



Metropolitan Transportation Authority

May 2015

MTA Board Action Items



MTA Board Meeting

2 Broadway, 20th Floor

New York, N.Y. 10004

Wednesday, 5/20/2015

10:00 AM - 12:00 PM ET

1. PUBLIC COMMENT PERIOD

2. APPROVAL OF MINUTES

MTA Regular Board Minutes - April 29, 2015

MTAHQ Minutes - April 29, 2015 - Page 5

NYCT/MaBSTOA/SIR/Bus Company Regular Board Minutes - April 29, 2015

NYCTA Minutes - April 29, 2015 - Page 10

MTA Metro-North Railroad Regular Board Minutes - April 29, 2015

Metro-North Minutes - April 29, 2015 - Page 13

MTA Long Island Rail Road Regular Board Minutes - April 29, 2015

LIRR Minutes - April 29, 2015 - Page 18

Triborough Bridge & Tunnel Authority Regular Board Minutes - April 29, 2015

TBTA Minutes - April 29, 2015 - Page 23

MTA Capital Construction Regular Board Minutes - April 29, 2015

MTACC Minutes - April 29, 2015 - Page 26

3. COMMITTEE ON FINANCE

Action Item

i. Approval of Finance Counsel

Approval of Finance Counsel - Page 29

Information Item

i. 2014-2015 Station Maintenance Billing

2014-2015 Station Maintenance Billing - Page 32

Procurements

MTAHQ Procurement Report - Page 37

i. Non-Competitive

MTAHQ Non-Competitive Procurements - Page 39

ii. Competitive

MTAHQ Competitive Procurements - Page 40

iii. Ratifications (no items)

Real Estate Items

i. Real Estate Agenda and Staff Summaries

R.E. Agenda and Staff Summaries - Page 42

4. COMMITTEE ON NYCT & BUS

Action Item

i. MTACC Access & Work Agreement for 1066 Third Avenue

Access and Work Agreement for 1066 Third Avenue - Page 56

Procurements

NYCT May Procurement Staff Summary and Resolution - Page 58

i. Non-Competitive

NYCT Non-Competitive Actions - Page 62

ii. Competitive

NYCT Competitive Actions - Page 67

iii. Ratifications

MTACC Ratifications - Page 77

5. COMMITTEE ON METRO-NORTH RAILROAD

Action Item

i. Memorandum of Understanding between MNR and City of Newburgh

Memorandum of Understanding (MOU) between MNR and City of Newburgh for reimbursement of Ferry Landing/Parking Lease - Page 79

Procurements

MNR Procurements - Page 82

i. Non-Competitive

MNR Non-Competitive Procurements - Page 86

ii. Competitive

MNR Competitive Procurements - Page 89

iii. Ratifications

MNR Ratifications - Page 98

6. COMMITTEE ON LONG ISLAND RAIL ROAD

Procurements LIRR

LIRR Procurements - Page 100

i. Non-Competitive (no items)

ii. Competitive

LIRR Competitive Procurements - Page 104

iii. Ratifications (no items)

Procurements MTACC

MTA CC Procurements - Page 109

i. Non-Competitive (no items)

ii. Competitive (no items)

iii. Ratifications

MTA CC Ratifications - Page 112

7. COMMITTEE ON MTA BRIDGES & TUNNELS OPERATIONS

Procurements

BT Procurement Report - May 2015 - Page 114

i. Non-Competitive (no items)

ii. Competitive

BT Competitive - May 2015 - Page 117

iii. Ratifications (no items)

8. FIRST MUTUAL TRANSPORTATION ASSURANCE CO (FMTAC)

FMTAC Annual Board Meeting (materials distributed separately)

Date of Next Meeting: Wednesday, June 24, 2015

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

**Wednesday, April 29, 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. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Polly Trottenberg
Hon. Iris Weinshall
Hon. Carl V. Wortendyke**

The following members were absent:

**Hon. John H. Banks, III
Hon. Mitchell H. Pally
Hon. Vincent Tessitore**

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 Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, James Ferrara, President, TBTA, Craig Cipriano, Executive V.P., Business Strategies and Operations Support, NYCT Department of Buses/MTA Bus Company; and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

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

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

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

1. **PUBLIC SPEAKERS.** There were five (5) 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.

Chris Dunn, NY Civil Liberty
Pamela Geller, American Freedom Defense Initiative (AFDI)
Murray Bodin, private citizen
Nick Sifuentes, Riders Alliance
Gene Russianoff, Straphangers Campaign

2. **CHAIRMAN'S OPENING REMARKS.**

The Chairman recognized and presented heroism awards to Richard Singleton, New York City Transit Station Agent, Terry Rosa, New York City Transit Revenue Agent, and James Verschure, Long Island Rail Road Ticket Agent. Chairman Prendergast thanked the honorees for their bravery and service to the MTA.

Chairman Prendergast announced the resignation of Board Member Iris Weinshall. The Chairman presented Board Member Weinshall with a resolution honoring her services, and he thanked her for her continued support of the MTA transit network.

3. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the regular Board meeting held on March 25, 2015.

4. **COMMITTEE ON FINANCE.**

A. **Actions Item.** 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. **Financing Agreement with the Federal Railroad Administration ("FRA") for a Loan to Finance the Positive Train Control Project.** Approved the Financing Agreement between MTA and the FRA to secure a loan from FRA under the Railroad Rehabilitation and Improvement Financing Program ("RRIF") to finance the installation of Positive Train Control technology on the MTA Commuter Railroads.

2. Agreement with Operation Lifesaver, Inc. Approved an agreement between MTA and Operation Lifesaver, Inc. (“OLI”) pursuant to which OLI will provide assistance to MTA to ensure that the public awareness, outreach and education program components of MTA’s enhanced grade crossing safety initiative are response to the unique circumstances found with the MTA system.
 3. 2014 Annual Investment Report and MTA All Agency Investment Guidelines. Re-Approved the Board adopted MTA All Agency Investment Guidelines and the MTA’s submission of the 2014 Annual Investment Report, pursuant to Public Authorities Law Section 2925.
 4. Verrazano-Narrows Bridge Rebate Program. Approved the resolution revising the two MTA toll rebate programs at the Verrazano-Narrows Bridge which were initially approved by the Board on February 24, 2014 and implemented by TBTA with an effective date of April 1, 2014, as outlined in Exhibit A.
- 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. Ann Hamilton – AFT Project at Cortlandt Street Station. Approved the award of a competitively negotiated personal service contract to Ann Hamilton to provide design, materials, fabrication, storage, delivery installation and oversight of installation of wall finishes for portions of the north and southbound station platforms at the Cortlandt Street station on the Broadway/7th Avenue Line.
 2. Various Contractors – Electrical Power Supply Services – Nos. 15043-0100 thru 0300. Approved to award of three (3) competitively negotiated miscellaneous services contracts with Direct Energy Business Marketing LLC, Integrity Energy Services, Inc., now Constellation Energy and Acquitas Energy, Inc., to provide as-needed electrical power supply services for MTA Metro-North Railroad’s Connecticut portion of the New Haven line for a period of thirty-six months commencing May 1, 2015.
 3. IBM – MTA Business Service Center PeopleSoft 9.2 Upgrade. Approved an amendment to a previously Board-approved, all-agency, competitively negotiated, personal services contract with IBM for additional funding for professional technical consulting services to enhance MTA’s two existing procurement modules, and to implement two new procurement modules and a procurement marketplace.
 4. David Wright Tremaine – Panel of Outside Legal Counsel. Approval to add the law firm of Davis Wright Tremaine, LLP to MTA’s panel of outside counsel.
- C. Real Estate Items.** Following a discussion on item #7 below, and 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. Board members Jonathan Ballan, Allen Cappelli and Robert Bickford voted in opposition to item # 7 below. Refer to the video recording of the meeting produced by the MTA and maintained in MTA records for Board members' discussion and comments.

New York City Transit Authority

1. Lease with iFlowers, Inc. for the operation of two retail spaces at Jay Street-Metro Tech station Fulton Line (Units 5 and 6), Brooklyn, N.Y.

Long Island Rail Road

2. License agreement with The Oyster Bay Railroad Museum, a not-for-profit corporation, for the operation of a railroad museum located at the Northeasterly portion of Oyster Bay Yard on Bay Avenue near Harbor Place, Town of Oyster Bay, County of Nassau, N.Y.
3. Lease agreement with Brentwood Food Inc. for a restaurant at the former Brentwood Station building and surrounding property, Brentwood, N.Y.
4. License agreement amendment with Rail Road Café, Inc. for property located at LIRR's Great Neck Station, 37 Station Plaza, Great Neck, N.Y.

Metro-North Railroad

5. Memorandum of Understanding with the New York City Department of Transportation for the installation and maintenance of an emergency wireless communication system to serve Grand Central Terminal and the Park Avenue Tunnel.
6. Lease with PROVA GCT, LLC d/b/a Prova for a full-service restaurant with seating and take-out service selling tenant produced Neapolitan style pizza and other Italian menu items located in Retail Space LC-31 and Storage Space MCSE-04.

Metropolitan Transportation Authority

7. Approved the MTA Advertising Policy, including revisions to MTA's Advertising Standards.

5. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:24 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
New York, NY 10004**

**Wednesday, April 29, 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. Andrew M. Saul
Hon. James L. Sedore, Jr.

Hon. Polly Trottenberg
Hon. Iris Weinshall
Hon. Carl V. Wortendyke**

The following members were absent:

**Hon. John H. Banks, III
Hon. Mitchell H. Pally
Hon. Vincent Tessitore**

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 Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, James Ferrara, President, TBTA, Craig Cipriano, Executive V.P., Business Strategies and Operations Support, NYCT Department of Buses/MTA Bus Company; and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

1. CHAIRMAN PRENDERGAST CALLED THE MEETING TO ORDER

2. PUBLIC COMMENT PERIOD

Three (3) public speakers addressed MTA NYC Transit/MTA Bus issues:

Murray Bodin, Concerned Grandparents, praised the MTA for doing a good job over the past few years.

Nick Sifuentes, Riders Alliance, discussed the MTA's need to obtain funding for the capital plan.

Gene Russianoff, Straphangers Campaign, urged the City to help the MTA with funding for the capital plan.

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 March 25, 2015.

5. COMMITTEE ON FINANCE

Real Estate Item:

MTA NYC Transit: Upon motion duly made and seconded, the Board approved a lease with iFlowers, Inc. for the operation of two retail spaces at Jay-Street MetroTech Station, Fulton Line, Brooklyn.

Action Item:

Adoption of Advertising Policy with Revised Advertising Standards: Upon motion duly made and seconded, the Board approved the MTA Advertising Policy which included revisions to the MTA's advertising standards.

The details of the Board members' comments and questions with respect thereto are included in the video recording of the meeting produced by the MTA and maintained in MTA records.

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 two-thirds vote (Schedule A 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 C in the Agenda) and a majority vote (Schedules 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.

Board Member Meordler recused himself from the vote on Schedule C, Item 1 in the agenda, the purchase and delivery of ultra low sulfur diesel bus fuel.

Ratifications: Upon motion duly made and seconded, the Board approved the ratifications requiring a majority vote (Schedule K in the Agenda). Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of MTA NYC Transit /Staten Island Rapid Transit Operating Authority/MTA Bus Company.

7. **ADJOURNMENT**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:24 a.m.

Respectfully submitted,


Mariel A. Thompson
Assistant Secretary

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

Wednesday, April 29, 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. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Polly Trottenberg
Hon. Iris Weinshall
Hon. Carl V. Wortendyke

The following members were absent:

Hon. John H. Banks, III
Hon. Mitchell H. Pally
Hon. Vincent Tessitore

Board Member Norman Brown, Board Member Ira Greenberg, Board Member Neal Zuckerman and Joseph J. Giulietti, President, Metro-North Railroad also attended the meeting as did various other agency presidents and staff, including Carmen Bianco, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, James Ferrara, President, TBTA, Craig Cipriano, Executive V.P., Business Strategies and Operations Support, NYCT Department of Buses/MTA Bus Company; and Michael Horodniceanu, President, MTA Capital Construction, 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. Public Speakers:

There were five public speakers. The speaker 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 the speakers' comments, and to the other agencies' minutes of this date, for the names of other public speakers.

Murray Bodin, private citizen

2. Chairman's Opening Remarks:

The Chairman recognized and presented heroism awards to Richard Singleton, New York City Transit Station Agent, Terry Rosa, New York City Transit Revenue Agent, and James Verschure, Long Island Rail Road Ticket Agent. Chairman Prendergast thanked the honorees for their bravery and service to the MTA.

Chairman Prendergast announced the resignation of Board Member Iris Weinshall. The Chairman presented Board Member Weinshall with a resolution honoring her services, and he thanked her for her continued support of the MTA transit network.

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 MTA and the other Agencies of this date.

3. Approval of Minutes:

Upon motion duly made and seconded, the minutes of the Regular Board Meeting of March 25, 2015 were approved.

4. 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 a Financing Agreement between MTA and the Federal Railroad Administration to secure a loan under the Railroad Rehabilitation and Improvement Financing Program in an amount not to exceed \$967,100,000 to finance the installation of Positive Train Control technology on the MTA Commuter Railroads.
- Approval of an agreement between the MTA and Operation Lifesaver, Inc. to provide assistance to MTA with respect to public education and outreach in support of MTA's enhanced grade crossing safety initiative.
- Approval of the 2014 Annual Investment Report and MTA All-Agency Investment Guidelines.

Procurements:

The MTA Board voted on MTA Headquarters procurements. The following competitive procurements that relate to Metro-North were approved:

- Award of three competitively negotiated, miscellaneous services contracts with (1) Direct Energy Business Marketing, LLC., (2) Integrity Energy Services, Inc., now Constellation Energy and (3) Aequitas Energy, Inc. for the provision of as-needed electrical power supply services for the Connecticut portion of Metro-North's New Haven Line for a period of thirty-six months commencing May 17, 2015.
- An amendment to a previously approved, all-agency, competitively negotiated, personal services contract with IBM for additional funding in the amount of \$7,612,000 for the provision of professional technical consulting services to enhance MTA's two existing procurement modules, and to implement two new procurement modules and a procurement marketplace.

Real Estate Items:

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

- Authorization to enter into a memorandum of understanding with the New York City Department of Transportation for the installation and maintenance of emergency wireless communication system antennas serving the Grand Central Terminal train shed and the Park Avenue Tunnel in New York, New York.
- Lease with Prova GCT, LLC dba Prova for a full-service restaurant with seating and take-out service selling tenant produced Neapolitan style pizza and other Italian menu items in Retail Space LC-31 at Grand Central Terminal.
- Approval of the MTA Advertising Policy, including revisions to MTA's Advertising Standards.

The details of the above items are contained in the minutes of the MTA Board meeting held this day, 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, which recording includes discussions between Board members and Chairman Prendergast regarding the MTA advertising policy and standards.

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

Metro-North Railroad 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:

- Approval to use the Request for Proposal (RFP) process to solicit and evaluate proposals from prospective contractors for the design, manufacture and delivery of one Track Geometry Vehicle.
- Approval of a competitively solicited and negotiated design-build contract with Judlau-TC Electric Joint Venture for Phase I and Phase II for the complete design, construction and testing of replacement infrastructure for various MNR power, communication and signal equipment and cabling that was damaged as a result of Superstorm Sandy on MNR's Hudson Line from CP-5 Mott Haven to CP-35 Croton Harmon.
- Approval of a competitively solicited and negotiated, five-year personal service contract with Day Engineering, Inc. to provide on-call environmental and occupational safety engineering and consulting services.

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

- A non-competitive contract with Delta Railroad Construction, Inc. to continue the lease of three Harsco Switch Tampers to be used by Metro-North's force account in support of the ongoing track maintenance and remedial repairs in Metro-North's service area.

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.

Long Island Rail Road Procurements:

The Board voted on and approved the following non-competitive procurement that was advanced by Long Island Rail Road on behalf of both railroads:

- Award of a sole source, three-year miscellaneous service contract to Cummins Allison Corporation for preventive/scheduled maintenance and on-call repair services of currency sorters and counters located throughout each railroad's territory.

A staff summary and report setting forth the details of the above item is 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.

6. Adjournment:

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:24 a.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Linda Montanino". The signature is written in a cursive, flowing style.

Linda Montanino
Assistant Secretary

April 2015 Board Minutes
Legal/Corporate

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

**Wednesday, April 29, 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. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Polly Trottenberg
Hon. Iris Weinshall
Hon. Carl V. Wortendyke

The following members were absent:

Hon. John H. Banks, III
Hon. Mitchell H. Pally
Hon. Vincent Tessitore

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 Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, James Ferrara, President, TBTA, Craig Cipriano, Executive V.P., Business Strategies and Operations Support, NYCT Department of Buses/MTA Bus Company; and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

Chairman Prendergast called the meeting to order.

1. **Public Speakers:**

There were five (5) public speakers. The details of the speakers' comments are contained in the video recording of the meeting, produced by the Metropolitan Transportation Authority (MTA) and maintained in MTA records, and in the minutes of the other Agencies of this date.

2. **Chairman's Report:**

Chairman Prendergast recognized two NYCTA employees, Richard Singleton and Terry Rosa, for their heroic actions which helped to save the lives of customers. The Chairman also recognized the heroism of James Verschure, a Long Island Rail Road Ticket Agent, who came to the aid of a man who fell on the tracks at Ronkonkoma station.

Chairman Prendergast announced the resignation of Board Member Iris Weinshall. The Chairman presented Board Member Weinshall with a resolution honoring her services, and thanked Ms. Weinshall for her continued support of the MTA transit network.

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 MTA and the other Agencies of this date.

3. **Approval of Minutes:**

Upon motion duly made and seconded, the minutes of the Regular Board Meeting of March 25, 2015 were approved.

4. **Committee on Finance:**

Action Item:

The following Action Items that relate to LIRR were approved:

- Approval of a Financing Agreement between MTA and the Federal Railroad Administration to secure a loan under the Railroad Rehabilitation and Improvement Financing Program in an amount not to exceed \$967,100,000 to finance the installation of Positive Train Control technology on the MTA Commuter Railroads.
- Approval of an Agreement between MTA and with Operation Lifesaver, Inc. to provide assistance to MTA with respect to public education and outreach in support of MTA's enhanced grade crossing safety initiative.
- Approval of the MTA 2014 Annual Investment Report and of the MTA All Agency Investment Guidelines.

