Non-Competitive procurements in the following categories: None.

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

Schedules Requiring Majority Vote		# of Actions	\$ Amount
Schedule C	Competitive Requests for Proposals	1	\$236.500M
Schedule E	Miscellaneous Procurement Contracts	1	\$ 50.300M
Schedule F	Personal Service Contracts	2	\$ 8.565M
TOTAL		4	\$295.365M

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

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.)

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

MTA BRIDGES & TUNNELS
TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
MARCH 2015

MTA BRIDGES & TUNNELS

Procurements Requiring Majority Vote:

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

- | | | | |
|----|--|-------------------------|--------------------------------------|
| 1. | Judlau Contracting, Inc.
Contract No. QM-40S
4 yr. contract – Competitive RFP – 5 Proposals
Perform Sandy Restoration, Mitigation and Rehabilitation of the Tunnel and Manhattan Exit Plaza at the Queens Midtown Tunnel (QMT). | \$236,500,000.00 | <u>Staff Summary Attached</u> |
|----|--|-------------------------|--------------------------------------|

E: Miscellaneous Procurement Contracts

- | | | | |
|----|---|------------------------|--------------------------------------|
| 2. | Telvent USA, LLC
Contract No. 14-OPS-2924X
6 yr. contract – Competitive RFP – 4 Proposals
Maintenance and Repair of the Electronic Toll Registry System. | \$50,300,121.00 | <u>Staff Summary Attached</u> |
|----|---|------------------------|--------------------------------------|

F: Personal Service Contracts

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

- | | | | |
|----|--|---|--------------------------------------|
| 3. | HAKS Engineers, Architects & Land Surveyors, P.C.
Ammann & Whitney Consulting Engineers, P.C.
WSP USA Corporation
Hardesty & Hanover, LLC
Contract No. PSC-14-2963A - D
2 yr. 9 mo. contract - Competitive RFP - 7 Proposals
Provide biennial bridge inspection and miscellaneous design services at the Throgs Neck, Bronx Whitestone, Marine Parkway/Cross Bay, Henry Hudson, and Queens Midtown Tunnel Approach Bridges. | \$2,221,592.00
\$1,610,918.00
\$1,738,832.26
\$2,072,545.00
\$7,643,887.26 | <u>Staff Summary Attached</u> |
|----|--|---|--------------------------------------|

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
MARCH 2015

4. **Beth Israel Medical Center** **\$921,175.00**
Contract No. PSC-14-2951X

5 yr. contract - Competitive RFP - 3 Proposals

In 2014 the Authority issued a solicitation for a Consultant to provide 24-hour/7-day medical consultation services consisting of: (i) determining the fitness for duty of Authority employees who may be absent due to illness or injury; (ii) ensuring that absences are related to the medical condition claimed by the employee; (iii) determining whether employees are obtaining proper treatment; and (iv) advising the Authority concerning medical issues raised. The duration of this contract is five years. The service requirements were publicly advertised. The solicitation notice was sent to 88 firms. Five firms requested copies of the solicitation. Three proposals were submitted as follows: JuriSolutions, Inc.; Beth Israel Medical Center (BIMC) and Occupational Health Decisions (OHD).

After evaluation of the proposals against established criteria set forth in the RFP including experience, qualifications, understanding of the services, record of performance and cost, the committee unanimously waived oral presentations and recommended that Best and Final Offers (BAFOs) be requested from the two highest ranked firms: BIMC and OHD. After discussions with both vendors regarding pricing, both firms were then requested to submit BAFOs.

Based on the evaluation of BAFOs, the committee selected BIMC based on its superior record of service, availability of resources and its lower cost proposal. BIMC's BAFO of \$921,175 offered reductions in both examination costs and after-hours examination costs, and the final proposal is 26% less than the user's estimate of \$1,242,956. The rates are fixed for the five year term and are approximately 7% less than those under the current contract. As such, the rates are deemed to be fair and reasonable. BIMC has performed satisfactorily under current and previous Authority contracts. After review BIMC was determined to be a responsible consultant. No M/WBE goals were established by the MTA Department of Diversity and Civil Rights for this contract. Funding is available in the Operating Budget under GL #712701.

Staff Summary

Page 1 of 2

Item Number 1 (Final)					
Dept & Dept Head Name: Joe Keane, P.E. <i>Joe Keane</i>					
Division & Division Head Name: Romolo DeSantis, P.E. <i>R.D.</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	3/6/15	<i>[Signature]</i>		
2	MTA B&T Committee	3/23/15			
3	MTA Board	3/25/15			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Procurement Officer <i>[Signature]</i>	4	Chief Financial Officer <i>[Signature]</i>		
2	SVP & General Counsel <i>[Signature]</i>	5	Executive Vice President <i>[Signature]</i>		
3	Director, Strategic Initiatives <i>[Signature]</i>	6	President <i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name Judlau Contracting, Inc.	Contract Number QM-40S
Description: Sandy Restoration and Mitigation and QM-40/QM-18 Rehabilitation of the Tunnel and Manhattan Exit Plaza at the Queens Midtown Tunnel	
Total Amount \$236,500,000	
Contract Term (including Options, if any) Four (4) 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 checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval in accordance with the All Agency Procurement Guidelines to award the competitively procured public work contract, Contract QM-40S, Sandy Restoration and Mitigation and QM-40/QM-18 Rehabilitation of the Tunnel and Manhattan Exit Plaza at the Queens Midtown Tunnel to Judlau Contracting, Inc., located at 26-15 Ulmer Street, College Point, NY 11354 in the low bid amount of \$236,500,000 and the duration of four (4) years.

II. DISCUSSION

In September 2013, the MTA Board adopted a resolution authorizing B&T to enter into a two-step competitive Request For Proposal (RFP) for the award of Contract QM-40S, Sandy Restoration and Mitigation and QM-40/QM-18 Rehabilitation of the Tunnel and Manhattan Exit Plaza at the Queens Midtown Tunnel (QMT). The initial step enabled B&T to pre-qualify prospective proposers based on their prior tunnel experience, responsibility, safety, as well as their technical and financial capabilities due to the magnitude and complexities of the project, thereby maximizing competition and advancing the procurement phase while the designs were being finalized. The Project requirements were publicly advertised and twenty-one (21) firms or teams submitted qualification information. Sixteen (16) firms/teams were deemed eligible to receive the RFP.

B&T issued the RFP to the sixteen (16) eligible firms/teams to commence the second step of the process and held two (2) site tours to provide the contractors access to the site. B&T intends to award the Contract to the lowest responsive responsible bidder in accordance with standard procurement practice.