Procurements:

The following procurement that relates to LIRR was approved:

- Approval of an amendment to a previously Board-approved, all-agency, competitively negotiated, personal services contract with IBM for additional funding in the amount of \$7,612,000 for professional technical consulting services to enhance MTA's two existing procurement modules, and to implement two new procurement modules and a procurement marketplace.

Real Estate Items:

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

- Approval of a license agreement with The Oyster Bay Railroad Museum, a not-for-profit corporation, for the northeasterly portion of Oyster Bay Yard on Bay Avenue near Harbor Place, located in the Town of Oyster Bay, County of Nassau, New York, for the operation of a museum, for a period of ten years, terminable at will on 60 days' notice by LIRR.
- Approval of a lease agreement with Brentwood Food Inc. for the former Brentwood Station building (approximately 940 square feet) and surrounding property (an irregularly shaped 20,460 sq. ft. parcel), in Brentwood, New York for a term of 25 years, terminable on 365 days' notice for transportation purposes through year 15 and terminable at will on 180 days' notice in years 16-25.
- Approval of an amendment of a license agreement with Rail Road Cafe, Inc. at LIRR's Great Neck Station, 37 Station Plaza, Great Neck, NY, for approximately 2,184 square feet, including basement and attic.
- Approval of the MTA Advertising Policy that includes revisions to MTA's Advertising Standards.

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, which recording includes discussions between Board members and Chairman Prendergast regarding the MTA advertising policy and standards.

5. **Committee on Long Island Rail Road:**

Procurements:

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

Non-Competitive:

- Award of a sole source contract to Plasser American Corporation in the amount of \$584,500 for the furnishing of a Laser Scanning System to be installed on LIRR's TC-82 Track Geometry Vehicle.
- On behalf of LIRR and Metro-North, award of a sole source, three-year miscellaneous service contract to Cummins Allison Corporation in the not-to-exceed amount of \$127,365 for preventive/scheduled maintenance and on-call repair services of currency sorters and counters located throughout each railroad's territory.

Competitive:

- Adoption of a resolution declaring that competitive bidding is impractical or inappropriate and that it is in the public's best interest to use the competitive Request for Proposal (RFP) procurement method pursuant to Section 1265-a of the Public Authorities Law to award a Contract for the Hicksville Improvements Project.
- Adoption of a resolution declaring that competitive bidding is impractical or inappropriate and it is therefore in the public interest to use the competitive RFP process pursuant to Section 1265-a of the Public Authorities Law to award a contract to design and furnish signal system components for the new Mainline Second Track - Farmingdale to Ronkonkoma on the LIRR Ronkonkoma Branch.

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.

6. **MTA Capital Construction Procurements:**

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

- Modification to Contract CQ032 to furnish and install a permanent fire standpipe system in Tunnel A in the amount of \$1,310,289.

- Modification to Contract CQ039 to resolve open Contractor claims and reconcile unit quantities and allowance items in the amount of \$3,126,651.
- Modification to Contract CM014A to provide for acceleration, for interim maintenance of Substation B30 and to compensate the Contractor for impact costs due to delay in the amount of \$3,959,042.
- Ratification of a modification to Contract 98-0040-01R to account for an adjustment of consultant overhead rates based upon audits performed by MTA Audit Services in the amount of \$1,429,219.
- Ratification of a modification to Contract CH057A for the fabrication and installation of eighteen new steel poles and foundations in the amount of \$4,250,000.

The details of the above item 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.

7. **Adjournment:**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:24 a.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Richard Gans', with a stylized flourish at the end.

Richard Gans
Secretary

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

BOARD MINUTES

April 29, 2015

Minutes of the Regular Meeting
Triborough Bridge and Tunnel Authority
April 29, 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. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Polly Trottenberg
Hon. Iris Weinshall
Hon. Carl V. Wortendyke

The following member was absent:

Hon. John H. Banks, III
Hon. Mitchell H. Pally
Hon. Vincent Tessitore

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 Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, James Ferrara, President, Triborough Bridge and Tunnel Authority, Craig Cipriano, Executive V.P., Business Strategies and Operations Support, New York City Transit Department of Buses/MTA Bus Company; 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. **Public Speakers**

There were five (5) 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 Metropolitan Transportation Authority and maintained in MTA records, and to the other agencies' minutes of this date, for the content of the speakers' statements.

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

Chairman and CEO Prendergast opened his remarks by recognizing the extraordinary actions of two New York City Transit employees and one Long Island Rail Road employee. They were each presented with heroism awards. Chairman and CEO Prendergast also thanked Iris Weinshall for her service as a Board member as this is her last meeting.

3. **Approval of the Minutes of the Regular Meeting March 25, 2015**

Upon a motion duly made and seconded, the minutes of the Regular Board Meeting held on March 25, 2015 were approved.

4. **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 Items:

- Adopt a resolution revising the two MTA toll rebate programs at the Verrazano-Narrows Bridge which were initially approved by the Board on February 24, 2014 and implemented by TBTA with an effective date of April 1, 2014.

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.

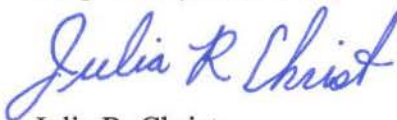
5. **Committee on MTA Bridges and Tunnels Operations**

Commissioner Cappelli stated that there are no procurements this month.

6. **Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 11:24 a.m.

Respectfully submitted,



Julia R. Christ
Acting Assistant Secretary

Regular Board Meeting
MTA Capital Construction Company
2 Broadway
New York, NY 10004
Wednesday, April 29, 2015
10:00 AM

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. Andrew M. Saul
Hon. James L. Sedore, Jr.
Hon. Polly Trottenberg
Hon. Iris Weinshall
Hon. Carl V. Wortendyke

The following member was absent:

Hon. John H. Banks, III
Hon. Mitchell H. Pally
Hon. Vincent Tessitore

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 Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, James Ferrara, President, TBTA, Craig Cipriano, Executive V.P., Business Strategies and Operations Support, NYCT Department of Buses/MTA Bus Company; and Michael Horodniceanu, President, MTA Capital Construction, also attended the meeting.

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

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

Public Comment Period

There were five 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 April 29, 2015.

Chairman and Chief Executive Officer's Opening Remarks

This was Commissioner Iris Weinshall's last meeting as a member of the Board and the Chairman read and presented to her a proclamation which thanked her for her commitment and service to the Board.

The Chairman's remarks are fully noted in the minutes of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on April 29, 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 March 25, 2015.

Committee on Finance

Procurement

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

An amendment to the All-Agency MTA Business Service Center PeopleSoft 9.2 Upgrade Contract (14049-0100) in the amount of \$7,612,000 for professional technical consulting services to enhance MTA's two existing procurement modules and to implement two new procurement modules and a procurement marketplace.

A copy of the Resolution, 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 April 29, 2015.

Committee on NYCT & Bus

Procurement

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

1. A modification to the Fulton Center Project's Fulton Street Transit Center Enclosure contract (A-36125) in the amount of \$7,500,000 for additional CCTV cameras and Intrusion Access Control throughout the Fulton Center Complex as well as a dedicated Security Office at the Mezzanine Level.
2. A modification to the No. 7 Line Extension Project's Furnishing and Installation of Finishes and Systems contract (C-26505) in the amount of \$1,420,000 for changes associated with hurricane flood surge protection at Site A and manholes between Sites A and K.

A copy of the Resolution, Staff Summaries and details of the above items are filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on April 29, 2015.

Committee on Long Island Rail Road

Procurement

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

1. A modification to the East Side Access Project's Plaza Substation and Queens Structures contract (CQ032) in the amount of \$1,310,289 to furnish and install a permanent fire standpipe system in Tunnel A.
2. A modification to the East Side Access Project's Northern boulevard Crossings contract (CQ039) in the amount of \$3,126,651 to resolve open Contractor claims and to reconcile unit quantities and allowance items to reflect actual costs.
3. A modification to the East Side Access Project's GCT Concourse and Facilities Fit-Out contract (CM014A) in the amount of \$3,959,042 for acceleration, interim maintenance of Substation B30 and to compensate the Contractor for impact costs due to delay

A copy of the Resolution, Staff Summaries and details of the above items are filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on April 29, 2015.

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

1. A modification to the East Side Access Project's General Engineering Consultant Services contract (98-0040-01R) in the amount of \$1,429,219 to account for an adjustment of consultant overhead rates based upon audits performed by MTA Audit Services.
2. A modification to the East Side Access Project's Harold Structures Part 3A contract (CH057A) in the amount of \$4,250,000 for the fabrication and installation of eighteen (18) new steel poles and foundations.

A copy of the Resolution, Staff Summaries and details of the above items are filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on April 29, 2015.

Adjournment

Upon motion duly made and seconded, the Board voted to adjourn the public meeting at 11:24 a.m.

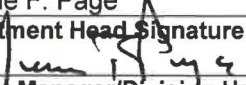
Respectfully submitted,

A handwritten signature in cursive script, reading "David K. Cannon".

David K. Cannon
Assistant Secretary

Staff Summary

Page 1 of 2

Subject Finance Counsel
Department MTA Office of General Counsel
Department Head Name Jerome F. Page
Department Head Signature 
Project Manager/Division Head Jerome F. Page

Date May 18, 2015
Vendor Name various
Contract Number RFP #14378, RFQ 14379
Contract Manager Name Yuliana Konovalova
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Comm.	5/18/15			
2	Board	5/20/15			

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

Purpose:

To obtain Board approval to appoint outside law firms to act as bond counsel and disclosure counsel in connection with MTA financings and to establish a panel of approved counsel from which underwriters for MTA financing transactions shall select a firm or firms to serve as underwriters' counsel.

Discussion:

In December 2014, MTA issued a request for proposals (the "RFP") soliciting proposals from law firms and sole practitioners that are interested in providing legal services as bond counsel; disclosure counsel; or derivatives counsel in connection with financings by MTA and its current and future subsidiaries and affiliates. At the same time MTA also issued a request for qualifications (the "RFQ") pursuant to which MTA would establish a list of qualified firms for the role of underwriters' counsel to serve on bond, note and other debt related transactions. A selection committee was established with representatives from MTA Legal, TBTA Legal, MTA Finance, MTA Treasury, and MTA DDCR.

Bond Counsel: For several years, MTA has engaged two bond counsel firms, Hawkins, Delafield & Wood and Nixon Peabody. The firms have been assigned to transactions on a rotational basis. During that period, MTA has not used M/WBE firms in any bond counsel role.

In advance of the issuance of the RFP, there was an extensive effort made to understand how other New York bond issuers have used M/WBE law firms in the bond counsel role. Based on an evaluation of the different models that have been used, MTA determined that the best approach given MTA's credit structure and financing activity is to continue using the rotational approach to the assignment of work. However, instead of two full-service firms serving as bond counsel, MTA will create two bond counsel teams, each consisting of one full-service firm and one M/WBE firm. Within each of the bond counsel teams, the work will be allocated among the two firms with input from MTA. This model will give each of the M/WBE firms a long-term source of regular work that should enable such firm to learn MTA's complex financing and credit structures and to gain the experience necessary to take on additional roles on MTA transactions; and ultimately to be able to serve as sole bond counsel to the MTA or any other issuer in the country.

MTA received proposals from 26 law firms for the bond counsel role, 10 of which were NY State certified MBE and/or WBE firms. After a shortlisting process, the selection committee interviewed 12 firms and voted to recommend that the Board appoint the following firms to serve as MTA's bond counsel:

Nixon Peabody LLP
Orrick, Herrington & Sutcliffe LLP
Bryant Rabbino LLP (M/WBE)
D. Seaton and Associates (M/WBE)

MTA will be compensating the bond counsel firms based on hourly rates. Each firm has agreed to discount its normal and customary rates by at least 20%. The discounted rate for the highest paid lawyer who would work on MTA financing matters at each firm based on current normal and customary rates is: Nixon Peabody LLP (25% discount) - \$679; Orrick, Herrington & Sutcliffe LLP (25% discount) - \$739; Bryant Rabbino LLP (20% discount) - \$460; and D. Seaton and Associates (30% discount) - \$452.

Disclosure Counsel: During the period that MTA has been using two bond counsel on a rotational basis, it has not engaged a separate law firm to serve as disclosure counsel. The bond counsel firm assigned to a particular transaction took the responsibility for providing disclosure advice. Given the increasing Securities and Exchange Commission focus on disclosure in the public finance market, the growing complexity of MTA's financing and credit structure, and the benefits of having disclosure continuity on all of the MTA financings, MTA decided to recommend to the Board that we engage a separate firm as disclosure counsel. This disclosure firm will work on every MTA financing.

MTA received proposals from 20 law firms for the disclosure counsel role, 7 of which were NY State certified MBE and/or WBE firms. After a shortlisting process, the selection committee interviewed 12 firms and voted to recommend that the Board appoint the following firm to serve as MTA's disclosure counsel:

Hawkins, Delafield & Wood LLP

MTA will be compensating disclosure counsel based on hourly rates. The firm has agreed to discount its normal and customary rates for each lawyer that will be assigned to the transaction by between 30% and 41% (different discounts apply to particular lawyers). The discounted rate for the highest paid lawyer at the firm who would work as disclosure counsel is \$500.

Derivatives Counsel: After a review of the derivatives counsel proposal, the Selection Committee determined that the best derivatives practitioners who submitted proposals are resident in the two full-service bond counsel firms and that no additional assignment is necessary.

Underwriters' Counsel Panel: The underwriters in each financing transaction appoint their own counsel. To ensure that the underwriters pick qualified firms so that MTA's transactions are not delayed or put at risk, and in consideration that MTA bears the cost of such representation, MTA has traditionally established a panel of qualified firms that are utilized on a rotational basis. Going forward, the underwriters for a particular transaction will have the right to choose any firm on the approved panel. MTA will make it clear to all of the underwriters on MTA transactions that MTA desires that the underwriters use M/WBE firms as underwriters' counsel, either through teaming arrangements with full service firms or on a stand-alone basis. Irrespective of whether an underwriter selects one firm or multiple firms to represent it in an MTA transaction, MTA currently limits the amount it pays for such services to \$45,000 per transaction. In instances where MTA will have multiple transactions in the market, MTA may negotiate a reduced fee from the counsel(s) selected by the underwriter.

MTA received qualification submissions from 30 law firms, including 10 NY State certified MBE and/or WBE firms (and another submission that was a team of a full service firm and an M/WBE firm). After a shortlisting process, the selection committee interviewed 18 firms and voted to recommend that the Board approve the inclusion of the following eleven firms/teams on the underwriters' counsel panel for MTA's financings:

Mintz, Levin, Cohn, Ferris Glovsky and Popeo, P.C.

Golden Holley James LLP (M/WBE)

Gonzalez Saggio & Harlan LLP (M/WBE)

Graves, Horton, Askew & Johns, LLC (M/WBE)

Holland & Knight LLP

McKenna Long & Aldridge LLP

Norton Rose Fulbright US LLP

Pugh, Jones & Johnson, P.C. (M/WBE)

Sidley Austin LLP

Squire Patton Boggs (US) LLP


Team of Winston & Strawn LLP & Law Offices of Joseph C. Reid, P.A. (M/WBE)





Recommendation:

It is recommended that the Board approve the appointment of the four bond counsel firms and the one disclosure counsel firm identified above and that the Board approve the inclusion of the eleven firms/teams described above on the underwriters' counsel panel for MTA's financings.

Staff Summary

Subject	Date
2014 – 2015 Station Maintenance Billing	May 6, 2015
Department	Vendor Name
Chief Financial Officer	
Department Head Name	Contract Number
Robert E. Foran	
Department Head Signature	Contract Manager Name
	
Project Manager Name	Table of Contents Ref #
Patrick Kane	

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

Narrative

Purpose:

To advise the Board of submission of the station maintenance billings to New York City and the counties for the period April 1, 2014 to March 31, 2015.

Discussion:

The attached schedule provides the summary of the station maintenance use and operations billing to the counties and New York City for the period April 1, 2014 through March 31, 2015.

Current legislation provides that on or before June first of each year the MTA shall determine and certify to New York City and the counties the cost for station maintenance use and operations for the twelve month period ending the preceding March thirty-first for the stations within the municipality. The MTA bills New York City and the counties each fiscal year based on a statutorily established formula adjusted annually by the CPI-W for the New York, Northwestern New Jersey and Long Island Region. The net decrease in the CPI factor for the twelve month period ending March 31, 2015 was -0.615% which results in a \$998,076 decrease over the prior year's billed amount.

**Metropolitan Transportation Authority
Station Maintenance, Use and Operations
March 31, 2015**

COUNTY BILLED	AMOUNT BILLED 2013 - 2014	% CHANGE IN CPI	\$ DECREASE	AMOUNT BILLED 2014 - 2015
DUCHESS	\$ 2,368,897	-0.615%	\$ (14,578)	\$ 2,354,319
NASSAU	28,752,377	-0.615%	(176,942)	28,575,435
NEW YORK CITY	92,000,613	-0.615%	(566,172)	91,434,441
ORANGE	490,059	-0.615%	(3,016)	487,043
PUTNAM	926,393	-0.615%	(5,701)	920,692
ROCKLAND	52,102	-0.615%	(321)	51,781
SUFFOLK	17,721,783	-0.615%	(109,060)	17,612,723
WESTCHESTER	19,871,052	-0.615%	(122,286)	19,748,766
	<u>\$ 162,183,276</u>		<u>\$ (998,076)</u>	<u>\$ 161,185,200</u>

Consumer Price Index - Urban Wage Earners and Clerical Workers

Original Data Value

Series Id: CWURA101SA0
Not Seasonally Adjusted
Area: New York-Northern New Jersey-Long Island, NY-
Item: All items
Base Period: 1982-84=100
Years: 2005 to 2015

Year	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	HALF1	HALF2
2005	202.6	203.3	205.5	206.0	205.6	205.1	206.5	208.3	211.0	211.0	209.9	208.7	204.7	209.2
2006	210.2	210.6	212.0	214.0	215.5	216.7	216.8	217.8	216.9	215.3	214.7	215.2	213.2	216.1
2007	215.793	216.771	218.510	219.791	221.396	222.322	222.237	221.905	222.174	222.624	223.716	223.873	219.097	222.755
2008	224.557	225.281	226.951	228.215	230.923	233.776	235.446	235.510	234.703	232.778	228.727	227.223	228.284	232.398
2009	227.503	228.653	229.064	229.639	230.307	231.916	232.177	232.841	233.502	233.084	233.893	233.448	229.514	233.158
2010	234.067	234.153	235.240	235.750	236.144	235.916	236.330	236.820	236.725	237.483	237.606	237.575	235.212	237.090
2011	238.396	239.750	241.667	242.697	244.316	244.601	245.265	246.025	246.877	246.297	245.546	244.586	241.905	245.766
2012	245.541	246.539	248.152	248.706	248.955	248.488	248.162	249.734	250.980	250.539	250.586	249.535	247.730	249.923
2013	250.849	252.317	252.739	252.024	252.259	252.862	253.277	253.633	254.434	252.917	253.013	253.088	252.175	253.394
2014	255.477	254.782	255.933	255.937	257.145	257.147	257.309	256.691	256.945	256.022	254.638	253.224	256.070	255.805
2015	253.159	254.044	254.358											

**STATION MAINTENANCE
FOR THE YEAR 4/1/14 - 3/31/15**

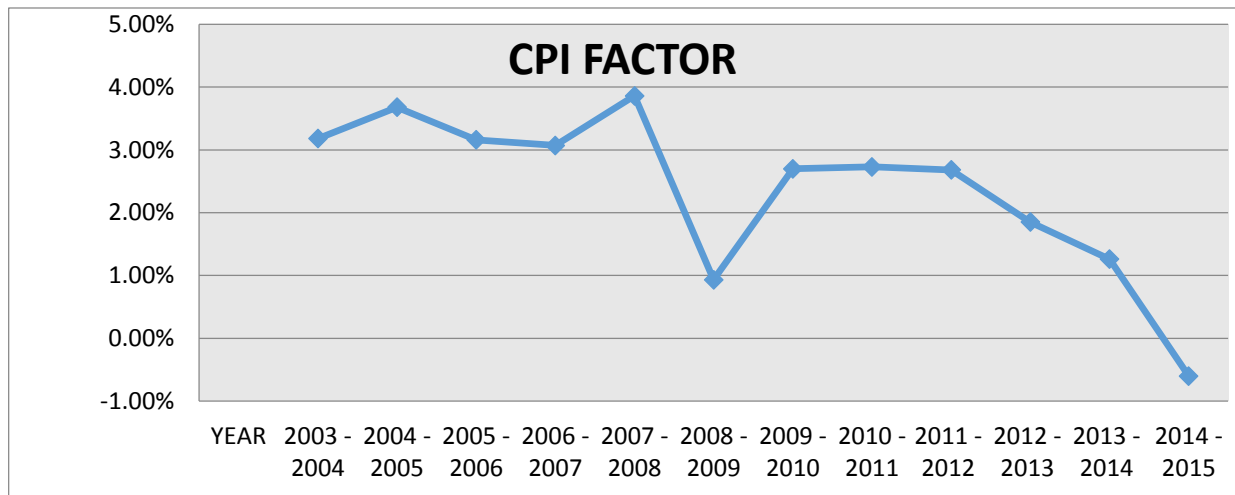
	BILLED AMOUNT 2013-2014	CHANGE IN CPI	Decreased AMOUNT	BILL AMOUNT 2014-2015	BILL AMOUNT 2014-2015 ROUNDED
DUTCHESS	2,368,897	-0.00615	-14,578	2,354,319	2,354,319
NASSAU	28,752,377	-0.00615	-176,942	28,575,435	28,575,435
NEW YORK CITY	92,000,613	-0.00615	-566,172	91,434,441	91,434,441
ORANGE	490,059	-0.00615	-3,016	487,042	487,042
PUTNAM	926,393	-0.00615	-5,701	920,692	920,692
ROCKLAND	52,102	-0.00615	-321	51,781	51,781
SUFFOLK	17,721,783	-0.00615	-109,060	17,612,724	17,612,724
WESTCHESTER	19,871,052	-0.00615	-122,286	19,748,765	19,748,765
GRAND TOTAL	<u><u>\$ 162,183,275</u></u>		<u><u>-998,076</u></u>	<u><u>\$ 161,185,199</u></u>	<u><u>\$ 161,185,199</u></u>
MARCH 2014 CPI	255.933				
MARCH 2015 CPI	254.358				
CHANGE	-1.575				
	1.575/255.933				
% DECREASE	-0.006153954				

2014 – 2015 STATION MAINTENANCE

- CPI factor used is the Consumer Price Index for Wage Earners and Clerical Workers for the New York, Northeastern New Jersey for twelve month period
- All monies due the MTA for 2013-2014 was received
- CPI FACTOR

YEAR	CPI FACTOR		YEAR	CPI FACTOR		YEAR	CPI FACTOR
2014 - 2015	-0.615%	*	2010 - 2011	2.73%		2006 - 2007	3.07%
2013 - 2014	1.26%		2009 - 2010	2.70%		2005 - 2006	3.16%
2012 - 2013	1.85%		2008 - 2009	0.93%		2004 - 2005	3.68%
2011 - 2012	2.68%		2007 - 2008	3.86%		2003 - 2004	3.18%

* Current Year



- BILLING

YEAR	TOTAL AMOUNT	ANNUAL INCREASE (DECREASE)		YEAR	TOTAL AMOUNT	ANNUAL INCREASE (DECREASE)
2014 - 2015	161,185,200	-998,076	*	2008 - 2009	145,162,191	1,337,569
2013 - 2014	162,183,274	2,081,081		2007 - 2008	143,824,622	5,345,302
2012 - 2013	160,165,193	2,909,352		2006 - 2007	138,479,319	4,124,687
2011 - 2012	157,255,958	4,104,460		2005 - 2006	134,354,633	4,115,555
2010 - 2011	153,151,498	4,069,927		2004 - 2005	130,239,078	4,622,683
2009 - 2010	149,081,571	3,919,379		2003 - 2004	125,616,395	3,871,488

* Current Year



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

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 May 11, 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	5/18/2015	X		
2	Board	5/20/2015	X		

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 A: Non-Competitive Purchases and Public Work Contracts

- Tresco Industries, LTD = 145,798.64

1 \$ 145,798.64

MTAHQ proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote

Schedule F: Personal Services Contracts

1 \$ 330,500.00

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

1 \$ 599,246.88

SUBTOTAL 3 \$ 1,075,545.52

MTAHQ presents the following procurement actions for Ratification:

None None

TOTAL 3 \$ 1,075,545.52

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

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

BOARD RESOLUTION

METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

LIST OF PROCUREMENTS FOR BOARD APPROVAL, MAY 2015
NON-COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

A. Non-Competitive Purchases and Public Work Contracts

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

- | | |
|---|---------------------|
| 1. Tresco Industries, LTD | \$145,798.64 |
| Supply and Install Custom Consoles for B&T | (Total) |
| Contract No. 4570-0100 | |

Non-Competitive

Contractor to supply, deliver and install custom made Tresco console systems (tables, single-operator millwork desks and related components, etc.) to match the existing Tresco console configuration installed in B&T's Control Room in 2008. Tresco is the sole designer, distributor and manufacturer of the Tresco console systems. The additional consoles are required because B&T is adding a Centralized Facility Operations room within the Command Center Special Operations unit which operates 24 hours, 7 days a week. Tresco products is congruent with the current console system and thus enables B&T operations to function seamlessly. Tresco's original proposal for the three-year period of \$149,266.40 was negotiated down to a cost of \$145,798.64 a savings of \$3,467.76 or 2%. The negotiated amount of \$145,798.64 is \$18,286.84 or 11% lower than Tresco's published list price of \$164,085.48. The negotiated amount for the three-year period is considered to be fair and reasonable.

LIST OF PROCUREMENTS FOR BOARD APPROVAL, MAY 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. **AFT Project at LIRR Station** – AFT to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials at the station specified below.
Competitively negotiated – 36 proposals – 48 months
Roy Nicholson, LIRR Hicksville Station (**\$330,500**)

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.)

2. **NPA Computers, Inc.** **\$599,246.88** Staff Summary Attached
Computer Equipment Maintenance (Not-to-exceed))
Contract No. 09229-0100, S/A #3

Base plus previous change order = \$617,707.46

To recommend that the Board approve an amendment to extend a previously Board-approved, competitively negotiated miscellaneous services contract with NPA Computer, Inc. to continue to provide labor, material and parts for preventative maintenance of personal computer equipment for MTAHQ, MTAPD and NYCT for an additional eight (8) months for a not-to-exceed amount of \$599,246.88. This amendment will allow the MTA to continue these essential services and serve as a bridge until a new, competitive RFP process is completed and approved by the Board. Further, in an effort to consolidate services wherever possible, the MTA has combined NYCT requirements under this amendment which will streamline administrative and technical break fix functions and create cost savings. Currently MTAHQ pays a monthly fee of \$9,722 for these services and NYCT pays an average monthly fee of \$125,818.97 for a combined monthly fee of \$135,540.97. After combining these services, the total monthly fee for both MTAHQ and NYCT was negotiated down to \$74,905.86 for a savings of \$60,635.11 or 44.7%, therefore the negotiated not-to-exceed amount of \$599,246.88 is considered fair and reasonable.

Staff Summary

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts

Item Number:

Page 1 of 1

Vendor Name (& Location): NPA Computers, Inc.	Contract Number: 09229-0100	AWO/Modification # 3
Description: Computer Equipment Maintenance		
Contract Term (including Options, if any): July 1, 2010 thru May 31, 2015	Original Amount:	\$ 420,209.46
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Modifications:	\$ 197,498.00
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Prior Budgetary Increases:	\$ -
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	Current Amount:	\$ 617,707.46
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	This Request:	\$ 599,246.88
Requesting Dept/Div & Dept/Div Head Name: Sid Gellineau, MTA CIO	% of This Request to Current Amount:	97%
	% of Modifications (including This Request) to Original Amount:	189.6%

DISCUSSION:

To recommend that the Board approve an amendment to extend a previously Board-approved, competitively negotiated miscellaneous services contract with NPA Computer, Inc. to continue to provide labor, material and parts for preventative maintenance of personal computer equipment for MTAHQ, MTAPD and NYCT for an additional eight (8) months for a not-to-exceed amount of \$599,246.88.

In May 2010, the Board approved a competitive miscellaneous service contract as a result of an RFP process to NPA Computers to provide labor, material and parts for preventative maintenance of personal computer equipment for MTAHQ located then on Madison Avenue, 2 Broadway, remote MTAPD locations and as-needed services for the Business Service Center (which has been subsequently extended for additional time and money). This amendment will allow the MTA to continue these essential services and serve as a bridge until a new, competitive RFP process is completed and approved by the Board. Further, in an effort to consolidate services wherever possible, the MTA has combined NYCT requirements under this amendment which will streamline administrative and technical break fix functions and create cost savings.

Currently MTAHQ pays a monthly fee of \$9,722 for these services and NYCT pays an average monthly fee of \$125,818.97 for a combined monthly fee of \$135,540.97. After combining these services, the total monthly fee for both MTAHQ and NYCT was negotiated down to \$74,905.86 for a savings of \$60,635.11 or 44.7%, therefore the negotiated not-to-exceed amount of \$599,246.88 is considered fair and reasonable.

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

ACTION ITEMS

MTA NEW YORK CITY TRANSIT

Lease agreement for the operation of a convenience store at Pelham Parkway, Dyre Avenue Line, Bronx

MTA LONG ISLAND RAIL ROAD

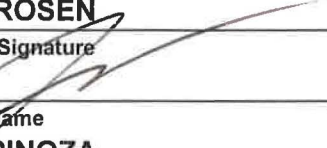
Amendment to temporary easement agreement at 310-333 East Shore Road, Village of Thomaston, Town of North Hempstead, Nassau County, New York

License agreement to install modular habitat frames on the bulkhead of the Long Island Rail Road Wheelspur Yard in Long Island City, Queens

MTA METRO-NORTH RAILROAD

Lease Modification with SLG Graybar LLC, an Affiliate of SL Green Realty Corp for Metro-North Railroad Option Space at 420 Lexington Avenue a.k.a. the Graybar Building, New York, New York

Staff Summary

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

Date May 18, 2015
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	5/18/15	X		
2	Board	5/20/15	X		

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

AGENCY: MTA New York City Transit ("NYCT")
 LESSEE: Kassim Salahi (or corporation to be formed with Kassim Salahi as guarantors)
 LOCATION: Pelham Parkway Station, Dyre Avenue Line, mezzanine free zone, Bronx
 ACTIVITY: Operation of a convenience store
 ACTION REQUESTED: Approval of terms
 TERM: 10 years, one renewal option of 5 years at landlord's discretion
 SPACE: Approximately 240 square feet
 COMPENSATION: \$16,800.00 in Year 1, 3% annual escalation

Year	Annual Rent	PSF
1	\$16,800.00	\$70.00
2	\$17,304.00	\$72.10
3	\$17,823.00	\$74.26
4	\$18,358.00	\$76.49
5	\$18,909.00	\$78.79
6	\$19,476.00	\$81.15
7	\$20,060.00	\$83.58
8	\$20,662.00	\$86.09
9	\$21,282.00	\$88.68
10	\$21,920.00	\$91.33
Option term:		
11	\$22,578.00	\$94.08
12	\$23,255.00	\$96.90
13	\$23,953.00	\$99.80
14	\$24,672.00	\$102.80
15	\$25,412.00	\$105.88

Staff Summary

COMMENTS:

MTA Real Estate publicly offered the location in a recent request for proposals ("RFP"). The space is situated in the free zone of the station house and faces an outdoor plaza. The RFP required proposers to submit a rent offer for a 10-year lease with a 5-year renewal option subject to Landlord's approval.


There were a two respondents. Both offers exceeded the estimated fair market rent of \$6,200, or \$26.00 per square foot, that had been estimated by MTA's consultant. The proposals are shown below:

Proposer	Present Value of Rent Stream (10 years at 9%)
Kassim Salahi	\$121,032
Mofazzar Hossain	\$88,802

Kassim Salahi has experience in retail as well as the food wholesale business and has satisfactory credit and good references.

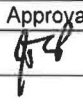


Based on the foregoing, MTA Real Estate requests authorization to enter into a lease agreement with Kassim Salahi (or corporation to be formed) on the above-described terms and conditions.

Staff Summary

Subject EXTENSION OF TEMPORARY EASEMENTS
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name JOHN COYNE

Date MAY 18, 2015
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	5/18/15	X		
2	Board	5/20/15	X		

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

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

GRANTOR: 310-333 East Shore Road LLC ("Grantor")

LOCATION: 310-333 East Shore Road, Village of Thomaston, Town of North Hempstead, Section 2, Block 375, Lot 25A on the tax map of Nassau County (the "Property")

ACTIVITY: Amendment to extend temporary easement agreement and modify easement area

ACTION REQUESTED: Approval of terms

TERM: 30 months (July 1, 2016 through December 31, 2018)

SPACE: 5,193± square feet of non-exclusive temporary easement area; 8,146± square feet of exclusive temporary easement area

COMPENSATION: \$5,445 per month, or \$163,350 total

COMMENTS:

An easement agreement between LIRR and the Grantor for certain temporary easement interests on the Property (the "Easement Agreement") was approved by the MTA Board on April 28, 2014, and executed on July 1, 2014. The Easement Agreement grants LIRR exclusive use of a 7,410± square foot portion of the Property (the "Exclusive Easement Area"), and non-exclusive use of a 5,929± square foot portion of the Property (the "Non-exclusive Easement Area"). The Easement Agreement is scheduled to expire on June 30, 2017. LIRR requires these easements to support both the construction of a new pocket track in Great Neck and the rehabilitation of the LIRR-owned Colonial Road Bridge (collectively, the "Project").

However, LIRR, in consultation with its contractor for the Project, has determined that it will now require the Temporary Easement for an additional 18 months, through December 31, 2018. In addition, LIRR has determined that it will require an additional 736 square feet of space in the Exclusive Easement Area, which will be obtained through a reduction of 736 square feet in the Non-exclusive Easement Area.

The Grantor is willing to grant this expansion of the Exclusive Easement Area, and is willing to extend the term by 30 months from the current June 30, 2016, expiration date, to December 31, 2018. Despite the expanded easement area, Grantor has agreed to accept the same amount of monthly compensation specified in the Easement Agreement – \$5,445.00 per month – paid in one lump sum of \$163,350 upon execution of the amended agreement. LIRR has indicated that this amount is acceptable.

Staff Summary

FINANCE COMMITTEE MEETING



Amendment to Temporary Easement Agreement at 310-333 East Shore Road, Thomaston, NY (Cont'd.)


Page 2 of 2

As information, the April 28, 2014 staff summary approving the Easement Agreement mistakenly specified payment of \$5,435.84 per month rather than the agreed on amount of \$5,445.00 per month (a \$9.15 per month discrepancy), which has been corrected.

Based on the foregoing, MTA Real Estate requests authorization to amend the existing temporary easement agreement with 310-333 East Shore Road LLC on the above-described terms and conditions.



Staff Summary



Subject EXTENSION OF TEMPORARY EASEMENTS
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name JOHN COYNE

Date MAY 18, 2015
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	5/18/15	X		
2	Board	5/20/15	X		

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

AGENCY: MTA Long Island Rail Road ("LIRR")
 LICENSEE: LaGuardia Community College ("LaGuardia")
 LOCATION: LIRR Wheelspur Yard, Queens Block 68 Lot 150
 ACTIVITY: Installation of modular habitat frames
 ACTION REQUESTED: Approval of terms
 TERM: 10 years, terminable by LIRR on 60 days' notice
 SPACE: Approximately 1,253 linear feet along the LIRR Wheelspur Yard bulkhead
 COMPENSATION: \$1/payment waived

COMMENTS:

In 2014, representatives from the natural sciences department at LaGuardia approached LIRR with a request to install modular habitat frames on the bulkheads of the LIRR Wheelspur Yard. LaGuardia obtained funding from the New York State Department of Environmental Conservation, via the City Parks Foundation, to install modular habitat frames on bulkheads throughout the Newtown Creek area in an attempt to replicate the salt marsh conditions that once existed along the shore of Newtown Creek (the "Project").

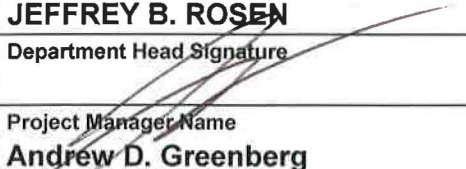
The Wheelspur Yard, located in Long Island City, has an approximately 844-foot long bulkhead on Newtown Creek, and an approximately 409-foot long bulkhead on Dutch Kills, a branch of Newtown Creek (collectively, the "LIRR Bulkhead"). As part of the Project, LaGuardia wishes to mount steel wetland frames at various positions along the vertical face of the LIRR Bulkhead.