The Scope of Work to restore the QMT to a pre-storm state of good repair includes systems replacements as follows: tunnel electrical; lighting; communications; monitoring and control systems; mid-river pump room; tunnel structural and civil repairs; tunnel wall tile; ceiling panels; polymer panels; catwalk, curbs and gutters; and tunnel ventilation building rehabilitation as well as asbestos and incidental lead abatement and maintenance and protection of traffic. The Manhattan Exit Plaza work includes full depth plaza reconstruction in areas subject to frequent pavement condition and roadway joint problems, as well as complete repaving of the entire Exit Plaza. The scope of work was adjusted from the initially authorized scope and reflects a cost effective and efficient design solution resulting from a more in-depth investigation of plaza conditions and lessons learned from several prototypes associated with hydro-demolition, coring

Staff Summary

and grouting. In addition, by coordinating the Manhattan Exit Plaza work with the tunnel restoration work, customer impacts will be minimized. The Contract also includes incentives for early completion of various stages in an amount not to exceed \$6,460,000.

On January 21, 2015 five (5) bids were received and verified as follows:

Judlau Contracting, Inc.	\$236,500,000.00
Tully Construction Company, Inc.	\$251,336,213.00
Silverite Construction Co., Inc	\$256,000,000.00
Yonkers Contracting Company, Inc.	\$257,811,425.00
Picone/Schiavone III	\$257,833,288.00

On February 5, 2015 a qualification hearing was conducted with Judlau to determine whether they were technically, professionally and financially qualified to perform the Work required under the Contract. Judlau satisfactorily responded to the Authority's questions regarding their technical approach, previous work experience, on-going projects, management team and ability to perform the Work for the bid price. Judlau also noted their prior experience at the Montague Tunnel Rehabilitation which was a Sandy restoration for New York City Transit in excess of \$110M, and also at the 72nd Street Station Rehabilitation which is a \$257M project for MTA Capital Construction. Judlau has provided a letter from their surety expressing the surety's willingness to provide performance and payment bonds and Judlau is deemed financially capable to perform the Work. Judlau's bid compares favorably to the Engineer's estimate. The Engineering and Construction Department has determined that Judlau is technically qualified to perform the Work and recommends award. Judlau has pre-existing Significant Adverse Information ("SAI") as defined in the All-Agency Responsibility Guidelines. By memorandum approved December 16, 2013 the Chairman and CEO addressed the previous SAI and granted approval to make future awards to Judlau unless new SAI is uncovered. No new SAI has been uncovered with regard to Judlau since that time. Judlau is deemed the low responsive, responsible bidder for the award of the Contract. Based on competition the bid is fair and reasonable.

III. D/M/WBE INFORMATION

The MTA Department of Diversity and Civil Rights has established goals of 10% MBE and 10% WBE for the Contract. Judlau has achieved its previous MWDBE goals on previous contracts.

IV. IMPACT ON FUNDING

Funding for the Project totals \$236,500,000 with allocations for: QM-40S Sandy Restoration - \$179,726,922.44; QM-40 - \$40,591,940.56; QM-18 - \$7,943,637.00 and Major Maintenance - \$8,237,500.00. Funding reallocation totaling \$7,000,000 is required from Sandy Restoration ACEP ED010240 to Sandy Restoration ACEP ED040281.

<u>ACEP</u>	<u>Task</u>	<u>Funding</u>
ED010240-Structures	E02057	\$85,426,727.47
ED020203-Roadway	E02121	\$755,683.92
ED040281-Utilities	E02189	\$86,432,551.71
<u>ED050203-Environmental Cleanup</u>	E02308	<u>\$7,111,959.34</u>
QM-40S Sandy Subtotal		\$179,726,922.44
D601QM40	D02680	\$35,031,940.56
D601QM40-Incentive	D03296	\$5,560,000.00
D601QM18	D02669	\$7,043,637.00
<u>D601QM18-Incentive</u>	D03295	<u>\$900,000.00</u>
Subtotal		\$48,535,577.56
QM-40 Major Maintenance		\$6,737,500.00
<u>QM-18 Major Maintenance</u>		<u>\$1,500,000.00</u>
Major Maintenance Subtotal		\$8,237,500.00

V. ALTERNATIVES

None are recommended. B&T does not possess the in-house forces to perform this work.

Schedule E: Miscellaneous Procurement Contracts

Item Number: **2** (Final)

Vendor Name (& Location) Telvent USA, LLC
Description Maintenance and Repair of the Electronic Toll Registry
Contract Term (including Options, if any) Six years
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:

Contract Number 14-OPS-2924X	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: \$50,300,121	
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: Toll Operations, Joe Gugliero	
Contract Manager Lynn Gore	

Discussion:

B&T is seeking Board approval under the All Agency Procurement Guidelines to award a miscellaneous procurement contract, Contract 14-OPS-2924X, for Maintenance and Repair of the Electronic Toll Registry System to Telvent USA, LLC in the negotiated amount of \$50,300,121 over a period of six years.

The services of a contractor are required to maintain and repair the hardware and software components of the Electronic Toll Registry System. Such services include: (i) day to day monitoring of the system, (ii) performing maintenance required due to normal wear, tear and damage to the equipment; (iii) establishing and managing an inventory of spare parts; (iv) performing preventive and scheduled maintenance; (v) supplying 24/7/365 service at each B&T facility. B&T does not possess the resources required to perform these services.

In March 2014, B&T issued a competitive Request for Proposal (RFP), Contract 14-OPS-2924 for a new Electronic Toll Registry System maintenance and repair contract. In response to this RFP, only one proposal was received. Based on the lack of competition resulting from this procurement, B&T rejected the proposal and resolicited the services. These service requirements were again publicly advertised in October 2014 and the solicitation notice was sent to one hundred thirty-nine (139) firms. Four (4) firms requested a copy of the solicitation and proposals were received from all four: i) Schneider Electric operating as its subsidiary – Telvent USA LLC (Telvent); ii) Kapsch TrafficCom IVHS, Inc. (Kapsch); iii) Transcore LLP (Transcore), and iv) Computer Aid, Inc. (CAI).

The proposals were evaluated against the criteria established 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 evaluations, the committee recommended that oral presentations be held with Telvent and Transcore. After oral presentations were concluded, the committee recommended that negotiations be held with Telvent. Telvent's proposal included (i) an advanced diagnostic and management system that will enable system-related problems to be detected and resolved promptly; (ii) a team comprised of key individuals who were responsible for the original system's design; (iii) an approach that allows hardware and software support services to be performed at the maximum level of effectiveness and efficiency, and iv) lowest cost. Transcore's overall proposal was considered by the Committee to be satisfactory, however its proposed software maintenance program included a greater level of risk and higher cost compared with that offered by Telvent.

Telvent's proposed cost was 1.1% lower or \$589,962 than Transcore's cost, and was also the lowest of all the proposals submitted. Telvent's cost of \$50,754,179 includes contingencies for software development, spare parts and an incentive for lane availability. The user's estimate is \$49,132,353. Based on negotiations the parties agreed to an amount of \$50,300,121 which is 2% higher than the estimate. The variance with the estimate is primarily attributed to an underestimated increase in the labor rates used and a higher quantity of communications devices and leased vehicles proposed by the contractor and agreed upon by the Authority. The labor rates and hours proposed were determined to be acceptable. Based on the above, the negotiated price is considered fair and reasonable. Telvent is deemed to be a responsible contractor.