The frames will hold a sediment basin containing salt marsh grasses, which along with associated microbes can detoxify industrial toxins, and will be equipped with an underlying tray for ribbed mussels, which filter toxins from the water. The frames will also slow the erosion of the LIRR Bulkhead.

LIRR has approved the proposed use, subject to review and approval of the final installation plans by LIRR engineers.




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

Staff Summary

Subject Exercise of Lease Option
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name Andrew D. Greenberg

Date May 18, 2015
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	5/18	X		
2	Board	5/20	X		

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

AGENCY: Metro North Railroad ("MNR")

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

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

ACTIVITY: Exercise of lease option

ACTION REQUESTED: Approval of terms

TERM: Approximately 20 years from option commencement date until scheduled expiration of initial term of existing lease between Landlord and Metro-North Railroad, as recently amended per the attached staff summary (the "Existing Lease").

SPACE: Pt. 7th Floor - Approximately 24,928 rentable square feet ("RSF")

COMPENSATION:	Rent	Rent/RSF
Until 8 months after completion of Landlord's Work (" <u>Rent Commencement</u> ")	\$0.00	\$0.00
Rent Commencement – 5 th Anniversary of Rent Commencement	\$1,146,688	\$46.00
5 th Anniversary of Rent Commencement – 10 th Anniversary of Rent Commencement	\$1,395,968	\$51.00
10 th Anniversary of Rent Commencement – 15 th Anniversary of Rent Commencement	\$1,391,684	\$56.00
15 th Anniversary of Rent Commencement – Expiration	\$1,520,608	\$61.00

LANDLORD'S WORK Landlord, at its own cost, will perform Base Building including constructing new demising walls and bathrooms and installing electric sub-meters. Landlord will also contract for any Tenant-designed improvements and contribute up to \$25 per square foot towards the cost of such improvements.

RENEWAL OPTION: Same as Existing Lease, except Space can be renewed independently of space under Existing Lease

Staff Summary

FINANCE COMMITTEE MEETING

SLG Graybar LLC (Cont'd)

EXPANSION OPTION:	Same as Existing Lease
REAL PROPERTY TAX ESCALATION:	None.
OPERATIONG EXPENSE ESCALATION	Tenant to pay its proportionate share of increases in operating expenses over a calendar 2015/16 base year. No increases will accrue until the first anniversary of possession
UTILITIES:	Same as Existing Lease
SERVICES:	Same as Existing Lease
MAINTENANCE & REPAIRS	Same as Existing Lease
SECURITY DEPOSIT:	None

COMMENTS:

Pursuant to the Existing Lease, and in furtherance of the "office portfolio right-sizing plan" that was first presented to the Finance Committee and the Board in April of 2011 and subsequently updated in April 2013, MNR has recently relocated its headquarters from 347 Madison Avenue to the Graybar Building.

The original MNR program for the Graybar Building (which accommodated 624 employees, consistent with current MTA-wide requirements regarding workstation sizes and ratios of offices to small and large cubicles) assumed zero future headcount growth. However, following a series of safety-related incidents in 2013 and 2014 and reviews by the Federal Railroad Administration and National Transportation Safety Board and a blue ribbon panel on safety, MNR has initiated a series of measures designed to address historic deficiencies in its infrastructure maintenance practices and to improve its safety culture, as a result of which MNR is necessarily adding 166 additional employees through 2015 in several different departments. The affected departments include Maintenance of Way, Safety and, in particular, Training, which currently has its main facility in inadequately sized and poorly configured back-of-house space at Grand Central Terminal.

MNR has already taken steps to further densify its existing Graybar Building space to accommodate many of these new, previously unanticipated hires; Graybar now houses 688 MNR employees – 64 more than originally planned. However, despite such densification efforts, 97 of such new employees will nonetheless require space beyond that which the MTA already owns or leases.

Accordingly, MTA Real Estate was tasked with surveying the market to find space that (a) is suitably sized, convenient to MNR's rail lines and not unduly distant from MNR's Graybar Building headquarters and (b) preferably, already constituted a separate tax lot or could be made to constitute a separate tax lot (pursuant to a condominium regime or otherwise), such that the MTA could have the benefit of the MTA's statutory exemption from real estate taxes. From the outset, MTA Real Estate and its advisors focused on Harlem and other outlying locations (including the Bronx and Long Island City), where rents are nominally lower than in midtown Manhattan; and in particular the team examined in depth the potential economics of leasing spaces at 145 East 125th Street or 55 West 125th Street. However, leasing the Space proved to be by far the most cost effective alternative, for the reasons identified below.

- MNR personnel in the Space will be able to use conference rooms on other floors occupied by MNR, thereby reducing the area needed within the Space itself.
- The Space has already been fitted out, is in excellent condition and will require only minimal alteration to adapt it to MNR's purposes.
- Continuing its consolidation at the Graybar Building allows MNR to further leverage investments it has made in IT infrastructure (including emergency generators) at that location.

Staff Summary


FINANCE COMMITTEE MEETING SLG Graybar LLC (Cont'd.)

- Landlord will modify the existing condominium documents to create a separate condominium unit and tax lot for Space. Accordingly, in recognition of MNR's tax exempt status, the rental compensation set forth above reflects a reduction of \$13 per rentable square foot as against current market rents, and such Compensation will be subject to further reduction if the 2014/15 taxes for the Graybar Building exceed \$13 per rentable square foot.
- Leasing the Space will enable MNR to provide work stations for all of its existing and future Training Department employees at the Graybar Building, outside of but in sufficiently close proximity to the GCT space currently occupied by the Training Department, thereby allowing MNR to undertake a renovation of the entirety of such GCT space – space that MNR owns – for the expanded and updated training facilities the Training Department now requires (including seven railcar simulators), during the short window of time when 347 Madison will still be available to serve as temporary swing space for such training facilities..

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

Staff Summary

EXECUTIVE SESSION

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

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

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	04/23/13	X		
2	Board	04/24/13	X		

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

AGENCY: Metro-North Railroad ("MNR")

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

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

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

ACTION REQUESTED: Approval of terms

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

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

Renewal Space	RSF
11 th Floor	56,804
12 th Floor	57,564
22 nd Floor	14,123
Total	128,491

Loading Dock 5 bays

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

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

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

Staff Summary

FINANCE COMMITTEE MEETING SLG Graybar (Cont'd.)

INITIAL TERM: 20 years from Expansion Space rent commencement.

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

<u>Renewal Space</u>	<u>Rent</u>	<u>Rent per RSF</u>
From lease modification - completion of Landlord's Work in Renewal Space	\$2,319,740	\$18.05
From such completion – 1.31/16	\$3,105,070	\$24.17
02/01/16 – 07/31/16	\$0.00	\$0.00
08/01/16 – 01/31/20	\$5,282,515	\$41.11
02/01/20 – 01/31/25	\$5,924,970	\$46.11
02/01/25 – 01/31/30	\$6,567,425	\$51.11
02/01/30 – Expiration	\$7,209,880	\$56.11

<u>Loading Dock</u>	<u>Rent</u>
From lease modification – 01/31/16	\$10,769
02/01/16 – 01/31/20	\$144,787
02/01/20 – 01/31/25	\$166,599
02/01/25 – 01/31/30	\$188,401
02/01/30 – Expiration	\$210,203

REAL PROPERTY TAX ESCALATION: None

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

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

Staff Summary

FINANCE COMMITTEE MEETING SLG Graybar (Cont'd.)

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

COMMENTS

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

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

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

Staff Summary

FINANCE COMMITTEE MEETING SLG Graybar (Cont'd.)

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

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

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

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

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

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

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

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

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

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

Staff Summary

FINANCE COMMITTEE MEETING SLG Graybar (Cont'd.)




Metropolitan Transportation Authority

Page 5 of 5

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

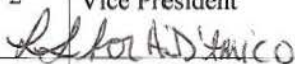

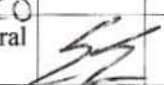
Based on the foregoing, MTA Real Estate requests authorization to enter into a lease modification with Landlord on the above-described terms and conditions.

Staff Summary

Subject Access & Work Agreement for 1066 Third Avenue (Block 1398, Lot 345)
Department Second Avenue Subway Project
Department Head Name Anil Parikh, P.E.
Department Head Signature 

Date April 29, 2015
Vendor Names 63/64th Street Associates, L.P. and A&P Real Property, LLC.
Contract Number N/A
Project Manager Name Manan Garg

Board Action					
Order	To	Date	Approval	Info	Other
1	NYCT & Bus Committee	5/18/15	X		
2	Board	5/20/15	X		

Internal Approvals			
Order	Approval	Order	Approval
2	Interim Executive Vice President 	3	President 
1	Sr. Vice & General Counsel 		

PURPOSE:

To seek Board Authorization to enter into an agreement with 63/64th Street Associates, L.P., ("Landlord") and A&P Real Property, LLC, ("Tenant") for a not-to-exceed amount of \$71,000. Under this agreement, MTA will reimburse Landlord's costs of replacing its existing freight entrance door and will reimburse Tenant for the labor costs that are necessary to secure and maintain the Tenant's supermarket operations during MTACC's work.

BACKGROUND:

The Second Avenue Subway ("SAS") Project has acquired permanent and temporary easements for entrances, ancillary facilities and other support functions to be built partially or entirely within privately-owned commercial and residential spaces along the subway alignment. As project construction has progressed, it has become necessary in some cases to enter into agreements with property owners to secure their full cooperation and minimize potential impacts and consequential damages associated with project-related utility relocation and/or structural modification work in the affected buildings. Therefore, the project periodically has entered into cooperative arrangements with building owners to cover the owners' costs for modification to their building to assist MTACC and its contractors through all phases of utility relocation, structural and other project-related work.

DISCUSSION:

As part of the SAS Project, MTACC acquired a temporary easement over a privately-owned public Plaza in order to accommodate construction of a vent for the 63rd Street/Lexington Avenue subway station. As part of its work, MTACC razed the entire Plaza. After vent construction was completed, MTACC planned to restore the Plaza to its original condition and return it to the owner. But the Plaza owner and community groups requested that MTACC change the Plaza design because the original configuration encouraged homeless people to seek shelter there and vermin to nest. As part of MTACC's initiative to be a good neighbor, it agreed to restore the Plaza to the new specifications.

The new design, however, restricted access to the freight entrance of a supermarket that is adjacent to the Plaza. If the freight entrance door was changed from one that opened out into the Plaza to one that slides against the building or rolls up, then the supermarket would have unrestricted access. This agreement reimburses the Landlord its costs for replacing the freight entrance door.

The new design also requires MTACC to relocate the Plaza's existing drainage pipes, which run above the architectural ceiling of the Tenant's supermarket, and install new electrical conduits and wire in the supermarket's back storage area for the Plaza's new electrical feeders. MTACC will access the supermarket during off-hours to perform this work. In consideration for access to the supermarket, Tenant requires that MTACC reimburse its costs for having a supermarket manager and security guard in place to protect and secure the supermarket's operations, inventory and premises while MTACC performs the work.

ALTERNATIVES:

The alternative is to restore the Plaza to its original condition, which would expose the Project to delays and would likely be met with strong opposition by the Plaza owner and the impacted Community Board.

FUNDING IMPACT:

The work will be funded from the MTA's 2005-2009 Capital Plan.


RECOMMENDATIONS:

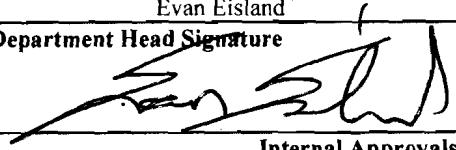



MTACC recommends that the Board authorize MTACC to enter into an agreement with 63/64th Street Associates, L.P., and A&P Real Property, LLC, owner of the premises and tenant located at 1066 Third Avenue, for a not-to-exceed amount of \$71,000, to assist MTACC and its contractor with the utility relocation work and other project-related work associated with MTACC's design and planned construction of a revised subway entrance at that location.

Report

PROCUREMENTS

The Procurement Agenda this month includes 15 actions for a proposed expenditure of \$83.8M.

Subject	Request for Authorization to Award Various Procurements				
Department	Materiel Division – NYCT				
Department Head Name	Stephen M. Plochochi				
Department Head Signature					
Project Manager Name	Rose Davis				
Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	5/18/15			
2	Board	5/20/15			

May 8, 2015			
Department Law and Procurement – MTACC			
Department Head Name Evan Eisland			
Department Head Signature 			
Internal Approvals			
	Approval		Approval
	President NYCT 		President MTACC 
	Executive VP 		President MTA Bus
X	Capital Prog. Management	X	Subways
	Law	X	Diversity/Civil Rights

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

PURPOSE:

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

DISCUSSION:

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

Procurements Requiring Two Thirds Vote:

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule A: Non-Competitive Purchases and Public Work Contracts	1	\$ 5.0 M
• Bombardier Mass Transit Corp.		\$ 5.0 M

Schedules Requiring Majority Vote:

Schedule F: Personal Service Contracts	1	\$ 1.6 M
• Microsoft Corp.		\$ 1.6 M
Schedule I: Modification to Purchase and Public Work Contracts	1	\$ 15.8 M
• Clever Devices LTD		\$ 15.8 M

SUBTOTAL 3 \$ 22.4 M

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

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

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

<u>Procurements Requiring Two-Thirds Vote:</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule B: Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)	6	\$ 30.0 M
<u>Schedules Requiring Majority Vote:</u>		
Schedule F: Personal Service Contracts	3	\$ 26.3 M
Schedule G: Miscellaneous Service Contracts	1	\$ 0.4 M
Schedule H: Modifications to Personal/Miscellaneous Service Contracts	1	\$ 1.1 M
SUBTOTAL	11	\$ 57.8 M

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

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

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

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

Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions	1	\$ 3.6 M
SUBTOTAL	1	\$ 3.6 M
TOTAL	15	\$ 83.8 M

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

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

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

BOARD RESOLUTION

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

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

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

NOW, the Board resolves as follows:

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

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

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

4. As to each action set forth in Schedule D, the Board declares competitive bidding impractical or inappropriate for the reasons specified therein, and ratifies each action for which ratification is requested.

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

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

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

MAY 2015

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

A. Non-Competitive Purchases and Public Work Contracts

(Staff Summaries required for all items greater than: \$100K Sole Source; \$250K Other Non-Competitive.) Note – in the following solicitations, NYC Transit attempted to secure a price reduction. No other substantive negotiations were held except as indicated for individual solicitations.

- | | | |
|---|---------------------------|--------------------------------------|
| 1. Bombardier Mass Transit Corp. | \$5,000,000 (Est.) | <u>Staff Summary Attached</u> |
| Sole Source - Three-year omnibus | | |
| Purchase of inventory and non-inventory replacement truck components, undercarriage equipment, HVAC and other car body parts. | | |

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.)

- | | | |
|--|--------------------------|--------------------------------------|
| 2. Microsoft Corporation | \$1,595,320 (NTE) | <u>Staff Summary Attached</u> |
| Sole Source – Four-year contract | | |
| Contract# 96648 | | |
| All-Agency contract for Microsoft Premier Support to manage various Microsoft software applications. | | |

I. Modifications to Purchase and Public Work Contracts

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

- | | | |
|---|----------------------------|--------------------------------------|
| 3. Clever Devices LTD | \$15,811,083 (Est.) | <u>Staff Summary Attached</u> |
| Contract# B-40642.7 | | |
| Modification to the contract for the purchase and installation of an Intelligent Vehicle Network (IVN), in order to purchase additional IVN depot equipment at four additional depots; purchase 40 additional mobile diagnostic kits; incorporate language to upgrade the IVN platform; and extend the contract term through December 31, 2019. | | |

Item Number: 1

Vendor Name (& Location) Bombardier Mass Transit Corporation (Mississauga, Ontario, Canada)	Contract Number NONE	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Description Purchase of non-inventory and inventory replacement truck components, undercarriage equipment, HVAC and car body parts for subway cars	Total Amount: \$5,000,000 (Est.)	
Contract Term (including Options, if any) July 2, 2015 – July 1, 2018		
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	Requesting Dept/Div & Dept/Div Head Name: Division of Materiel, Stephen M. Plochochi	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Omnibus Sole Source Approval		

Discussion:

This is an omnibus approval request for items identified as obtainable only from Bombardier Mass Transit Corporation (Bombardier), and will eliminate the need to advertise and prepare individual procurement staff summaries for Board approval for each procurement over the \$15,000 small purchase threshold. NYC Transit is not obligated to generate any purchase orders pursuant to an omnibus approval. Any purchases made under this approval will be made pursuant to paragraph 9(b) of Public Authorities Law 1209, which allows for purchases of items that are available from only a single responsible source to be conducted without competitive bidding.

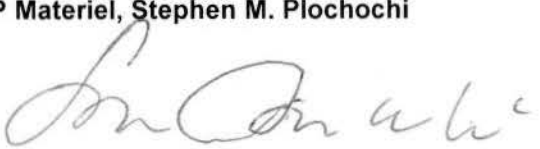
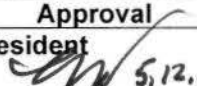
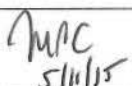
There are approximately 2,470 items covered by this approval for the purchase of replacement truck components, undercarriage equipment, heating, ventilation and air conditioning (HVAC) parts and car body parts used on NYC Transit subway cars. These items are identified as obtainable only from Bombardier for the following reasons: sole pre-qualified item on the Qualified Products List and not available from any distributor or other source; publicly advertised within a twelve month period without an acceptable alternate supplier; or proprietary to Bombardier. These items are advertised a minimum of once every twelve months to seek competition. A list of Bombardier sole source items, as well as NYC Transit's intention to buy items on the list without competitive bidding, is available for download from the NYC Transit website at any time by any prospective vendor. These sole source parts will be used by the Division of Car Equipment (DCE) for normal maintenance and Scheduled Maintenance System (SMS) requirements for 1,854 subway cars (824 R62A and 1,030 R142) in the NYC Transit fleet.

The current omnibus approval for \$5,000,000 was approved by the Board in June 2012 and expires on July 1, 2015. There is a remaining balance of \$2,254,191 of unexpended funds on the current omnibus approval. The reason for the remaining funds is attributed to work scope changes made to DCE's SMS plans that resulted in forecast revisions since the current omnibus was approved.

Procurement performed an analysis on the 41 sole source items issued via contract during the term of the current omnibus approval that exceeded the \$15,000 threshold, which represents a total contract value of \$4,011,490. Of the 41 items, 18 items have comparative history. A price analysis of those 18 items revealed an annual weighted average price increase of approximately 0.6%. These 18 items amount to a total of \$2,061,368 or 51% of the \$4,011,490 of contracts issued under the current omnibus approval. This compares favorably with the Producer Price Index used for the analysis over the same time period, which revealed an annual average price increase of approximately 1.9%.

Based on current forecasts and projections for 2015 through 2018 as provided by DCE, it is anticipated that DCE will require approximately \$5,000,000 for sole source items from Bombardier during the term of this omnibus approval request. Procurement believes that the amount requested will be sufficient to procure all sole source materials from Bombardier for the next three-year period. Procurement and DCE will continue to research alternate sources of supply wherever possible. Under this omnibus approval, pricing for any procurement is established by requesting a quotation for each item from Bombardier on an as-required basis. Each item to be purchased under this approval will be subject to a cost and/or price analysis and determination that the negotiated price is found to be fair and reasonable.

Staff Summary

Item Number 2			
Division & Division Head Name: VP Materiel, Stephen M. Plochochi			
			
Internal Approvals			
Order	Approval	Date	Approval
1 STS	Materiel	6	President  5.12.15
2 X	Law		
3 X	MTA-IT		
4 X	Budget		
5	EVP (ACTING)  5/11/15		

SUMMARY INFORMATION	
Vendor Name Microsoft Corporation	Contract No. 96648
Description Four year subscription for Microsoft Premier Support	
Total Amount \$1,595,320 (Est.)	
Contract Term (including Options, if any) Four years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Non-competitive	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

PURPOSE:

To obtain approval from the Board to award a four-year multi-agency, sole-source personal service contract to Microsoft Corporation (Microsoft) for Microsoft Premier Support Services for MTA-IT utilizing New York State Office of General Services (NYS OGS) Contract PS65963 in the estimated amount of \$1,595,320, for the term June 28, 2015 through June 27, 2019.

DISCUSSION:

MTA IT has requested a renewal of the contract for Microsoft Premier Support to assist in managing various Microsoft applications such as Exchange, Microsoft Office, SQL, SharePoint, Lync, Visual Studio, SCCM, SCOM, MS-Project Server and End Point Protection. Exchange is the standard email system for MTA and is classified as critical by MTA IT. SQL is a standard database which is used by many MTA applications. Problems with Microsoft products which cannot be resolved by internal staff are referred to Microsoft Premier Support for resolution.

Microsoft is the developer and author of the software code and applications, which are proprietary to Microsoft. Microsoft is the sole provider of Microsoft Premier Services; these services are not available through a third party. Microsoft Premier Support is the only form of technical assistance from Microsoft that is available on a 24/7 basis. 24/7 support is needed to address problems that arise with email or other critical applications on nights, weekends or holidays.

NYS OGS has established a centralized contract for Premier Support Services through NYS OGS Contract No. PS65963. The terms of this contract were reviewed and found to be acceptable. NYC Transit Procurement determined that the most advantageous procurement method to obtain these services was to utilize the NYS OGS Contract because it offered more favorable pricing than would otherwise be available to MTA. This contract includes planning services, technical assistance and problem escalation management on a 24/7 basis utilizing a yearly pool of hours established for MTA agencies. Unlimited user access to Microsoft's Premier website, problem resolution support, on-line training and on-site support for critical situations, if required, are also included.

Staff Summary

Page 2 of 2

The total price of \$1,595,320 reflects the combined requirements for MTA-IT across all MTA agencies. Service includes support by Microsoft technicians for the various Microsoft applications, as well as newly added support for Microsoft cloud-based Microsoft Office 365 and for cloud storage.

Sixty-nine percent of the work in this contract is comparable to the work in the previous contract (support for Office 365 and cloud storage was not included in the previous contract). For the portion of the contract where the work is comparable, rates for this contract are on average 2.4% per hour less than those in the previous contract. The price has been found to be fair and reasonable.

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

MBE/WBE PARTICIPATION:

NYS OGS has determined that the Contract does not offer sufficient subcontracting opportunities to set goals for participation by MBE/WBEs. Therefore, 0% MBE and 0%WBE goals were established by NYS OGS.

ALTERNATIVES:

None recommended. MTA-IT lacks access to software code and other proprietary information that would be necessary to provide these services.

IMPACT ON FUNDING:

Funds are available under MTA-IT's Operating Budget under General Ledger Account No. 711557, Responsibility Center 791701, Activity Code 6110172.

RECOMMENDATION:

It is recommended that the Board approve the award of the contract as described in the "Purpose" Section.

Schedule I: Modifications to Purchase and Public Work Contracts

Item Number: 3

Vendor Name (& Location) Clever Devices LTD (Woodbury, NY)
Description Purchase and installation of an Intelligent Vehicle Network
Contract Term (including Options, if any) March 19, 2009 – June 30, 2015
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: Department of Buses, Darryl C. Irick

Contract Number	AWO/Mod. #
B-40642	7
Original Amount:	\$ 1,021,180
Prior Modifications:	\$ 10,987,213
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 12,008,393
This Request:	\$ 15,811,083 (Est.)
% of This Request to Current Amount:	131.7%
% of Modifications (including This Request) to Original Amount:	2624.3%

Discussion:

This modification will include the extension of the existing contract (software maintenance, AVM optimization; repair and return and on-site technical services) until December 31, 2019; the provision and installation of the Clever Devices Intelligent Vehicle Network (IVN) depot equipment at four additional depots; the upgrade of the Automatic Vehicle Monitoring (AVM) software including a new central server system; and the purchase of additional mobile diagnostic kits. In addition, the IVN software platform will be upgraded to the Open IVN platform which will enable the installation of third party software onto the on-board IVN units. The total estimated amount of this modification is \$15,811,083. Clever Devices is the manufacturer of the hardware and software and does not have any authorized agents that can provide the required items.

IVN was originally purchased by NYC Transit and MTA Bus Company (MTABC) in 2008, in order to address concerns associated with the active, high temperature regeneration exhaust process being used on buses purchased from both Motor Coach Industries (MCI) and Daimler Buses North America (DBNA). EPA 2007 and later model diesel engines generate extremely high exhaust temperatures and as such after extensive analysis and evaluation, NYC Transit and MTABC strategically determined to use the IVN system to automatically disable and enable the regeneration process based on geographic location. IVN is also used to assist in maintenance strategies through the collection and upload of data from key systems (eg. engine, transmission, multiplex and exhaust system controls) when buses return to the depot.

Since 2008, specifications for all new buses purchased for NYC Transit and MTABC have included the IVN system. This contract, B-40642, was awarded on a sole source basis and covered the installation of IVN on MCI buses and provides IVN equipment for depots as well as software maintenance and post warranty product support. There are presently 2,485 buses in service that are equipped with the IVN system. An additional 1,000 IVN-equipped buses are on order and will be delivered within approximately 14 months. Approximately 1,900 IVN-equipped buses are part of the proposed 2015-2019 Capital Plan.

Under this modification, the provisions of the existing contract continue to be required to address necessary maintenance and elective updates to the IVN systems. The additional depot equipment is required to monitor IVN-equipped buses that will be assigned to the Baisley Park, Eastchester, Far Rockaway and Yonkers depots. Once these IVN systems have been installed, all NYC Transit and MTABC depots will be equipped. The upgrade of the AVM software, including the new central server system to host the upgraded AVM software, will provide advanced features and functionality. The mobile diagnostic kits are required to provide depot staff and Department of Bus Technical Engineering staff with the ability to evaluate the health of, and diagnose problems with the on-bus IVN units. The upgrade of the IVN software platform to the Open IVN software platform will allow NYC Transit and MTABC to leverage the existing computer hardware and software platform currently installed on 2,485 buses for use by competitively procured or Authority developed third party software applications for emerging technologies.

Clever Devices submitted an initial proposal of \$18,068,202. As part of the negotiations, Clever Devices provided cost information for review by the MTA's Internal Audit group. Subsequent to the negotiations as well as Scope of Work clarifications and revisions, the price proposal was reduced to \$15,811,083. The prices in this contract modification have been deemed fair and reasonable based on the results of a cost audit conducted by MTA Audit Services. Savings of \$2,257,119 (12.5%) was achieved.

MAY 2015

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

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

(Staff Summaries required for items estimated to be greater than \$1M.)

Contractors To Be Determined **\$30,000,000 (Aggregate)** **Staff Summary Attached**

Three-year contracts

1-6. Contract #'s: C-31693, C-31694 and C-31695 (Federally Funded)

Contract #'s: C-31696, C-31697 and C-31698 (State Funded)

RFP Authorizing Resolution for indefinite quantity contracts for asbestos abatement and other environmental remediation services.

↓
↓

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.)

7. HNTB New York Engineering and Architecture, PC **\$22,317,684 (NTE)** **Staff Summary Attached**

Four-Proposals – Fifty-four month contract

Contract# CM-6072R

CCM Services for the Construction of nine station renewals and rehabilitation of the retaining walls on the Sea Beach Line in Brooklyn.

8. Geocomp, P.C./moergeli consulting, JV **\$4,000,000 (Aggregate)** **Staff Summary Attached**

9. Henningson, Durham & Richardson Architecture and Engineering, P.C.

Four-Proposals – Four-year contract

Contract #'s CM-1561/ CM-1562

Indefinite quantity risk assessment consultant services.

MAY 2015

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote cont'd:

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.)



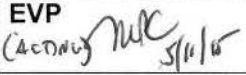

10. Dependable Repair, Inc. \$409,950 (Est.) Staff Summary Attached
Two Bids/Low Bidder – Five-year contract
IFB# 84318
Repair and service of Vactor fan truck-mounted units.

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

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

11. CH2M HILL New York, Inc. \$1,139,263 (Est.) Staff Summary Attached
Contract# CM-1868.3
Modification to the contract for consulting services for the R211 subway cars, in order to provide consultant support services for additional scope of work tasks and to extend the contract term by an additional nine months from March 2016 to December 2016.

Staff Summary

Item Number 1-6			
Division & Division Head Name: VP Materiel, Stephen M. Plochochi			
			
Internal Approvals			
Order	Approval	Order	Approval
1	Materiel 	6	EVP (ACTION)  5/11/15
2 X	Law	7	President  5.12.15
3 X	Budget		
4 X	DDCR		
5 X	CPM		

SUMMARY INFORMATION	
Vendor Name	Contract No.
RFP Authorizing Resolution	C-31693 - C-31698
Description IQ Asbestos Abatement and Other Environmental Remediation Services	
Total Amount \$30,000,000 (Aggregate pool)	
Contract Term (including Options, if any) Three Years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

PURPOSE:

To request that the Board determine that competitive bidding is impractical or inappropriate and that it is in the public interest to issue a competitive Request for Proposals (RFP), pursuant to subdivision 9(f) of Section 1209 of the Public Authorities Law, for procurement of up to three contractors to perform Indefinite Quantity (IQ) Asbestos Abatement and Other Environmental Remediation Services at various NYC Transit facilities. Six contracts will be awarded, two to each firm, one Federal and one State with an estimated aggregate value of \$30 million and a three year duration. These will be "zero-dollar" based contracts with no minimum guarantee of any assignments.

DISCUSSION:

Asbestos, lead, PCBs, mercury and other substances that pose environmental issues can result in lengthy project delays if they are discovered after construction contract award. To prevent such delays, Capital Program Management (CPM) is seeking to award up to six contracts for on-call asbestos abatement and environmental remediation services. These contracts will replace six previous contracts that will be used until award of the new contracts. These contracts will be extended until award of the new replacement contracts. In the past, the Federal and State funded RFPs were solicited separately, and, as a result, up to six different contractors could be retained. However, by now combining the requirements into one solicitation, three contractors will be retained that can perform all services. This will provide for a more efficient task order management and issuance process. A market survey has revealed that there are a sufficient number of firms with the capacity to meet all of NYC Transit's requirements. Three new contracts (C-31693/94/95) will be federally funded and three (C-31696/97/98) will be State funded. The Federal Contracts will also support Superstorm Sandy-Related Repair and Resiliency Projects.

Past experience has shown that it takes significantly longer to find qualified asbestos abatement contractors through the bidding process due to the number of firms that fail to meet NYC Transit's requirements. To avoid this delay, the Board has approved award of these contracts through the competitive RFP process for many years.

To provide an efficient best value award process, a one-step RFP is recommended. Firms will be notified by advertisement and may obtain the RFP package which contains specifications, terms and conditions, evaluation criteria and price proposal format.

Staff Summary

Page 2 of 2

Selection criteria will be based on qualifications, experience, unit prices, staffing, equipment, and project management. Three firms will be selected. Each firm will be awarded two IQ contracts, one Federal and one State funded.

The six contracts will be for three years with an estimated aggregate total of \$30 million. This will provide NYC Transit flexibility in assigning work based upon price, contractor staff availability at the time of assignment, and performance on current and prior assignments under these contracts. The intent is to ensure that NYC Transit will be able to respond rapidly and effectively to asbestos abatement and environmental remediation requirements while prudently managing these contracts.

As specific projects are developed, the unit prices will be applied, and the firm with the lowest price for that specific work will receive the work order, unless NYC Transit determines that the contractor has too much work to perform adequately, or that one of the selected contractors is uniquely qualified to perform a specific project. Additionally, NYC Transit will have the right to consider the contractor's performance on prior Work Orders under these contracts as one of the criteria for the assignment of new projects. Since three firms will already be qualified and unit prices established, the Work Order award process will be shortened considerably. A similar procedure was used for the previous contracts providing these services and has been proven to be successful in issuing Work Orders in an expeditious manner.

M/W/DBE:

To be determined in the course of the RFP.

IMPACT ON FUNDING:

The total estimated funding required for these contracts is \$30 million. Funding for these contracts is presently not in place, but will be made available by WAR Certificate chargeable to the particular capital project for which the asbestos abatement and environmental remediation will be done. A WAR Certificate will be received prior to the award of any Work Order.

ALTERNATIVES:

To solicit firms to provide indefinite quantity asbestos removal and other environmental remediation services using the formal competitive bidding (IFB) process. Not recommended, as the process would cause delays in qualifying contractors and issuance of work orders to perform environmental remediation work. Separate RFPs for Federal and local funding would not likely result in more qualified contractors or better pricing.

RECOMMENDATION:

That the Board determine that competitive bidding is impractical or inappropriate and that it is in the public interest to issue a competitive Request for Proposals (RFP), pursuant to subdivision 9(f) of Section 1209 of the Public Authorities Law, for procurement of up to three contractors to perform Indefinite Quantity (IQ) Asbestos Abatement and Other Environmental Remediation Services at various NYC Transit facilities. The six contracts, two to each firm, have an estimated aggregate value of \$30 Million and a duration of three years.

Staff Summary

Item Number 7			
Division & Division Head Name: VP Materiel, Stephen M. Plochochi			
			
Internal Approvals			
Order	Approval	Date	Approval
1 <i>WIS</i>	Materiel	6	EVP (Acting) <i>WPC 5/11/15</i>
2 X	Law	7	President <i>WPC 5/12/15</i>
3 X	Budget		
4 X	DDCR		
5 X	CPM		

SUMMARY INFORMATION	
Vendor Name HNTB New York Engineering and Architecture, PC	Contract No. CM-6072R
Description CCM Services for the Construction of Nine Station Renewals and Rehabilitation of the Retaining Walls on the Sea Beach Line (BMT), Borough of Brooklyn	
Total Amount \$22,317,684 (NTE)	
Contract Term (including Options, if any) 54 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 type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

PURPOSE

To obtain Board approval to award a competitively solicited Federally-funded Contract for Consultant Construction Management (CCM) Services for the Construction of Nine Station Renewals and Rehabilitation of the Retaining Walls on the Sea Beach Line (BMT), Borough of Brooklyn to HNTB New York Engineering and Architecture, P.C. (HNTB) for a not-to-exceed amount of \$22,317,684 with a duration of 54 months.

DISCUSSION

Under this contract the consultant will provide CCM Services for the construction of nine station renewals and rehabilitation of the retaining walls on the Sea Beach Line. The construction work involves the use of architectural, structural, civil, mechanical, electrical, signal and communication disciplines. The construction effort also includes extensive concrete repairs to walls, ceilings and floors, chemical grouting, repair of deteriorated steel structural members, construction of a new ADA elevator at the New Utrecht Station and the rehabilitation of station drainage systems. Two construction contracts have been awarded. Contract A-36090 was awarded on December 30, 2014 for six stations – 8th Avenue, Fort Hamilton, New Utrecht, 18th Avenue, 20th Avenue and Bay Parkway and Contract A-36094 was awarded on January 15, 2015 for three stations – Kings Highway, Avenue U and 86th Street.

The CCM consultant will support the in-house Construction Manager's office. Acting through its on-site Project Manager, the CCM shall act as, and with the authority of, the NYC Transit's Construction Manager (CM) for this project. The CCM will provide a range of construction inspection and closeout services which will include coordinating with the design consultant. The CCM will also oversee the performance of the construction contractors throughout the duration of the project and manage coordinated efforts with other agencies and utility companies. The CCM is responsible for maintaining current copies and submittal logs of all contract and shop drawings, RFIs, AWOs and as-built drawings and monitoring and confirming the Contractor's compliance with all applicable specifications and guidelines referenced in the contract documents.

This procurement was initially advertised as Federal non-Brooks. However, upon further review it was determined that CCM is included under the categories of services defined under the Federal Brooks Act. An official public notification was issued advising

all potential respondents of this change and the procurement process was subsequently continued utilizing Federal Brooks Act guidelines. The CCM consultant was selected via a 1-step qualifications based procurement process established by the Federal Brooks Act. Under the Brooks Act, contracts for A/E and other federally defined services are negotiated with the firm that is determined to be the most technically qualified by the Selection Committee (SC) based on established evaluation criteria. Price is not a consideration in the selection or ranking of the firm. Since one award was planned under this RFP, negotiations were conducted with the most technically preferred firm.

In response to NYC Transit's advertisement, 4 firms submitted Technical Proposals. The 4 firms were: HNTB, AECOM USA, Inc., (AECOM), ARCADIS of New York, Inc., (ARCADIS) and HAKS Engineers, Architects and Land Surveyors, P.C. (HAKS). The proposals were reviewed by the SC, based on the evaluation criteria contained in the RFP, to determine the firm most technically qualified to provide the required CCM Services. Oral presentations were held with all four firms. Following the SC review, evaluation and oral presentations, HNTB was selected as the most preferred firm based on their strong technical qualifications and their understanding of the coordination and oversight effort required for the success and completion of the project. The HNTB team brings a broad array of CCM expertise and knowledge of NYC Transit's infrastructure, processes and procedures. Based on these strengths, coupled with a Project Manager with extensive NYC Transit experience, the SC believes that the HNTB team will perform well on this project.