MTA DDCR has established goals of 10% MBE and 10% WBE for the referenced contract. Telvent has achieved its previous M/WBE goals on its previous MTA contract. Funding is available in the Operating Budget under GL #711420.

Staff Summary

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Item Number 3 (Final)					
Dept & Dept Head Name: Engineering and Construction, Joe Keane, P.E. <i>Joe Keane</i>					
Division & Division Head Name: Engineering and Construction, Philip Swanton, P.E. <i>Philip Swanton</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	3/6/14	<i>[Signature]</i>		
2	MTA B&T Committee	3/23/14			
3	MTA Board	3/25/14			
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	Contract No.
A) HAKS Engineers, Architects & Land Surveyors, P.C.	PSC-14-2963A
B) Ammann & Whitney Consulting Engineers, P.C.	PSC-14-2963B
C) WSP USA Corporation	PSC-14-2963C
D) Hardesty & Hanover, LLC	PSC-14-2963D
Description	
2015 Biennial Bridge Inspection & Design of Miscellaneous Structural Repairs at the Throgs Neck, Bronx Whitestone, Marine Parkway, Cross Bay, Henry Hudson & Queens-Midtown-Tunnel Approach Bridges	
Total Amount	
PSC-14-2963A, \$2,221,592.00;	PSC-14-2963B, \$1,610,918.00;
PSC-14-2963C, \$1,738,832.26;	PSC-14-2963D, \$2,072,545.00
Contract Term (including Options, if any)	
Two years, nine months (through 12/31/17)	
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

B&T is seeking Board approval under the All-Agency Guidelines for Procurement of Services to award four personal service contracts for the 2015 Biennial Bridge Inspections at the: (i) Throgs Neck Bridge (Contract PSC-14-2963A) to HAKS Engineers, Architects & Land Surveyors, P.C. (HAKS), (ii) Bronx-Whitestone Bridge (Contract PSC-14-2963B) to Ammann & Whitney Consulting Engineers, P.C. (A&W), (iii) Marine Parkway/Cross Bay Bridge (Contract PSC-14-2963C) to WSP USA Corporation (WSP), and (iv) Henry Hudson & Queens-Midtown-Tunnel Approach Bridges (Contract PSC-14-2963D) to Hardesty & Hanover, LLC (H&H). The negotiated contract amounts are: (A) \$2,221,592.00 (B) \$1,610,918.00 (C) \$1,738,832.26 and (D) \$2,072,545.00. Each contract will be for a duration of approximately two years, nine months through December 31, 2017.

II DISCUSSION

B&T requires the services of four consultant firms to provide biennial bridge inspection and miscellaneous design services at the: Throgs Neck, Bronx Whitestone, Marine Parkway, Cross Bay, Henry Hudson & Queens-Midtown-Tunnel Approach Bridges. These inspections assist in our mission to keep B&T's assets in a state of good repair, and are required by the New York State Department of Transportation.

The requirements were publicly advertised. Nine firms submitted qualification information for review and evaluation by the selection committee. Seven firms: Ammann & Whitney Consulting Engineers, P.C. (A&W); B & H Engineering, P.C. (B&H); HAKS Engineers, Architects and Land Surveyors, P.C. (HAKS); Hardesty & Hanover, LLC (H&H); HNTB New York Engineering & Architecture, P.C.; TranSystems Architect & Engineer, P.C. (TS); and WSP USA Corporation (WSP)

Staff Summary

Page 2 of 3

were chosen to receive the RFP based on a review of those qualifications and all seven firms submitted proposals. The proposals were evaluated against established criteria set forth in the RFP including technical work proposed, depth of understanding of the project, qualifications of the firm for specific personnel proposed and cost. Based on the committee's review of all submittals and its consideration of proposed costs, the committee selected HAKS for Group A (Throgs Neck Bridge), A&W for Group B (Bronx-Whitestone Bridge), WSP for Group C (Cross Bay/Marine Parkway Bridges) and H&H for Group D (Henry Hudson and QMT Approach Bridges).

The Committee's selections were based on the following:

- HAKS submitted a superior comprehensive technical proposal for this group and provided additional supporting details during its oral presentation. HAKS' inspection teams and their Project Manager have demonstrated significant relevant experience.
- Ammann & Whitney has very strong major suspension bridge experience.
- WSP has a strong mechanical/electrical team for inspecting the elevator, lift span and mechanical drive system at the facility.
- Hardesty & Hanover has an in-house geotechnical group to perform a thorough assessment of the rock slopes at the Henry Hudson Bridge. It also has demonstrated recent experience with arch bridges and recent experience with Bridge Data Information System (BDIS) software.
- While the other three firms were technically qualified, B&H was limited in its staff of support personnel, HNTB's cost proposal was significantly higher than the Engineer's estimate and TranSystems' cost proposal contained multiple discrepancies.

The overall cost of the four recommended 2015 Biennial Contracts is an increase of 15% compared with the preceding 2013 Biennial Contracts (PSC-12-2916). This is generally due to the increased level of effort required to calculate the Special Hauling Vehicle Load Ratings and to revise databases to comply with new National Bridge Element Inspection System requirements. The following represents a summary of costs for the 2013 Biennial Contracts, and the costs proposed, estimated and negotiated for the recommended 2015 Biennial Contracts (all excluding allowances).

Group	2013 Contracts	2015 Contracts			Comparisons	
	Amount	B&T Estimate	Proposed	Negotiated	2015 Negotiated vs. 2013	2015 Negotiated vs. Estimate
A	\$1,591,624.08	\$1,631,000.00	\$1,731,866.00	\$1,546,592.00	-2.8%	-5.2%
B	\$1,184,397.18	\$1,355,000.00	\$1,299,302.00	\$1,135,918.00	-4.1%	-16.2%
C	\$1,193,753.73	\$1,400,000.00	\$1,621,157.00	\$1,438,832.26	20.5%	2.3%
D	\$ 999,998.00	\$1,890,000.00	\$1,780,743.00	\$1,722,545.00	72.3%	-8.9%

* All costs above exclude allowances.