After being selected and approved for negotiations, HNTB's cost proposal was opened and evaluated. To ensure a fair and equitable evaluation of cost, the Price Schedule in the RFP required that proposals be based on a fixed amount and distribution of hours and a fixed value for out-of-pocket costs. HNTB's initial cost proposal was \$26,983,940. The engineer's estimate was \$23,703,464. Since the labor hours were provided, negotiations focused on direct labor rates, overhead rates and fixed fee. The overhead rates were reviewed and approved by MTA Audit.

At the conclusion of negotiations, a Best and Final Offer (BAFO) was requested and received in the amount of \$22,317,684. HNTB's BAFO is \$1,385,780 or 6.1% less than the engineer's estimate and represents a reduction of \$4,666,256 from its initial proposal. Based on the competitive nature of the RFP and the cost analysis performed, the BAFO was determined to be fair and reasonable.

Background investigations and materials submitted by HNTB disclosed no "significant adverse information" (SAI) within the meaning of the All-Agency Responsibility Guidelines. HNTB was found responsible for award.

M/W/DBE INFORMATION

The Department of Diversity and Civil Rights (DDCR) has established a Disadvantaged Business Enterprise (DBE) goal of 17%. HNTB has submitted their DBE Utilization Plan to achieve the 17% DBE goal which has been approved by DDCR. HNTB has achieved its M/W/DBE goals on recently substantially completed MTA contracts.

IMPACT ON FUNDING

This contract will be funded with 100% Federal funds. A WAR Certificate will be requested and the contract will not be executed until a WAR Certificate is received.

ALTERNATIVES

None. NYC Transit lacks available in-house technical personnel to perform the specific tasks required for this contract.


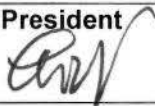

CAPITAL PROGRAM REPORTING

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 a competitively solicited Federally-funded contract for CCM services for the Construction of Nine Station Renewals and Rehabilitation of the Retaining Walls on the Sea Beach Line in Brooklyn to HNTB for the not-to-exceed amount \$22,317,684 with a duration of 54 months.

Staff Summary

Item Number 8-9			
Division & Division Head Name: VP Materiel, Stephen M. Plochochi			
			
Internal Approvals			
Order	Approval	Date	Approval
1	Materiel	6	EVP (Approved)  5/1/15
2 X	Law	7	President 
3 X	Budget	8	
4 X	DDCR	9	
5 X	CPM	10	

SUMMARY INFORMATION	
Vendor Name	Contract Nos.
Geocomp/moergeli Joint Venture Henningson, Durham & Richardson	CM-1561 CM-1562
Description Indefinite Quantity Risk Assessment Consultant Services	
Total Amount \$4 Million (Aggregate)	
Contract Term (including Options, if any) 4 Years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

PURPOSE

To obtain Board approval to award two competitively negotiated Indefinite Quantity (IQ) contracts to perform Risk Assessment Consultant Services within a total aggregate budget of \$4 Million over a four-year contract term. MTA Headquarters Office of Construction Oversight (MTAOCO) will be a participant along with NYC Transit on these contracts. NYC Transit's budget is estimated at \$3.95M and MTAOCO's budget is estimated at \$50K. Each contract is 100% MTA funded and will be a "zero-dollar" based contract with no minimum guarantee of any assignments. The awardees are as follows:

Consultants

1. Geocomp, P.C./moergeli consulting, LLC Joint Venture (GmJV)
2. Henningson, Durham & Richardson Architecture and Engineering, P.C. (HDR)

Contract No.

CM-1561
CM-1562

DISCUSSION

Under these contracts, the two consultants will provide integrated cost and schedule risk assessment studies and/or updates to an assessment previously performed for capital construction projects. Assignments will be performed on an as-needed task order basis. Generally, task orders will not exceed \$100K and Consultants will be selected on a rotation basis. Typical projects upon which risk assessments are performed include those that require development of new technology, have complex phasing plans or significant customer impact, as well as large projects with budgets exceeding \$100 Million. Contracts CM-1561 and CM-1562 will replace three contracts currently in place for IQ Risk Assessment Consultant Services. The number of awards has been reduced based on past requirements and future projections.

Risk Assessments quantify the positive or negative impacts in terms of time and cost of the various risks to the budget and schedule, and identify corrective actions that can be taken to mitigate these risks and keep projects on schedule and within budget. The Consultants will review project documents, attend key meetings with project team members, develop presentation materials identifying cost and schedule risks, and conduct collaborative risk workshops with all project stakeholders at which quantification of cost and schedule risks and possible mitigation strategies will be discussed.

A 2-Step Request for Proposal (RFP) was advertised in various publications and direct notices were sent to potential providers. The following 10 firms submitted Qualification Packages during Step 1: Arcadis US, Inc. (Arcadis); GmJV; Golder Associates Inc. (Golder); HDR; Jacobs Civil Consultants, Inc. (Jacobs); Jois Construction Management System (JCMS); The Louis Berger Group, Inc. (Berger); PMA Consultants, LLC (PMA); STV Incorporated (STV); and Value Management Strategies, Inc. (VMS).

The Selection Committee (SC) reviewed the submittals and based on the criteria, recommended the following nine firms to advance to Step 2 and receive the RFP: Arcadis; GmJV; Golder; HDR; Jacobs; JCMS; Berger; PMA; and VMS. STV was not recommended because the SC believed, based on the information submitted, that they lacked sufficient qualifications and experience to successfully perform the contract.

An RFP was issued to the shortlisted firms and proposals were received from Arcadis, GmJV, Golder, HDR, Jacobs, Berger, PMA, and VMS. JCMS informed Procurement they would not be submitting a proposal but did not provide an explanation when questioned. The SC reviewed the written technical proposals in accordance with the established Evaluation Criteria and conducted oral presentations with the respondents to the RFP and subsequently recommended GmJV, Golder, HDR, and Jacobs for negotiations. In their technical proposals and oral presentations, these firms demonstrated their extensive relevant work experience, including the required staffing of experienced risk assessment workshop facilitators. Arcadis, Berger, PMA, and VMS were not recommended for negotiations as their proposals were deficient in key areas.

The initial cost proposals from the four selected firms were based on pre-determined labor titles and associated hours and were as follows: GmJV - \$1,897,558, Golder - \$2,631,556, HDR - \$2,013,875 and Jacobs - \$2,347,737. The in-house estimate is \$2,100,000, including an allowance of \$100,000 for Out-of-Pocket (OOP) expenses.

Several negotiations were held which focused on labor rates, overhead rates, and fixed fee. After conclusion of negotiations, Best and Final Offers (BAFOs) were requested and received as follows: GmJV - \$1,832,486, Golder - \$2,252,004, HDR - \$2,008,442 and Jacobs - \$1,929,861.

The BAFOs for GmJV, HDR and Jacobs were deemed fair and reasonable based on the competitive nature of the RFP. Golder was not considered Fair and Reasonable as it was outside the competitive range. The SC unanimously voted to recommend award of the contracts to GmJV and HDR. GmJV was selected due to their qualifications and extensive transit experience, including work with MTACC, and had the lowest overall cost. Although HDR was 4% higher than Jacobs, which is only a difference of \$19,645 per year over the four year contract term, HDR was preferred based on their extensive knowledge of the Risk Assessment process and track record in performing these services for NYCT.

Reference checks were made on these firms and revealed that their performance is satisfactory. Background investigations and materials submitted by these firms disclosed no "Significant Adverse Information" (SAI) within the meaning of the All Agency Responsibility Guidelines.

M/W/DBE

The Department of Diversity and Civil Rights (DDCR) has established goals of 0% MBE and 0% WBE for this contract. On its most recently completed contract, HDR achieved its WBE goal but fell short of its MBE goal. However, HDR has demonstrated a good faith effort towards meeting the MBE goal. GmJV has not completed any MTA contracts; therefore, no assessment of the firm's MWDBE performance can be determined at this time.

IMPACT ON FUNDING

These contracts will be funded with 100% MTA funds on an individual task order basis. A WAR certificate will be issued for each task order prior to award. No task order will be awarded without an approved WAR certificate.

ALTERNATIVES

None. Currently, CPM 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 two competitively negotiated Indefinite Quantity (IQ) contracts to GmJV for CM-1561 and HDR for CM-1562 to perform Risk Assessment Consultant Services for NYC Transit and the MTAHQ Office of Construction Oversight within a total aggregate budget of \$4 Million over a four-year contract term.

Schedule G: Miscellaneous Service Contracts

Item Number: 10

Vendor Name (& Location) Dependable Repair, Inc. (Amityville, NY)		Contract Number IFB 84318	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Description Repair and service of Vactor fan truck-mounted units		Total Amount: \$409,950 (Est.)	
Contract Term (including Options, if any) Five years		Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a		Requesting Dept./Div. & Dept./Div. Head Name: Department of Subways, Joseph Leader	
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:			

Discussion:

This is a competitively solicited miscellaneous service contract with Dependable Repair, Inc. (Dependable) to repair and service seven NYC Transit-owned Vactor Model 2100 fan truck-mounted units in the estimated amount of \$409,950 for a term of five years.

The Department of Subways currently operates these high-powered vacuum systems mounted on heavy-duty trucks, which are utilized to remove accumulated refuse from vents, air passages, emergency escape stair wells and sewer lines throughout the NYC Transit subway system at the street level. The Contractor is required to perform heavy and light duty services, which include the supply of all labor, materials, transportation, and equipment necessary to repair and service these Vactor equipment units. The Contractor is also required to furnish and install replacement parts, perform equipment adjustments, and other necessary corrective actions to the fleet in accordance with the Original Equipment Manufacturer's (OEM) specifications. Under this contract, the Contractor must be certified by the OEM (Vactor) to ensure they are qualified to work on this equipment.

Eight vendors were contacted during an extensive market outreach and, following an on-site pre-bid conference, two bids were received. Some vendors who declined to bid cited their inability to establish an account with Vactor to obtain parts pricing information, while others were unable to take on additional work. Dependable is the incumbent for this contract and possesses both the facilities and the qualified personnel required to perform this work. During a qualification hearing, Dependable confirmed that it could meet all contract requirements and that the work would be performed by certified technicians.

The total price of \$409,950 submitted by Dependable is 27% lower than the total price of \$562,002 offered by the second low bidder. Based on effective price competition, Procurement has determined that Dependable's price is fair and reasonable.

Item Number: 11

Vendor Name (& Location) CH2M HILL New York, Inc. (New York, NY)	
Description Consulting Services for the R211 Subway Cars	
Contract Term (including Options, if any) December 14, 2012 – March 14, 2016	
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 checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept./Div. & Dept./Div. Head Name: Department of Subways, Joseph Leader	

Contract Number	AWO/Mod. #
CM-1868	3
Original Amount:	\$ 4,321,069
Prior Modifications:	\$ 0
Prior Budgetary Increases:	\$ 640,000
Current Amount:	\$ 4,961,069
This Request:	\$ 1,139,263 (Est.)
% of This Request to Current Amount:	23%
% of Modifications (including This Request) to Original Amount:	41.2%

Discussion:

This modification will provide consultant support services for additional scope of work tasks and extend the contract term by an additional nine months from March 2016 to December 2016, in the estimated amount of \$1,139,263.

The base contract, CM-1868, approved by the October/November 2012 Board, was awarded to CH2M HILL New York, Inc. (CH2M HILL) as the result of a competitive RFP to provide consultant services for the Development of Specifications and Pre-Award Support for the R211 Subway Car contract. The services include support in defining the car class that will be deployed as a model vehicle for the next several subway car orders. This includes assistance in the selection of car/train type, system/components and overall design as well as the development of the technical specifications for the R211 subway cars. CH2M HILL is also providing consultant support for the loan/test agreements which includes assisting NYC Transit in the qualification of alternative suppliers for new technologies and subsystems as well as new carbuilders to expand the range of competition for the R211 subway car contract. This also includes the provision of design and equipment reviews, First Article Inspection support, as well as preparation of final reports. Additionally, CH2M HILL will be supporting NYC Transit in the upcoming Request for Proposal process for the procurement of the R211 cars by assisting with the evaluation of proposals, negotiations with prospective carbuilders and Buy-America audits. To date, contract expenditures have totaled approximately \$2,345,065 and the remaining contract balance is \$1,976,004.

Modification No. 1 was executed to reallocate certain labor hours within the project without a change to the estimated contract value. Modification No. 2, a budget adjustment, increased the estimated contract value to continue the provision of consultant services for additional loan/test agreements that have come under consideration during the development of the R211 contract specification.

Under this Modification No. 3, the Division of Car Equipment is requesting additional design/engineering consultant support for the following tasks: 1) addition of Staten Island Railway (SIR) subway car fleet replacement to the R211 project scope (\$146,816); 2) preparation of the R211 car virtual and physical mock-ups and support for the public outreach program (\$746,132); 3) addition of open gangway test train to the R211 project scope (\$149,056); 4) extension of the contract term by an additional nine months to December 2016 to ensure the continuity of consultant support through the award of the R211 car contract (\$97,259).

CH2M HILL's proposal was \$1,193,226. Negotiations resulted in the final estimated price of \$1,139,263 which represents a 4.5% decrease from the initial pricing and savings of \$53,963. Procurement and Cost Price have determined the pricing for Modification No. 3 to be fair and reasonable.

MAY 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.)

1. Hill International, Inc. \$3,556,443 Staff Summary Attached

LiRo Engineering, Inc.

Henningson, Durham & Richardson

Architecture and Engineering, P.C. JV

Company, JV, LLC

Contract # CM-1311.10

Modification to the contract for Consultant Construction Management services for the No. 7 Subway Line Extension Project, in order to provide additional Consultant Construction Management services.

Item Number: 1**Vendor Name (& Location)**Hill International, Inc., LiRO Eng., Inc., & Henningson, Durham & Richardson, Architecture and Engineering, P.C., JV
(New York, NY)**Description**

Consultant Construction Management (CCM) Services for the No. 7 Subway Line Extension Project

Contract Term (including Options, if any)

April 23, 2007 – December 31, 2015

Option(s) included in Total Amount?☐ Yes ☐ No ☒ n/a**Procurement Type**☒ Competitive ☐ Non-competitive**Solicitation Type**☒ RFP ☐ Bid ☐ Other:**Funding Source**☐ Operating ☒ Capital ☐ Federal ☐ Other:**Requesting Dept./Div. & Dept./Div. Head Name:**

MTA Capital Construction, Dr. Michael Horodniceau

Contract Number

CM-1311

AWO/Mod. #

10

Original Amount:

\$ 35,842,302

Prior Modifications:

\$ 22,544,735

Prior Budgetary Increases:

\$ 0

Current Amount:

\$ 58,387,037

This Request:

\$ 3,556,443

% of This Request to Current Amount:

6.1%

% of Modifications (including This Request) to Original Amount:

72.8%

Discussion:

This retroactive modification is for additional funding to support Consultant Construction Management (CCM) services through the current contract expiration date of December 31, 2015.

This contract is for CCM services on the No. 7 Subway Line Extension Project (No. 7). This project is key to the development of the Hudson Yards area in Manhattan. The Hudson Yards Development Corporation (HYDC) and NYC Transit are the co-lead agencies for this project. This modification will be funded by HYDC.

In April 2007, the base contract for CCM services was awarded to Hill International, Inc., LiRo Engineers, Inc., and Henningson Durham & Richardson Architecture and Engineering P.C., Joint Venture (HLH7). CCM services under this contract include the monitoring/managing of all construction activities such as coordination with contractors and other agencies, quality assurance inspections and reporting non-conformances, adherence to environmental specifications, reviewing contractor submittals, and performing administrative, payment and scheduling services.

Under this Modification No. 10, HLH7 will provide additional CCM services for the remaining two No. 7 construction contracts; C-26505 (Systems & Finishes) and C-26512 (Site P). Contract C-26505 has essentially completed all physical construction and testing and commissioning of various systems is ongoing. However, various delays during the project resulted in the need for the construction contractor to work extended hours. As a result, the CCM also had to work additional hours, including overtime, weekend and second shift work. Additional CCM support was also required for unanticipated services including CCM inspection for installation of flood protection measures at Site A and the development of the Building Information Model (BIM). As a result, existing CCM funding was exhausted by April 2015.

A total of 30 Full Time Employees (FTEs) are working on CCM services as of April 1, 2015 which has been reduced from 50 FTEs previously utilized on the project. By December 31, 2015, this staffing will be further reduced to 20 FTEs focusing on closing out C-26505 and continuing CCM support for the ongoing construction of C-26512.

A retroactive memo was approved by the MTACC President on March 24, 2015 authorizing CCM services to continue as of April 1, 2015, pending approval of this modification. Although CCM services will be required through 2016, this modification only covers the existing contract term from April 1, 2015 to December 31, 2015. A subsequent modification will be issued for 2016 CCM services. A reduction in the average contract rates is expected for services utilized in 2016.

HLH7's initial proposal was in the amount of \$3,964,214; MTACC's revised estimate was \$3,442,487. Negotiations with HLH7 focused on labor hours, hourly rates and other direct costs. HLH7 submitted a BAFO in the amount of \$3,556,443. HLH7's BAFO is \$407,771 or 10.3% lower than their initial proposal. Savings were achieved primarily through the redistribution of hours. The HLH7 BAFO of \$3,556,443 was deemed fair and reasonable.





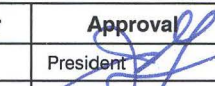

Metro-North Railroad

Action Item

May 2015

Staff Summary

Subject Memorandum of Understanding (MOU) between MNR and City of Newburgh for Reimbursement of Ferry Landing/ Parking Lease	Date May 7, 2015
Department Operations Planning and Analysis	Vendor Name N/A
Department Head Name Delana Glenn 	Contract Number N/A
Department Head Signature 	Contract Manager Name N/A
Project Manager Name Scott Ornstein	Table of Contents Ref#

Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
	M-N Comm. Mtg.	5-18-15	X			5	President 		Budget
	MTA Board Mtg.	5-20-15	X				VP Operations		VP Capital Programs
						4	VP Financial Admin 		Engr/Const
							Controller		Project Reporting

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	VP Planning 		Government Relations		Labor Relations	2	General Counsel 
	Press		VP Human Resources		Human Resources	4	Executive Vice-President 

PURPOSE: To obtain MTA Board approval for Metro-North to enter into a Memorandum of Understanding (MOU) effective May 21, 2015 with the City of Newburgh, New York for Metro-North to reimburse the City of Newburgh for lease payments for the parking and ferry landing facilities used by the Newburgh-Beacon ferry for the period May through December 2015 only.