Excluding new task requirements, HAKS' negotiated cost for Group A (TNB) is 4.06% lower than the previous contract cycle; A&W's negotiated cost for Group B (BWB) is 5.54% lower than the previous cycle excluding new tasks. WSP's negotiated cost for Group C (CBB & MPB) is 7.95% higher than the same tasks under the previous cycle. The variance is greater at these facilities because the Cross Bay and Marine Parkway Bridge structures include many short spans requiring additional effort to meet new load rating requirements. The total negotiated cost for Group C is 20.5% higher than the 2013 Contract due to the addition of new tasks to inspect miscellaneous walls, to conduct a girder camber survey, to perform in-depth crack monitoring for the Cross Bay Bridge, and to perform a Tower Plumbness Survey at the Marine Parkway Bridge. Excluding new task requirements, H&H's negotiated cost for Group D (HHB & QMT Approaches) is 1.17% higher than what was negotiated in the previous cycle. The total negotiated cost for Group D is 72.3% higher than the 2013 Contract primarily due to the significant new task for development of a facility specific Bridge Data Information System (BDIS). Migrating to the new BDIS software is an initiative being pursued among various bridge authorities which will initially be implemented at the HHB and subsequently instituted at the other Authority facilities in coming years.

Staff Summary

Page 3 of 3

Based on the above, the negotiated amounts are considered fair and reasonable. HAKS, A&W, WSP and H&H are each considered to be responsible consultants.

Summary of 2015 Proposed Contracts			
<u>Group</u>	<u>Negotiated Amount</u>	<u>Allowance</u>	<u>Contract Amount with Allowance</u>
A	\$1,546,592.00	\$675,000.00	\$2,221,592.00
B	\$1,135,918.00	\$475,000.00	\$1,610,918.00
C	\$1,438,832.26	\$300,000.00	\$1,738,832.26
D	\$1,722,545.00	\$350,000.00	\$2,072,545.00

The total amount for each contract will include the assigned allowances as shown in the table above. Services under these allowances are to provide support based on the results of the inspection and include: (i) interim or special inspections; (ii) spalling concrete removal supervision; (iii) sign gantries and light pole inspections; (iv) auxiliary design services for the repair of defective structural conditions; (v) preliminary design investigations toward alternative solutions; and (vi) auxiliary testing services for elements such as concrete cores, steel coupons, and cable wires. These services will be provided via work orders on an as-needed basis. The allowances are based on historical costs and will permit B&T to quickly respond to the needs of each facility. The services being performed under the allowances will typically be performed at the rates negotiated for overhead and profit.

III. D/M/WBE INFORMATION

The MTA Department of Diversity and Civil Rights has established goals of 10% MBE and 10% WBE for each of these contracts. HAKS, A&W, WSP and H&H have each achieved their MWDBE goals on previous MTA contracts.

IV. IMPACT ON FUNDING

Funding in the amount of \$7,643,887.26 is available in the Operating Budget under GFM-511, General Ledger #711101.

V. ALTERNATIVES

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

Staff Summary

Subject Mission Statement, Measurements, and Performance Indicators Report
Department Chief of Staff
Department Head Name Donna Evans <i>Donna Evans</i>
Department Head Signature
Project Manager Name

Date March 25, 2015
Vendor Name N/A
Contract Number N/A
Contract Manager Name N/A
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
	Corporate Governance	3/23/15			
	Board	3/25/15			

Internal Approvals			
Order	Approval	Order	Approval
1	Chief of Staff <i>DAE</i>		
2	Legal <i>AP</i>		
3	Chief Compliance Officer <i>AK</i>		

Purpose:

To obtain Board approval of the MTA's Mission Statement and to authorize submission of the annexed 2014 Mission Statement, Measurements, and Performance Indicators Report (the "Report") to the Independent Authorities Budget Office ("ABO").

Discussion:

Section 1269-f and Section 2824-a of the Public Authorities Law require MTA annually to reexamine its mission statement, reassess its stakeholders, and selected performance measurement indicators and to submit a report based on the performance indicator results from the previous year.

The MTA and its Board engage in oversight of agency operating performance throughout the year. The Board, through its transit, rail and bridge/tunnel operation committees, closely monitors agency operating performance. Each operating agency reports its most recent performance data in posted monthly reports and in committee books distributed in advance of public MTA operating committee meetings, which are conducted at least eleven times a year. At these public meetings, operating agency results are reviewed and discussed by Board members and agency senior staff. In addition, presentations focused on particular areas of performance are made by the agency staff to the Board operating committees periodically through the year, in accordance with the work plan schedule of each operating committee. The MTA website also contains a "Performance Dashboard" for each of the MTA operating agencies, updated monthly, summarizing the agencies' leading performance measurements.

The Report compiles the MTA Mission Statement, Stakeholder Assessment and the performance measurements from 2014. The operating agencies have each submitted, within the Report, a summary that evaluates agency performance on the applicable indicators in the past year.

Recommendation:

It is recommended that the MTA Board approve the annexed Report and authorize submission of such Report as required by Section 1269-f and Section 2824-a of the Public Authorities Law to the ABO.

Staff Summary

Subject Drug and Alcohol Policy Statements
Department Chief of Staff
Department Head Name Donna Evans
Department Head Signature
Project Manager Name

Date March 25, 2015
Vendor Name N/A
Contract Number N/A
Contract Manager Name N/A
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
	Corporate Governance	3/23/15			
	Board	3/25/15			

Internal Approvals			
Order	Approval	Order	Approval
1	Chief of Staff <i>DWE</i>		
2	Legal <i>AS</i>		
3	Chief Compliance Officer <i>[Signature]</i>		

Purpose:

To obtain Board approval of the MTA and Agency's Drug and Alcohol Policies.

Discussion:


The drug and alcohol policies of MTA and its constituent Agencies are governed by a variety of laws and regulations, including but not limited to, the Drug Free Workplace Act, the Federal Transit Administration ("FTA") regulation entitled Prevention of Alcohol Misuse and Prohibited Drug Use in Transit Operations, and the Federal Railroad Administration regulation entitled Control of Alcohol and Drug Use. While some of these laws and regulations differ as to the specific requirements necessary for compliance by the covered Agencies, each has as an underlying principle of helping to prevent accidents, injuries, and fatalities resulting from the misuse of alcohol and prohibited drugs by employees. While the aforementioned regulations do not apply to all MTA Agencies, as a matter of good corporate governance practice, each Agency's drug and alcohol policy is being presented to the Board for approval.

It should be noted that NYCT's original drug and alcohol policy was approved by the Board on March 28, 2000 and that an updated version is being presented to the Board for approval.

Recommendation:


It is recommended that the Board adopt the attached policies.

Staff Summary

Subject Travel and Business Expense Policy
Department Corporate Compliance
Department Head Name Lamond W. Kears
Department Head Signature 
Project Manager Name Lamond W. Kears

Date March 25, 2015
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	Governance	3/23/15	X		
2	Board	3/25/15	X		

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

Purpose:

To obtain Board authorization of proposed revisions to the All-Agency Travel and Business Expense Policy.

Discussion:


Pursuant to Public Authority Law Section 2824, Board members of state authorities are required to establish written policies and procedures on policies regarding travel. The MTA All-Agency Travel and Business Expense Policy was last revised in March 2014.

Based upon a recent review, several substantive and non-substantive revisions to the Policy are proposed. These substantive revisions would (1) require employees to submit their travel reimbursement report within 30 days from the conclusion of travel, (2) establish procedures for the use of the MTA corporate card and (3) allow the MTA Chief Compliance Officer to grant a waiver of this Policy Directive in the best interest of the MTA.

Recommendation:

It is recommended that the Board approve the proposed revisions to the All-Agency Travel and Business Expense Policy.

Staff Summary

Subject
Public Authorities Law Required Policies
Department
Corporate Compliance
Department Head Name
Lamond W. Kears
Department Head Signature

Project Manager Name
Lamond W. Kears

Date
March 25, 2015
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	Governance	3/23/15	X		
2	Board	3/25/15	X		

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

Purpose:

To obtain Board ratification and approval for certain existing policies of the MTA and its Agencies.

Discussion:

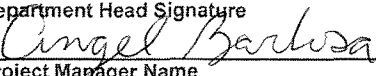
Public Authorities Law Section 2824 requires the MTA Board to “establish policies regarding the payment of salary, compensation and reimbursements to, and establish rules for the time and attendance of, the chief executive and senior management.” The Act also requires that the MTA Board establish a travel policy.

The MTA and its Agencies have existing policies (set forth in the attached exhibit book) addressing employee salary, compensation, time and attendance, travel and expenses and reimbursements. Most of these policies are All-Agency Policy Directives; others are agency-specific. All of these policies were approved by the Board in 2006 but subsequent revisions have not consistently been presented to the Board for approval. The Board is being asked to ratify and approve all of the revisions to these policies since the 2006 Board approval. Going forward, any subsequent revisions to these policies as they exist today will be presented the Board for its review and approval.

Recommendation:



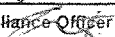
It is recommended that the Board ratify and approve the policies contained in the exhibit book.

Staff Summary

Subject All Agency Procurement Guidelines and All Agency Guidelines for Procurement of Services
Department MTA Business Service Center
Department Head Name Angel Barbosa, Chief Procurement Officer
Department Head Signature 
Project Manager Name

Date March 25, 2015
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
	Corporate Governance	3/23/15			
	Board	3/25/15			

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

Purpose:

To obtain Board approval of the MTA's All Agency Procurement Guidelines and All Agency Guidelines for Procurement of Services.

Discussion:

Public Authorities Law Section 2879 requires the MTA to annually review and approve its All Agency Procurement Guidelines and All Agency Guidelines for Procurement of Services. These guidelines were last approved by the Board at its March 2014 meeting, however the last revision by the Board was at its July 2013 meeting.

There are no proposed revisions to either guidelines.

Recommendation:

It is recommended that the MTA Board approve the annexed All Agency Procurement Guidelines and All Agency Guidelines for Procurement of Services.



ALL AGENCY PROCUREMENT GUIDELINES

Adopted by the Board on March 2~~5~~⁶, 201~~5~~⁴

These guidelines apply to the Metropolitan Transportation Authority ("MTA"), the New York City Transit Authority ("Transit"), the Long Island Rail Road Company ("LIRR"), The Metro-North Commuter Railroad Company ("MNCRR"), Staten Island Rapid Transit Operating Authority ("SIRTOA"), Manhattan and Bronx Surface Transit Operating Authority ("MaBSTOA"), MTA Capital Construction ("MTACC"), MTA Bus Company ("MTA Bus"), and to the Triborough Bridge and Tunnel Authority ("Bridges and Tunnels") insofar as they are consistent with the provisions of law applicable to Bridges and Tunnels (each of which is referred to severally and together, as the "Authority").

Article I - Applicability of Guidelines

This policy applies to i) purchase contracts for supplies, materials or equipment ("purchase contracts"); ii) public work contracts ("public work contracts"); and iii) leases of equipment with or without an option to purchase, computer software licenses and maintenance agreements, printing contracts (where editorial services do not predominate), and to any other contract which is not otherwise classified under these guidelines or the All Agency Guidelines for Procurement of Services ("miscellaneous procurement contracts"). In the event a proposed contract contains elements of more than one type of contract under these Guidelines or the All Agency Guidelines for Procurement of Services, the elements which predominate shall determine the type of contract for purposes of both Guidelines.

Article II - Delegation of Authority

The Chairman, the presidents of the Authorities, or the designated representative or representatives thereof (each defined for purposes of these guidelines as an "Authorized Officer") are hereby empowered with respect to purchase contracts, public work contracts, and miscellaneous procurement contracts to be entered into by the respective Authority acting on its own behalf or as agent for MTA, as follows:

- A. to establish procedures which shall be competitive to the extent deemed practicable by the Authorized Officer, for the award of purchase contracts estimated to involve the expenditure of \$15,000 or less and public work contracts estimated to involve the expenditure of \$25,000 or less;
- B. to establish procedures for the award of miscellaneous procurement contracts regardless of the estimated expenditure, which procedures shall provide for Board approval of the award if the contract provides for the estimated expenditure of more than \$25,000 and is not awarded pursuant to sealed competitive bidding. A majority of the members of the Board in attendance at a meeting at which a quorum is present shall be required to approve the resolution authorizing such award;

- C. for purchase contracts estimated to involve the expenditure of more than \$15,000 and public work contracts estimated to involve the expenditure of more than \$25,000:
1. to determine the criteria for the evaluation of bids which may include but are not limited to unit or aggregate amount bid, life cycle costs or savings (including but not limited to costs or savings associated with installation, energy use, maintenance, operation, salvage and disposal), discounts and costs of maintenance and inspection services;
 2. to determine whether a contract required to be advertised in the New York State contract reporter is exempt from such requirement on the basis of a need to award the contract on an emergency or critical basis;
 3. to advertise for, solicit and open bids;
 4. to record the name of each bidder and the amount(s) bid;
 5. to determine the lowest responsive and responsible bidder, including, in the event two or more responsible bidders submit identical bids which are the lowest bids, to award the contract to any of such bidders or obtain new bids from such bidders;
 6. to reject all bids when it is determined to be in the public interest to do so;
 7. to award the contract.
- D. to determine whether a bidder or prospective bidder should be ineligible to act or bid as a contractor or act as a subcontractor for a fixed or indefinite period of time with respect to contracts of the Authority in question.
- E. in addition to the other authorizations set forth elsewhere in this document, to establish guidelines governing the qualifications of bidders for public works and public contracts, and to fix the standards for the prequalification of bidders entering into such contracts, for the East Side Access Project in accordance with Section 1265-a.2(c) of the Public Authorities Law.

Article III - Award of Contracts Without Competitive Bidding

- A. A purchase contract estimated to involve the expenditure of more than \$15,000 and a public work contract estimated to involve the expenditure of more than \$25,000 may be awarded without competitive bidding under the circumstances set forth below, provided that the Authorized Officer recommends such an action and the Board adopts a resolution declaring competitive bidding to be impractical or inappropriate and states the reasons therefore, and summarizes any negotiations that have been conducted. Except in a situation specified in Article III (A) (1), such resolution shall be approved by two-thirds of the members of the Board then in office. A declaration under Article III (A) (1) shall require approval by a majority of the members of the Board in attendance at a meeting at which a quorum is present.