DISCUSSION: In August 2004 Metro-North and the City of Newburgh entered into an agreement concerning the mooring, docking, and use of facilities in Newburgh to be used for the Newburgh-Beacon Ferry. Under that agreement, the City would lease from a private landowner the land and facilities to create a ferry dock and 250-space parking facility for ferry riders. At the same time, the City and the New York State Department of Transportation (NYSDOT) entered into a contract by which NYSDOT reimbursed the City for the rent payments under the lease; that contract has since expired and will not be renewed by NYSDOT. NYSDOT has reimbursed the City through April 2015, but has requested that Metro-North reimburse the City for future payments through the end of the current lease term, which is December 2015. The amount of the monthly lease payments is \$21,278.

The City does not have the resources to shoulder the expense of the ferry facility property lease. If neither NYSDOT nor Metro-North reimburses the City for the expense of leasing the ferry facility lands, the City may terminate the lease and Newburgh-Beacon Ferry service would be interrupted.

NYSDOT has advised Metro-North that NYSDOT intends to provide Congestion Mitigation/Air Quality ("CMAQ") funds to Metro-North, which can be used as reimbursement for assistance payments made to the City by Metro-North to fund the lease for the remaining term of the lease (through December 31, 2015). The MTA Board approved Metro-North's acceptance of these funds for various connecting services-related projects, including the Newburgh-Beacon Ferry, in September 2014.

BUDGET IMPACT: There will be no budget impact provided Metro-North receives the \$300,000 in CMAQ funds already programmed (but not yet disbursed) under a supplemental agreement between NYSDOT and MNR (the current year agreement is pending at this time but we have been advised by NYSDOT that there are no obstacles to its execution). These funds had not yet been programmed by Metro-North for other uses and no other projects will be impacted. If Metro-North does not receive the \$300,000 in CMAQ funds from NYSDOT, then the \$170,225 reimbursement cost would be funded from Metro-North's operating budget.

ALTERNATIVE: If Metro-North does not enter into this Memorandum of Understanding, then the City of Newburgh would likely terminate the lease agreement for the Newburgh-Beacon Ferry landing, parking facility, and mooring rights. The likely impact of this action would be interruption of the ferry service while a new site is identified, procured, and any required improvements are constructed.


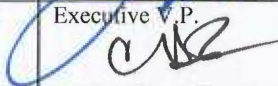


RECOMMENDATION: That the MTA Board grant approval for MNR to enter into a Memorandum of Understanding effective May 21, 2015 with the City of Newburgh regarding reimbursement of lease expenses paid by the City for land used for the Newburgh-Beacon ferry landing and parking facility.



Metro-North Railroad

Procurements May 2015

Subject	Request for Authorization to Award Various Procurements				
Department	Procurement and Material Management				
Department Head Name	Alfred Muir, Sr. Director				
Department Head Signature					
Project Manager Name					
Board Action					
Order	To	Date	Approval	Info	Other
1	MNR Comm. Mtg.	5-18-15	X		
2	MTA Board Mtg.	5-20-15	X		

Date May 8, 2015			
Vendor Name Various			
Contract Number Various			
Contract Manager Name Various			
Table of Contents Ref #			
Internal Approvals			
	Approval		Approval
X	President 		V.P. Planning
X	Executive V.P. 		V.P. Capital Programs
X	Sr. V.P. Operations 	X	V.P. & General Counsel 
X	VP Finance & IT 	X	V.P. Engineering 

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

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:

Schedules Requiring Two-Thirds Vote (or more, where noted)

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule A: Non-Competitive Purchases and Public Work Contracts	1	\$62,208
• Powell Electrical Systems, Inc.		\$62,208

Schedules Requiring Majority Vote

Schedule G: Miscellaneous Service Contracts	2	\$255,050
• Railquip, Inc.		\$185,000
• Integrated Display Systems, Inc.		\$70,050

SUB TOTAL: 3 \$317,258

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 C:	Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)	1	\$3,892,206
	<ul style="list-style-type: none"> Enco, Inc. \$3,892,206 		
<u>Schedules Requiring Majority Vote</u>			
Schedule H:	Modifications to Personal/Miscellaneous Service Contracts	2	\$2,650,000
	<ul style="list-style-type: none"> Georgetown Rail Equipment Company \$650,000 HNTB NY Engineering & Architecture, PC \$2,000,000 		
Schedule I:	Modifications to Purchase and Public Work Contracts	1	\$6,526,362
	<ul style="list-style-type: none"> Sprague Operating Resources, LLC \$6,526,362 		
Schedule J:	Modifications to Miscellaneous Procurement Contracts	1	\$7,292,039
	<ul style="list-style-type: none"> GE Transportation \$7,292,039 		
SUB TOTAL:		5	\$20,360,607

MNR presents the following procurement actions for Ratification:

<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>		NONE	
<u>Schedules Requiring Majority Vote</u>			
Schedule K:	Ratification of Completed Procurement Actions	3	\$527,600
	<ul style="list-style-type: none"> Sherwood Electromotion, Inc. \$26,000 Loram Maintenance of Way, Inc. \$300,000 Railroad Friction Products Corp. \$201,600 		
SUB TOTAL:		3	\$527,600
TOTAL:		11	\$21,205,465

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.)

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

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

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

NOW, the Board resolves as follows:

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

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

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

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

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

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

MAY 2015

METRO-NORTH RAILROAD

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Two-Thirds Vote:

A. Non-Competitive Purchases and Public Work Contracts

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

1. Powell Electrical Systems, Inc. \$62,208 (not-to-exceed)

Automatic Re-closure Relays

Approval is requested to award a non-competitive contract to Powell Electrical Systems, Inc. ("Powell Electrical") for immediate delivery of automatic re-closure relays, which are located in 50 DC Electrical sub stations throughout Metro-North's Harlem and Hudson lines. The automatic re-closure relays provide a mechanical reset in the event of a momentary failure, minimizing service disruptions. Powell Electrical Systems is the original system provider which was competitively awarded and will ensure proper form, fit and function.

In accordance with the MTA All Agency Procurement Guidelines, a notification of the intended sole source procurement was placed in the New York State Contract Reporter, The Daily Challenge, The New York Post, El Diaro and on the MTA website.

The total cost for this procurement is not-to-exceed \$62,208 and is deemed fair and reasonable. This procurement is to be funded by the MNR Operating Budget.

Schedules Requiring Majority Vote:

G. Miscellaneous Service Contracts

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

2. Railquip, Inc. \$185,000 (not-to-exceed) Staff Summary Attached
Annual Inspection, Maintenance and Repair of Carbody Hoist System and Turntables

Approval is requested for a non-competitive, five year miscellaneous service contract for the annual inspection, maintenance and repair of MNR's Car Hoist and Body Support System and the 8-Ton and 75 Ton Truck/Bogie Turntable located at the Croton Harmon Coach Shop Facility. Railquip, Inc., the incumbent supplier is the Original Equipment Manufacturer (OEM) and only authorized maintainer of the Carbody Hoist System and the Turntables. These services are required to ensure the safe operation of the lifts and maintain the equipment in a state of good repair. The Car Hoist System and the Turntables are uniquely designed and specifically built for the Harmon Coach Shop.

Railquip's overall pricing has increased 2.7% since 2010 and is deemed fair and reasonable. Pricing shall remain fixed for the five year period of the contract. In requesting this Board authorization, MNR has complied with PAL§ 1265-a (3) (advertisement for alternate suppliers) and with MTA All-Agency Procurement Guidelines for the procurement of sole source items. An advertisement for the required services was placed in the New York State Contract Reporter, the New York Post, El Diario and the Daily Challenge and was posted on the MNR website. The total cost of this service is not-to-exceed \$185,000 and is to be funded by the MNR Operating Budget.

3. Integrated Display Systems, Inc. \$70,050 (not-to-exceed)

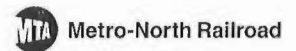
Lift-Net Elevator Monitoring System Maintenance and Software Upgrades

Approval is requested to award a non-competitive, three year miscellaneous service contract to the firm Integrated Display Systems, Inc. ("IDS") for services related to preventative maintenance and software upgrades for the Lift-Net Elevator Monitoring System installed in Grand Central Terminal ("GCT"). Lift-Net is a proprietary elevator monitoring system owned by IDS, the Original Equipment Manufacturer (OEM). The Lift-Net monitoring system is critical in ensuring safety, security and efficient operation of the elevators in GCT.

The Lift-Net system was installed in GCT in 2003 to monitor elevators for safe and secure operations and to permit quick response to emergency elevator malfunctions. This system has components and imbedded software controls that are proprietary to IDS, and cannot be maintained by any other vendors. The three year warranty on the Lift-Net system further stipulates that only IDS technicians can perform maintenance and upgrades for the system. At this time, MNR requires a new contract to support continuous maintenance services for the system. This contract will provide for planned preventative maintenance, software system upgrades and repairs, and emergency service to be provided on an as-needed basis.

IDS' submitted a proposal in the amount of \$99,900. MNR Procurement negotiated a 29.88% cost reduction and the final price of \$70,050 results in a saving of \$29,850 over the three year period. In requesting this Board authorization, MNR has complied with PAL§ 1265-a (3) (advertisement for alternate suppliers) and with MTA All-Agency Procurement Guidelines for the procurement of sole source items. An advertisement for the required services was placed in the New York State Contract Reporter, the New York Post, El Diario and the Daily Challenge and was posted on the MNR website. The total cost of this service is not-to-exceed \$70,050 and is to be funded by the MNR Operating Budget.

Schedule G: Miscellaneous Service Contracts



Item Number: G

Vendor Name (& Location) Railquip, Inc. Atlanta, GA
Description Annual Inspection, Maintenance and Repair of Car Body Hoist System and Truck Turntables
Contract Term (including Options, if any) Five Years
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source

Contract Number 9558-A	AWO/Modification #
Renewal?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount:	\$185,000
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Procurement & Material Management, Al Muir, Sr. Director	

Discussion:

Approval is requested for a non-competitive, five year miscellaneous service contract for the annual inspection, maintenance and repair of MNR's Car Hoist and Body Support System, and the 8-Ton and 75 Ton Truck/Bogie Turntables located at the Croton Harmon Coach Shop Facility. Railquip, Inc., the incumbent supplier is the Original Equipment Manufacturer (OEM), sole source and only authorized maintainer of the Car Body Hoist System and the Turntables. These services are required to ensure the safe operation of the lifts and maintain the equipment in a state of good repair. The Car Hoist System and the Turntables are uniquely designed and specifically built for the Harmon Coach Shop. Railquip's overall pricing has increased 2.7% since 2010 and is deemed fair and reasonable. Pricing shall remain fixed for the five year period of the contract. In requesting this Board authorization, MNR has complied with PAL§ 1265-a (3) (advertisement for alternate suppliers) and with MTA All-Agency Procurement Guidelines for the procurement of sole source items. An advertisement for the required services was placed in the New York State Contract Reporter, the New York Post, El Diario and the Daily Challenge and was posted on the MNR website. The total cost of this service is not-to-exceed \$185,000 and is to be funded by the MNR Operating Budget.

Schedules Requiring Majority Vote:

H. Modifications to Personal/Miscellaneous Service Contracts

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

2. Georgetown Rail Equipment Company \$650,000 Staff Summary Attached
Track/Joint Bar Measurement

Approval is requested for additional funding totaling \$650,000 and a one year extension to Georgetown Rail Equipment Company to continue to provide Track Inspections and Joint Bar Measurement Services. The continued services include joint bar measurements of MNR's service territory. These services are required to be performed twice a year in 2015. Georgetown Rail has successfully provided these services for MNR in 2014. The additional measurements provided under this extension will complete MNR's initial analysis using this technology. All pricing and terms and conditions previously established shall remain the same for the one year extension, which is deemed fair and reasonable. The total not-to-exceed amount for these services is \$650,000 and is to be funded by the MNR Operating Budget.

3. HNTB NY Engineering and Architecture, PC \$2,000,000 (not-to-exceed) Staff Summary Attached
On-Call Services for Track Engineering and Design

Approval is requested for additional funding in the amount of \$2,000,000 and a 12 month time extension for MNR's On-Call Services for the Track Engineering and Design contract awarded to HNTB New York Engineering and Architecture, PC (HNTB). The subject engineering and design services were competitively solicited to consulting firms pre-approved under the 2010 – 2014 General Engineering Consultant Services program.

In response to a Request for Proposal ("RFP") issued, HNTB was selected for award and a 24 month contract was executed in July 2014 in the amount not-to-exceed amount of \$2,000,000. There were twelve anticipated tasks identified in the original scope of work. To date, MNR has assigned HNTB eight prioritized tasks and has expended a total of \$1,748,534. The available remaining contract funds are not sufficient for completing the original work scopes and future tasks. MNR has requested that HNTB complete its current task assignments and also perform additional tasks that are now deemed critical.

MNR is requesting Board approval to add \$2,000,000 to HNTB's On-Call contract as well as a 12 month time extension. These funds shall be expended on a task order basis. This additional funding is provided by the MNR Operating Budget.

I. Modifications to Purchase and Public Work Contracts

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

4. Sprague Operating Resources, LLC \$6,526,362 (not-to-exceed) Staff Summary Attached
Purchase of Class B and Class C Bulk (Unleaded and Diesel) Fuel

Metro-North Railroad (MNR) on behalf of itself, Long Island Rail Road (LIRR) and Bridges and Tunnels (B&T), requests approval to award a contract change order for additional funding in the amount of \$6,526,362 and a one year contract extension to Sprague Operating Resources, LLC (Sprague) to supply Class B and Class C Bulk Fuel to multiple MTA Agency locations in the NY and CT regions.

All terms and conditions shall remain unchanged for the extended period. The total cost for this change order request is not-to-exceed \$6,526,362 (MNR-\$2,601,710, LIRR-\$3,100,000 and B&T-\$824,652) and it is to be funded by each Agency's Operating Budget.

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

Staff Summary Attached

In July 2014, MNR received MTA Board approval for a three year Purchase Authorization with GE Transportation LLC for various Original Equipment Manufacturer (OEM) replacement parts and services for the MNR's Genesis Locomotives, to support running repair maintenance. These replacements parts and services are purchased on an as-needed basis and negotiated on an individual basis prior to purchase.

GE's terms and pricing will remain fixed for the balance of the agreement. All parts purchased through the purchase agreement are on an as-needed basis, and there are no minimum guaranteed purchases. The contract change in the amount of \$7,292,039 is to be funded by the MNR Operating Budget.

Staff Summary

Item Number C					
Dept & Dept Head Name: Procurement & Material Management, Al Muir, Sr. Director					
Division & Division Head Name: Executive Vice President, Catherine Rinaldi					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm.Mtg.	5-18-15	x		
2	MTA Board Mtg.	5-20-15	x		
Internal Approvals					
Order	Approval	Order	Approval		
X	President	X	V.P. Engineering		
X	Sr. V.P. Operations		V.P. Planning		
X	V.P. Finance & IT	X	V.P. & General Counsel		
	V. P. Capital Programs				

SUMMARY INFORMATION	
Vendor Name Ensco Rail, Inc.	Contract Number 9393-A
Description Purchase of Autonomous Track Geometry and Inspection System	
Total Amount \$3,892,206	
Contract Term (including Options, if any) Five Years	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION: To obtain MTA Board approval to award a contract to the firm, Ensco Rail, Inc. for the design, manufacture and delivery of four On-Board Autonomous Track Geometry and Inspection Systems (ATGIS). In addition, the award recommendation includes the option to provide additional services related to Track Inspections for a three year period. A second option allows for Long Island Rail Road (LIRR) to acquire two ATGIS which may be elected at their sole discretion

II. DISCUSSION: The ATGIS may be mounted on either an Electric EMU or locomotive, which will enable MNR to measure track parameters, such as gage, cross level, alignment and rail surface anomalies, and to collect, display, store, and analyze data related to vertical and lateral accelerations. The data will lead to early identification of track anomalies preventing in-service track failures and establishing future work priorities. All inspections and measurements will be conducted in accordance with the Federal Railroad Administration (FRA) Track Safety Standard. The FRA requires inspection of joint bars twice per year.

MNR received Board approval to use the Request for Proposal (RFP) process for this procurement at the March 2014 MTA Board meeting. On October 17, 2014, RFP No. 9393-A was advertised in the New York State Contract Reporter and advertisements were also placed in the Railway Age, Progressive Railroading, and posted on the MNR website. On December 15, 2014, three technical and cost proposals were received from the following firms: Mermec, Inc., Holland LLP, and Ensco Rail, Inc.

A Selection Committee comprised of six members representing Metro-North's Maintenance of Equipment, Maintenance of Way, MTA-Business Service Center's Information Technology, and Procurement & Material Management Departments evaluated the proposals using a two-phase approach. The criteria in order of importance for selection established in the RFP were as follows:

Phase 1: Technical Proposal

1. Demonstrate understanding of the Technical Specification Requirements
2. Past Experience and performance on similar projects
3. Demonstrate capability and financial resources to perform the assigned Scope of Work in the time projected

Staff Summary

Phase 2: BAFO

1. Cost
2. Technical Merit
3. Schedule

After the Selection Committee's evaluation of the three Phase 1 proposals, oral presentations by each of the proposers were given, and question and answer sessions held based on previously provided committee questions to the proposers. All of the committee members scored each of the proposers against the Phase 1 criteria. Based upon numerical overall evaluations of all proposals received, a "shortlist" was established and two of the firms, Mermec, Inc., and Ensco, Inc., were asked to provide their Best and Final Offer.

After receipt (on March 11, 2015) and review of the BAFO proposals, the Selection Committee unanimously agreed that although both Mermec, Inc. and Ensco Rail, Inc. could both perform the scope of work as provided in the contract, and that their proposals met the requirements of the RFP, Ensco Rail, Inc. provided the best value to MNR. Overall, Ensco's total cost proposal was 27.79% lower than Mermec's. In addition, Ensco's overall technical score was rated higher than Mermec's.

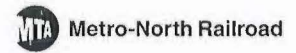
It is therefore recommended that the MTA Board approve the selection of Ensco Rail, Inc. for the design, manufacture and delivery of four On-Board Autonomous Track Geometry and Inspection Systems (ATGIS). This recommendation includes the option, if elected, for Joint Bar Rail Abrasion Measurement services for MNR over a period of three years, and for the option to procure two ATGIS by LIRR to be executed at their discretion.