1. The existence of an emergency involving danger to life, safety or property which requires immediate action and cannot await competitive bidding; or when the item to be purchased is essential to the efficient operation of or the adequate provision of service and, as a consequence of an unforeseen circumstance, such purchase cannot await competitive bidding. Competitive bidding is hereby declared to be impractical and inappropriate in any of the foregoing situations where an Authorized Officer must take appropriate action and cannot await action by the Board; provided, however, that notice of such action shall be given to the Board at its next scheduled meeting together with a statement of the reasons for such action and a request for ratification by the Board.
2. The item to be purchased is available only from a single responsible source provided, however, that a notice of the Authority's intent to purchase such item without competitive bidding shall be posted on the Authority's website, and, if bids have not been solicited for such item within the preceding twelve months, a notice must be published pursuant to Article VI(A) hereof. Any notices required by this paragraph shall set forth the Authority's intent to purchase the item without competitive bidding because the item is available from only one source and invites any firm which believes it can provide the item to so inform the Authority and to provide the Authority with additional information which confirms that it can supply the item.
3. Competitive bids are solicited and
 - a. no responsive bid is received; or
 - b. only a single responsive bid is received, and the Authorized Officer rejects the bid.
4. With respect to a product or technology, the Authority wishes to:
 - a. experiment with or test it;
 - b. experiment or test a new source for it; or
 - c. evaluate its service or reliability.

Such a contract may not be awarded until at least thirty days after the date the Board has declared competitive bidding to be impractical or inappropriate.

5. The item is available through an existing contract between a vendor and any of the following and the resolution adopted by the Board includes a determination that, and the reasons, why, it is in the public interest to do so:

- a. An Authority or any other public authority provided such contract had been awarded through a process of competitive bidding or a competitive request for proposals;
- b. The State of New York, The City of New York, or (except for Transit and MaBSTOA) the County of Nassau.

It is hereby determined that competitive bidding is inappropriate and, because of the likelihood that a competitive process will not result in better commercial terms, that it is in the public interest to purchase an item through an existing contract of the State of New York, The City of New York or an Authority, , where price and other commercial terms specified in such contract are satisfactory to the Authorized Officer. Such a determination shall be documented in writing by the Authorized Officer.

- 6. The Authority determines that it is in the public interest to award the contract though a competitive request for proposals ("RFP") in accordance with the procedures set forth in Article IV. For purposes of this subsection, a competitive RFP shall mean a method of soliciting proposals and awarding a contract on the basis of a formal evaluation of the characteristics which are deemed relevant to the Authority's operations, such as quality, cost, delivery schedule and financing, against stated selection criteria. Where the RFP involves the purchase or rehabilitation of rail cars, transit cars or buses, the selection criteria may also include the extent to which the performance of all or a portion of the contract will involve the use of sites within the State of New York or the use of goods produced or services provided within the State of New York.

- B. Under the MTA Small Business Mentoring Program, a non-federally funded public work contract that is designated by the Authority as a small business mentoring program contract within the meaning of Section 1265-b(1)(e) of the Public Authorities Law, may be awarded in accordance with the provisions of Section 1265-b of the Public Authorities Law, —notwithstanding any other provision of law or these guidelines. A public work contract that is partially or wholly federally funded, subject to Department of Transportation regulations and estimated to involve an expenditure of not more than \$3 million, may be awarded pursuant to the MTA Small Business Federal Program established under 49 CFR 26.39 in accordance with the competitive procedures established under that Program, notwithstanding any other provision of law or these guidelines. The Chairman or his designee is authorized to designate which eligible public work contracts shall be small business mentoring program or small business federal program contracts.
- C. A contract, in an amount not to exceed \$200,000 for the purchase of goods, for public works or for a miscellaneous procurement that is not federally funded, may be awarded pursuant to Section 2879(3)(b)(i) of the Public Authorities Law without competitive bidding or other formal competitive process, notwithstanding any other provision of law or these guidelines, where either (i) the contract

involves goods or technology that are recycled or remanufactured or (ii) the proposed award is to a small business concern or a certified minority or women-owned business enterprise ("MWBE"). The Chairman or his designee shall determine which contracts are appropriate for such types of procurements in consultation with the Authorized Officer of the appropriate agency. In the case of contracts that are designated pursuant to Section 2879(3)(b)(i) for award to eligible small business concerns or MWBEs, there shall be notice of the proposed contract on the Authority website inviting responsive bids or proposals from qualified small business concerns and MWBEs. Notice of such procurement shall also be provided to identified organizations that represent or regularly notify small business concerns or MWBEs of the type of procurement opportunity that is the subject of the award. Awards pursuant to Section 2879(3)(b)(i) shall be made to the bidder or proposer determined to have submitted the bid or proposal that is most advantageous to the Authority, price and any other relevant factors considered. An award proposed to be made to a bidder or proposer other than the lowest responsible, responsive bidder or proposer shall require approval by a majority of the Board at which a quorum is present. The Chairman or his designee, in consultation with the Authorized Officer of the appropriate agency, may reject all offers and withdraw the designation of a contract as one to be awarded pursuant to Section 2879(3)(b)(i) if the Chairman or his designee determines that an award will result in the payment of an unreasonable price or otherwise not be advantageous to the Authority.

Article IV - Requests for Proposals

A contract authorized pursuant to Article III (A)(6) may be awarded after the issuance of an RFP in the following manner:

- A. Public notice shall be given of the RFP in accordance with the procedures specified in Article VI(A) and (B). In addition to the information required under Article VI(C), the public notice must include a statement of the selection criteria. Such notice shall also be provided to professional and other organizations that represent or regularly notify certified MWBEs of the type of procurement opportunity that is the subject of the RFP. The Authority may engage in a selection process involving multiple steps such as requests for qualifications, requests for technical proposals and requests for quotations. After the publication of the notice, any or all of the selection criteria specified in the advertisement may be changed, provided that, if the change is material, proposers and potential proposers who, prior to the deadline for the receipt of proposals, have expressed an interest in the RFP, shall be informed of the change and afforded the opportunity to modify their proposals.

- B. After receipt of the proposals, an Authority may:
1. change the selection criteria provided that, if the change is material, all proposers are informed of the change and afforded the opportunity to modify their proposals;
 2. request that any of the proposers make a presentation. If it does so, it is not required to afford such opportunity to all proposers;
 3. negotiate with any of the proposers. If it does so, it is not required to negotiate with all proposers;
 4. reject any proposal at any time; and
 5. reject all proposals, in which event the Authority may decide to take no further action, solicit new proposals or solicit bids.
- C. A contract may be awarded pursuant to an RFP only after adoption of a resolution by a 2/3 vote of the Board members then in office (the "award resolution"). The award resolution:
1. must be recommended to the Board by the Authority's Authorized Officer;
 2. must identify all proposers;
 3. must set forth the substance of the proposals received;
 4. must, as applicable, summarize the negotiation process including the opportunities, if any, available to proposers to present and modify their proposals; and
 5. must set forth the criteria upon which the selection was made.
- D. The award resolution may be adopted simultaneously with or subsequent to the adoption of the resolution declaring that competitive bidding is impractical or inappropriate because it is in the public interest to use the RFP process specified in the opening paragraph of Article III hereof (the "RFP authorizing resolution"), provided that, if the RFP authorizing resolution and the RFP award resolution are adopted simultaneously or within less than thirty days of each other, the contract may be executed by the Authority no less than thirty days after the adoption of the RFP authorizing resolution.

Article V - Qualified Products Lists ("QPL")

The Board hereby determines that for reasons of efficiency, economy, compatibility or maintenance reliability, there is a need for standardization as to various supplies, materials and equipment which are purchased by the Authorities and authorizes the establishment of a qualified products list ("QPL") identifying such supplies, materials and equipment as hereinafter provided. A purchase contract for an item which has been included on a QPL duly established and maintained by an Authority, may be entered into by that Authority as hereafter set forth:

- A. The Authorized Officer of the Authority determines as to a specific item that, for reasons of efficiency, economy, compatibility or maintenance reliability, there is a need for standardization.

- B. The QPL is reviewed no less than two times per year. The purpose of this review is to evaluate whether to add or delete items or vendors to or from the QPL.
- C. A notice is published by the Authority no less than one time per year in a general circulation newspaper and in the New York State contract reporter which:
 - 1. advertises the existence of the QPL;
 - 2. states that the QPL is available for public inspection; and
 - 3. specifies the name and address of the Authority's office which may be contacted in regard to the procedure for the compilation of the QPL.
- D. A contract for an item on the QPL may be awarded:
 - 1. without competitive bidding if only one source for the item is specified on the QPL;
 - 2. by competitive sealed bidding but without advertising provided the invitation to bid is sent to all vendors listed on the QPL for the particular item;
 - 3. by competitive sealed bidding after advertising the bid pursuant to Article VI (A) of these procedures.
- E. Two or more Authorities may utilize the same QPL provided that such Authorities jointly comply with the provisions of this Article.

Article VI - Advertising

Except as provided in subsection D of this Article and Article II(C)(2), in those instances where advertising is required under these Guidelines:

- A. For purchase contracts in the actual or estimated amount in excess of \$15,000 for all Authorities and for public work contracts in the estimated amount in excess of \$25,000, the advertisement shall be published at least once in a newspaper of general circulation in the area served by the Authority and in the New York State contract reporter provided that, if the contract is to be awarded without the solicitation of competitive bids or RFP, the timing of the publication in the New York State contract reporter shall be determined by an Authorized Officer;
- B. The first publication shall be no less than fifteen business days prior to the planned bid opening date and the second publication shall be within a reasonable period prior to the planned bid opening date.
- C. The advertisement must contain, as applicable, a statement of: (i) the time and place where bids received will be publicly opened and read; (ii) the name of the contracting Authority; (iii) the contract identification number; (iv) a brief description of the public work supplies, materials, or equipment sought, the location where work is to be performed, goods are to be delivered or services

provided and the contract term; (v) the address where bids or proposals are to be submitted; (vi) the date when bids or proposals are due; (vii) a description of any eligibility or qualification requirement or preference; (viii) a statement as to whether the contract requirement may be fulfilled by a subcontracting, joint venture or co-production arrangement; (ix) any other information which the Authority deems useful to potential contractors; and (x) the name, address, and telephone number of the person to be contacted for additional information. In addition, if a purchase contract is involved, the advertisement in the New York State contract reporter shall also include a statement as to whether the goods sought had in the immediately preceding three year period been supplied by a foreign business enterprise as that term is defined in Article 4-C of the Economic Development Law.

- D. Advertisement in a general circulation newspaper and in the New York State contract reporter is not required if the Authority regularly purchases the particular supplies, material or equipment and bids are solicited from a list of potential suppliers for the item which has been established and maintained as set forth in Article VII hereof.
- E. In addition to the above advertisements, the Authority shall provide notice to professional and other organizations that regularly notify certified MWBEs of the type of procurement opportunity that is the subject of the solicitation.

Article VII - Contractor Outreach

The Authority shall encourage firms to be interested in competing for Authority contracts. The Authority shall do so in the following manner:

- A. Suppliers Lists for Purchase Contracts: The Authority shall compile a list of potential sources of supplies, materials or equipment which it regularly purchases. Such list must be compiled in accordance with the following procedures:
 - 1. Advertisements must be periodically placed in one or more publications which are likely to be read by manufacturers, suppliers and others who deal in the item including firms which may be minority or woman owned businesses, which set forth a general description of categories of items which are regularly procured by the Authority and invites firms to advise the Authority in writing of their interest in being placed on the suppliers list for specific items or categories of items.
 - 2. A periodic effort:
 - i) must be undertaken to identify potential bidders for the item who are not on the list including minority or woman owned businesses. Such effort shall include the use of the Authorities' websites, use of appropriate publications, including those that serve minority and women's business

communities, other sources of information, and cooperation with federal, state and local agencies and other Authorities. Where appropriate, a print or electronic letter shall be sent to a new potential bidder which invites it to request that it be added to the list and, if it does not wish to be added, requests that it indicate why.

ii) where appropriate, must be undertaken to identify firms which have not responded to bids or expressed an interest in remaining on a list. An effort should be made to contact such firms to determine why they have not bid, whether they are interested in remaining on the list and, if not, why not. A firm may be deleted from the list where it requests deletion, or where the circumstances indicate that it is unlikely that the firm is interested in remaining on the list.

3. The Authority will maintain lists of qualified and certified MWBEs, including professional firms that have expressed an interest in doing business with the Authority and ensure that such lists are updated regularly. The Authority will also consult the lists of certified MWBEs maintained by the New York State Department of Economic Development ("DED").
4. An advertisement must be placed quarterly in the State Register and in the New York State contract reporter.
5. In the event it is not practicable to maintain a suppliers list for a specific item, such item shall be included in a broader category or other appropriate classification which reasonably includes the item, and a suppliers list shall be maintained with respect to the category or classification.

- B. Capital Program Purchase and Public Work Contracts: The Authority shall place an advertisement in the New York State contract reporter no less than four times per year which sets forth a general list of anticipated capital program purchase contracts and public work contracts, and the address of the Authority's office which may be contacted in order to be afforded the opportunity to compete for such contracts and for other Authority contracts. Advertisements will also be placed in publications that serve minority and women's business communities.

Article VIII – Minority/Women Owned and Disadvantaged Business Enterprises

The potential exists for disadvantaged/minority/women owned business enterprise involvement in Authority contracts. The Authority shall use its best efforts to maximize the utilization, as applicable, of DBEs under the Authority's federal program, and MBEs/WBEs under the New York State program set forth in Public Authorities Law §2879, Article 15-A of the Executive Law and these guidelines.

- A. The MTA Chief Diversity Officer ("Chairman's Designee") is responsible for overseeing the programs established by the MTA to promote and assist: i) the participation by certified MWBEs in procurement opportunities and facilitation of the award of procurement contracts to such enterprises; ii) the utilization of certified MWBEs as subcontractors and suppliers to Authority prime contractors; and iii) the utilization of partnerships, joint ventures ("JVs") or other similar arrangements between certified MWBEs and prime contractors. The Chief Diversity Officer reports directly to the Chairman in connection with the responsibilities set forth herein, and will participate in the procurement process either directly or through his or her designees.
- B. For contracts awarded pursuant to these Guidelines, the Authority shall establish appropriate goals for participation by certified MWBEs and for the utilization by prime contractors of MWBEs as subcontractors and suppliers. Statewide numerical participation target goals will be established by the Authority based on the findings of the New York State 2010 Disparity Study, or any subsequent New York State Disparity Study.
- C. The Authority will conduct procurements in a manner that enables the Authority to achieve the maximum feasible portion of the goals set pursuant to Article VIII (B) above, including by taking the following actions: i) establishing measures and procedures to ensure that certified MWBEs are given the opportunity for maximum feasible participation in the performance of Authority contracts and to assist in the identification of those contracts that are best suited for which certified MWBEs may best bid to actively and affirmatively promote and assist their participation in the performance of Authority contracts so as to facilitate the Authority's achievement of the maximum feasible portion of the MWBE goals; ii) designating the New York State Division of Minority and Women-owned Business Development ("DMWBD") to certify and decertify MWBEs for purposes of these guidelines; iii) setting forth in each contract solicitation the expected degree of MWBE participation based on potential subcontracting opportunities and the availability of certified MWBEs to respond competitively to those opportunities; iv) providing to prospective contractors in writing, or by identifying a link to a specific web site, a current list of MWBEs; v) with regard to joint ventures, allowing a bidder to count toward meeting its MWBE participation goal, the MWBE portion of the joint venture; vi) waiving a contractor's obligation relating to MWBE participation after a showing of good faith efforts to comply with the participation goal; and vii) verifying that MWBEs listed in a successful bid or proposal are actually participating to the extent listed in the project for which the bid or proposal was submitted. In implementing its MWBE programs, the Authority will also consider, where practicable: i) the severability of construction projects and other bundled contracts; ii) the implementation of a program that will enable the Authority to evaluate each contract to determine the appropriateness of the goal pursuant to the New York State 2010 Disparity Study, or any subsequent New York State Disparity Study;

iii) compliance with the requirements of any federal law concerning opportunities for any MWBEs which effectuates the purpose of this section; and iv) consultation of the most recent disparity study.

Article IX - Change Orders

- A. A change order which exceeds the lesser of \$750,000 or \$250,000 in the event such change order exceeds 15% of the adjusted contract value, may be entered into by an Authorized Officer, upon the approval of the Board pursuant to a resolution adopted in accordance with Article IX hereof. The submission to the Board shall include an explanation of the need for the change order. All other change orders shall be approved by an Authorized Officer; provided that a change order over \$250,000 must be approved by the Authority president or his or her designee. For purposes of this Article, the "adjusted contract value" shall mean the original amount of the contract plus the aggregate amount of all prior change orders (whether or not approved by the Board). This provision applies to all contracts subject to these Guidelines, including budget adjustments to estimated quantity contracts previously approved by the Board which exceed the threshold.
- B. Notwithstanding the foregoing, an Authorized Officer may enter into a change order in any of the following situations as determined by an Authorized Officer:
 - 1. The existence of an emergency; or
 - 2. There is a risk of a substantial increase in cost or delay if prompt action is not taken.
- C. The Chief Operating Officer shall establish policies with respect to the delegation of responsibilities set forth in this Article.

Article X - Form of Board Resolution

- A. Except as otherwise required in Article III and Article IV(C), the procedure for the adoption by the Board and the format of a resolution pursuant to this policy shall be determined by the MTA Chairman. Provided, however, that any Board resolution sought pursuant to these Guidelines shall (i) identify the contract by vendor; (ii) briefly describe the substance of the contract; (iii) specify all the information required under the applicable provisions of this policy; and (iv) specify the estimated or actual cost to the Authority.
- B. To the extent practicable, the request for the resolution shall first be submitted to the standing committee of the Board responsible for the Authority.
- C. The MTA Chairman may modify the procedures in this Article for all Authorities.

Article XI - Miscellaneous

- A. Any provision of this policy may be waived by the Chairman, an Authority President, or the Board except to the extent prohibited by law. A waiver may also be in the form of a ratification.
- B. No Board Committee action or Authority policy, other than one approved by the Chairman, shall be inconsistent with these Guidelines.
- C. An Authority may not divide or split any contract or series of contracts for the purpose of avoiding the requirements of these Guidelines.
- D. If prior to the commencement of an Authority fiscal year, an Authorized Officer reasonably anticipates that, during the next fiscal year, the Authority will expend, in the aggregate, in excess of fifteen thousand dollars for a series of purchase contracts for the same or substantially similar good: i) such requirement shall be met pursuant to a requirements contract awarded pursuant to the applicable provisions of these guidelines; or ii) each such contract shall be awarded pursuant to the provisions of Article II(C), III, IV, V or Article VII of these Guidelines.
- E. If prior to the commencement of an Authority fiscal year, an Authorized Officer reasonably anticipates that, during the next fiscal year, the Authority will expend, in the aggregate, in excess of twenty-five thousand dollars for a series of contracts for same or substantially the same type of public work: i) such requirements shall be met pursuant to a requirements contract awarded pursuant to the provisions of Article II(C), III, or IV or a procedure determined by an Authorized Officer to be comparable to Article V or VII of these Guidelines; or ii) each such contract shall be awarded pursuant to the provisions of Article II(C), III, or IV or a procedure determined by an Authorized Officer to be comparable to Article V or VII.
- F. Nothing in these Guidelines shall preclude the Authority from accepting bids or proposals in an electronic format, to the extent permitted by law.
- G. A contract awarded by an Authority pursuant to these Guidelines may provide that the contract includes the requirements of one or more other Authorities.
- H. The Authority shall prepare a publicly available report no less frequently than annually, summarizing procurement activity by the Authority for the period of the report in accordance with the reporting requirements of Section 2879(6) of the Public Authorities Law.
- I. These guidelines are intended for the guidance of officers and employees of the Authority only. Nothing contained herein is intended or shall be construed to confer upon any person, firm or corporation any right, remedy, claim or benefit under, or by reason of, any requirement or provision hereof.