III. D/M/WBE INFORMATION: The MTA Office of Civil Rights has established a 0% MBE and 0% WBE goal for this contract.

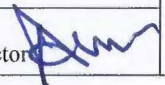
IV. IMPACT ON FUNDING: The total cost for this procurement inclusive of all options, is not-to-exceed \$3,892,206 (MNR-\$2,959,256 and LIRR \$935,950). This procurement is to be funded by each agency's Operating Budget.

V. ALTERNATIVES: MNR does not have the in-house manufacturing capability to produce this specific equipment.

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



Item Number: H

Vendor Name (& Location) Georgetown Rail Equipment Company		Contract Number 01-434	AWO/Modification # 1
Description Track/Joint Bar Measurement		Original Amount: \$650,000	
Contract Term (including Options, if any) 12 Months		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 X Competitive Non-competitive		Current Amount: \$650,000 not-to-exceed	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		This Request: \$650,000	
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: 99%	
Requesting Dept/Div & Dept/Div Head Name: Procurement & Material Management, Al Muir, Sr. Director 		% of Modifications (including This Request) to Original Amount: 99%	

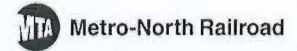
Discussion:

Approval is requested for additional funding totaling \$650,000 and a one year extension to Georgetown Rail Equipment Company to continue to provide Track Inspections and Joint Bar Measurement Services. The continued services include joint bar measurements of MNR's entire East of Hudson service territory.

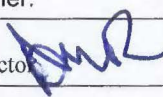
The autonomous system measures the rail-end height difference and depth of embedment in both the wood and concrete ties. The rail-end height difference is a FRA required measurement. These services are required to be performed twice in 2015. Georgetown Rail has successfully provided these services for MNR in 2014. The additional measurements provided under this extension will complete MNR's initial analysis using this technology.

All pricing and terms and conditions previously established shall remain the same for the one year extension, which is deemed fair and reasonable. The total not-to-exceed amount for these services is \$650,000 and is to be funded by the MNR Operating Budget.

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



Item Number: H

Vendor Name (& Location) HNTB New York Engineering and Architecture, P.C.		Contract Number 35367	AWO/Modification # 1
Description On-Call Services for Track Engineering and Design		Original Amount: \$2,000,000	
Contract Term (including Options, if any) 24 month plus a one-year renewal option		Prior Modifications: \$0	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Budgetary Increases: \$0	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount: \$2,000,000	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		This Request: \$2,000,000	
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: 100%	
Requesting Dept/Div & Dept/Div Head Name: Procurement & Material Management, Al Muir, Sr. Director 		% of Modifications (including This Request) to Original Amount: 100%	

Discussion:

Approval is requested for additional funding and a 12 month time extension in the amount of \$2,000,000 for Metro-North's On-Call Services for Track Engineering and Design contract awarded to HNTB New York Engineering and Architecture, PC (HNTB). The contract's remaining available funds are not sufficient for completing the remaining anticipated and future tasks.

The subject engineering and design services were competitively solicited to consulting firms pre-approved under the 2010 – 2014 General Engineering Consultant Services program. In response to a Request for Proposal ("RFP") issued, HNTB was selected for award and a 24 month contract was executed in July 2014 in the not-to-exceed amount of \$2,000,000. The purpose of this project is to provide on-call services for track engineering. The scope of work consisted of preliminary and final design of track infrastructure; surveying and right-of-way requirements; design criteria, standards and directives; standard construction and inspection specifications, estimates and schedules; management of construction and track inspection activities and data collection; and system safety evaluation. These services are required while MNR is in the process of creating an in-house design group for such work.

There were 12 anticipated tasks identified in the original scope of work. To date, MNR has assigned to HNTB eight of the prioritized tasks which include System Safety Evaluation and Training; Cos Cob Bridge Miter and Expansion Rail Installation Survey; Cos Cob Bridge Dapping Plans for Tracks 1 & 2; Expansion Rail Study and Recommendations for Harlem River Lift Bridge, Walk Bridge, Saga Bridge and Devon Bridge; Specifications for a Standard Operating Practice for Grade Crossing Construction; and Marble Hill Seawall Inspection among others. MNR has expended a total of \$1,748,534 for these assigned tasks. The contract's remaining available funding of \$251,466 is not sufficient for completing the remaining anticipated and future tasks.

Presently, MNR has determined that three tasks require immediate action among other anticipated tasks on its list. MNR seeks to have HNTB perform track inspection services for BN Yard per FRA Monthly Inspection Code of Federal Regulations 49 Parts 213; Integrate GCT Undergrade Bridge Assets into Railadvise; and Integrate Drainage (including GCT Drainage) Assets into Railadvise. Additional funding is required before these three tasks can be assigned to HNTB. At this time, MNR is requesting Board approval to add \$2,000,000 as well as a 12 month time extension to HNTB's On-Call contract. These funds shall be expended on a Task Order basis. This additional funding will be provided by the MNR Operating Budget.

Schedule I: Modifications to Purchase and Public Works Contracts

Item Number: I

Vendor Name (& Location) Sprague Operating Resources, LLC (Sprague)	Contract Number 66993C (Joint Procurement)	AWO/Modification # CO No. 1
Description Class B - Fuel Bulk Delivery and Rack Pick-Up; Class C - Fuel Card, Fuel Bulk Delivery, Preventive Maintenance/Veeder-Root	MNR, LIRR and B&T	
Contract Term (including Options, if any) One Year Contract Extension – (2015- 2016)	Original Amount:	\$30,220,885
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Modifications:	\$6,990,512
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Prior Budgetary Increases:	\$0.00
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:	Current Amount:	\$37,211,3976
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	This Request:	\$6,526,362
Requesting Dept./Div. & Dept./Div. Head Name: Procurement & Material Management, Al Muir, Sr. Director	% of This Request to Current Amount:	17.5%
	% of Modifications (including This Request) to Original Amount:	44.7%

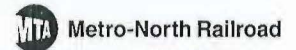
Metro-North Railroad (MNR) on behalf of itself, Long Island Rail Road (LIRR) and Bridges and Tunnels (B&T), requests approval to award a contract change order for additional funding in the amount of \$6,526,362 and a one year contract extension to Sprague Operating Resources, LLC (Sprague) to supply Class B and Class C Bulk Fuel to multiple MTA Agency locations in the NY and CT regions. Class B has a current termination date of April 30, 2015 and Class C, May 15, 2015. Additional funding is requested for each agency in the following estimated amounts:

Agency	1 Yr. Class B Est. Amount	1 Yr. Class C Est. Amount	Total Class B & Class C
Metro-North Railroad	\$0	\$2,601,710	\$2,601,710
Long Island Rail Road*	\$880,000	\$2,220,000	\$3,100,000
Bridges and Tunnels	\$47,700	\$776,952	\$824,652
Class Total:	\$927,700	\$5,598,622	\$6,526,362

The initial procurement in 2010 was awarded as a five year All Agency Joint Procurement with MNR acting as the lead agency. The total awarded value for MNR, LIRR and B&T was \$30,220,885. The MTA - Business Service Center's (BSC) recently advised MNR that it intends to procure and manage future automotive fuel procurements for the MTA Agencies in 2016. In keeping with that future consolidation of procurement activities, the BSC requested that MNR seek a time extension from Sprague that would allow the BSC sufficient time to fully integrate a number of existing fuel contracts in an effort to maximize economies. During this one year extension period, MNR will continue to manage and administer the contract. The expiration date for Class B and Class C will be May 15, 2016.

Per the agreement, all terms and conditions as well as the pricing of fuel will remain unchanged by the contractor for the extended period. The total cost for this change order request inclusive of the one year time extension is not-to-exceed \$6,526,362 (MNR-\$2,601,710, LIRR-\$3,100,000 and B&T- \$824,652), and it is to be funded by each Agency's Operating Budget.

Schedule J: Modifications to Miscellaneous Procurement Contracts



Item Number: J

Vendor Name (& Location) GE Transportation		Contract Number C1-00000000000000000577		AWO/Modification #	
Description OEM Replacement Parts and Services					
Contract Term (including Options, if any) Three years		Original Amount:		\$15,000,000	
		Prior Modifications:		\$0	
		Prior Budgetary Increases:		\$0	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Current Amount:		\$15,000,000	
Procurement Type X Competitive Non-competitive					
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other:		This Request:		\$7,292,039	
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:		%48	
Requesting Dept./Div. & Dept./Div. Head Name: Procurement & Material Management, Al Muir, Sr. Director <i>AM</i>		% of Modifications (including This Request) to Original Amount:		%48	

Discussion:

In July 2014, MNR received MTA Board approval for a three year Purchase Authorization with GE Transportation LLC for various Original Equipment Manufacturer (OEM) replacement parts and services for the MNR's Genesis Locomotives, to support running repair maintenance. These replacements parts and services are purchased on an as-needed basis and negotiated on an individual basis prior to purchase.

The Genesis P 32 Locomotives were built by General Electric and commissioned between 1995 and 2001. The first locomotives supplied by GE have reached a point in their service life where select engine system components now require engine component change-out consistent with MNR's Reliability Centered Maintenance (RCM) principles and OEM recommendations. These replacement components were not considered in the original Board authorization, which focused on running repair maintenance. The change-out engine component work will be performed with MNR forces in the Harmon locomotive shop.

GE's terms and pricing will remain fixed for the balance of the agreement. All parts purchased through the purchase agreement are on an as-needed basis, and there are no minimum guaranteed purchases. The contract change in the amount of \$7,292,039 is to be funded through the operating budget.

MAY 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. Sherwood Electromotion, Inc. \$26,000 (not-to-exceed)

Purchase of a Remanufactured D32 Main Generator

Emergency purchase of one remanufactured D32 Main Generator for a MNR's GP-35 Locomotive (Unit No. 102) which is currently out-of-service.

The absence of this Locomotive in service will significantly detract from MNR's Track Department's ability to efficiently and effectively maintain its 742 in-service track miles. The material supplied by Sherwood is in accordance with the Original Equipment Manufacturer (OEM) specification. Sherwood is the only available source of this generator.

The not-to-exceed cost of \$26,000 for this emergency purchase is deemed to be fair and reasonable and is to be funded by the MNR Operating Budget.

2. Loram Maintenance of Way, Inc. \$300,000 (not-to-exceed)

Shoulder Ballast Cleaner

One year time extension for the firm Loram Maintenance of Way, Inc. to continue to provide shoulder ballast cleaning services for Metro-North Railroad (MNR) and Long Island Rail Road (LIRR).

In March 2012, through the use of a competitive bid process, MNR awarded a three year public works contract to the firm Loram Maintenance of Way, Inc. to provide shoulder ballast cleaning services. Additionally, LIRR has been utilizing this contract since November 2012.

MNR has elected to extend the shoulder ballast cleaning contract with Loram for one additional year. There are no changes to the terms and conditions for the time extension. Loram shall continue to furnish all operating and supervisory personnel, equipment, and material necessary to perform this service for both Railroads. MNR requires additional funds for the time extension, the LIRR does not require additional funds at this time for this extended period.

The cost to be paid for this service is deemed to be fair and reasonable and in accordance with the current contract terms and conditions. Prior to the conclusion of these services, the Railroads will conduct a joint procurement in the fall of 2015 to meet combined shoulder ballast cleaning needs. The total not-to-exceed cost for the time extension is \$300,000 and is to be funded by the MNR Operating Budget.

3. Railroad Friction Products Corp. \$201,600 (not-to-exceed)

Emergency Material Purchase of Disc Brake Pads

Emergency purchase of 2,880 sets of disc Brake pads for immediate delivery due to the current low stock conditions experienced system wide at MNR's storeroom facilities.

The disc brake pads are used on the MNR M-7 and M-8 railcars and are essential to securing the proper braking features necessary to maintain safe operations for both fleets. As a result of an internal engineering effort, this part delivered in sets, has been newly instituted as a set as opposed to the individual units previously applied. This change will be addressing premature failure of brake pads along with eliminating limited supply and excessive production schedule delays from the Original Equipment Manufacturer (OEM) supplier. Railroad Friction is a recently approved alternate supplier who Railroad Friction currently has sufficient inventory in stock to meet MNR's current operational conditions. The aforementioned delays in the OEM production necessitated this emergency purchase.

The price to be paid for this emergency purchase is 15% below the last purchase made to the OEM and is deemed fair and reasonable. The total not-to-exceed cost for the 2,880 sets of disc brake pads is \$201,600 and is to be funded by the MNR Operating Budget.

LONG ISLAND RAIL ROAD

PROCUREMENTS

FOR

BOARD ACTION

May 20, 2015

Staff Summary



Subject : Request for Authorization to Award Various Procurements						Date <div style="text-align: center;">April 29, 2015</div>			
Department Procurement & Logistics									
Department Head Name Dennis L. Mahon, Chief Procurement & Logistics Officer									
Department Head Signature 									
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	LI Committee	5.18.15	X			X	President		VP & CFO
2	MTA Board	5.20.15	X			X	Sr. VP-Administration		VP, Gen. Counsel & Secy
							Sr. VP-Operations		
							Executive VP		

PURPOSE:

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

DISCUSSION:

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

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

LIRR proposes to award Competitive Procurements in the following categories:

<u># of Actions</u>	<u>\$ Amount</u>
---------------------	------------------

Schedules Requiring Majority Vote

Schedule F: Personal Service Contracts

	1	14,828,174
SUBTOTAL:	1	14,828,174

LIRR proposes to award Ratifications in the following categories:

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

	1	14,828,174
<u>TOTAL:</u>	<u>1</u>	<u>14,828,174</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.

MAY 2014

MTA LONG ISLAND RAIL ROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote

Schedule F: Personal Service Contracts

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

- | | | | |
|----|---|---------------------|--------------------------------------|
| 1. | All Pro Parking, LLC
Competitive RFP
Contract No. 150501GS6-SA-Y | \$14,828,174 | <i><u>Staff Summary Attached</u></i> |
|----|---|---------------------|--------------------------------------|

LIRR requests MTA Board approval to (i) award a competitively negotiated Personal Service Contract to All Pro Parking, LLC in the not-to-exceed amount of \$14,828,174 to Manage, Operate, and Maintain (O&M) the Mineola Intermodal Center, the Ronkonkoma Parking Garage, and the Wyandanch Parking Facility for a five year period with a two year LIRR option, (ii) implement the parking fee structure and parking penalty schedule at Wyandanch; both as described in the staff summary, and (iii) modify the Ronkonkoma Parking Garage parking fee structure to make it consistently priced with the Wyandanch Parking Facility.

Schedule F: Personal Service Contracts:**Staff Summary****Long Island Rail Road**

Item Number: 1					
Dept & Dept Head Name: Procurement & Logistics, Dennis Mahon					
Department Head Signature & Date					
Division Head Name: Chief Stations Officer, James Compton					
Division Head Signature & Date					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee	5.18.15	x		
2	MTA Board	5.20.15	x		
Internal Approvals					
Order	Approval	Order	Approval		
6	President	3	VP/CFO		
5	Executive VP	2	Sr. VP/Operations		
4	VP/Gen'l Counsel & Sec'y	1	Sr. VP/Administration		

SUMMARY INFORMATION	
Vendor Name	Contract Number
All Pro Parking, LLC	150501GS6-SA-Y
Description	
Manage, Operate and Maintain Three LIRR Parking Facilities	
Total Amount	
\$14,828,174 NTE	
Contract Term (including Options, if any)	
June 1, 2015 – May 31, 2022	
Options(s) included in Total Amount:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Renewal?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Procurement Type	
<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive	
Solicitation Type	
<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source	
<input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION:

LIRR requests MTA Board approval to (i) award a competitively negotiated Personal Service Contract to All Pro Parking, LLC (All Pro) in the not-to-exceed amount of \$14,828,174 to Manage, Operate, and Maintain (O&M) the Mineola Intermodal Center (MIC), the Ronkonkoma Parking Garage (RPG), and the Wyandanch Parking Facility (WPF) for a five year period with a two year LIRR option, (ii) implement the parking fee structure and parking penalty schedule at the WPF; both as described below and (iii) modify the RPG parking fee structure to make it consistently priced with the WPF; as described below.

II. DISCUSSION:**Description of the three facilities:**

The MIC is a four-level ungated structured parking facility with 971 commuter parking spaces, the RPG is a five-level gated parking garage with 1,038 commuter parking spaces, and the WPF will be a five-level ungated structured parking facility with 920 commuter parking spaces (764 in the parking garage and 156 in an adjacent surface lot). The WPF is currently under construction and Beneficial Use is expected in August 2015.

All Pro Contract:

The proposed contract requires that All Pro provide services for managing, operating and maintaining the above-referenced parking facilities pursuant to the Scope of Work included in the Request for Proposal (RFP) solicitation. The contract term is for five years, plus an LIRR option for two additional years. The RFP advertisement was advertised in the NYS Contract Reporter on 7/3/14, the NY Post on 7/10/14 and on the MTA Website on 7/25/14.

Of the six firms that purchased a copy of the RFP, five of them submitted proposals including: (1) Imperial USA, (2) SP Plus, (3) PF Parking/All County Parking, (4) Laz Parking, (5) and All Pro Parking, LLC.

A Technical Evaluation Committee (TEC) reviewed the five proposals in accordance with the evaluation criteria

Schedule F: Personal Service Contracts:

Staff Summary



Item Number: 1					
Dept & Dept Head Name: Procurement & Logistics, Dennis Mahon Department Head Signature & Date					
Division Head Name: Chief Stations Officer, James Compton Division Head Signature & Date					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee	5.18.15	x		
2	MTA Board	5.20.15	x		
Internal Approvals					
Order	Approval	Order	Approval		
6	President	3	VP/CFO		
5	Executive VP	2	Sr. VP/Operations		
4	VP/Gen'l Counsel & Sec'y	1	Sr. VP/Administration		

SUMMARY INFORMATION	
Vendor Name All Pro Parking, LLC	Contract Number 150501GS6-SA-Y
Description Manage, Operate and Maintain Three LIRR Parking Facilities	
Total Amount \$14,828,174 NTE	
Contract Term (including Options, if any) June 1, 2015 – May 31, 2022	
Options(s) included in Total Amount: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

I. PURPOSE/RECOMMENDATION:

LIRR requests MTA Board approval to (i) award a competitively negotiated Personal Service Contract to All Pro Parking, LLC (All Pro) in the not-to-exceed amount of \$14,828,174 to Manage, Operate, and Maintain (O&M) the Mineola Intermodal Center (MIC), the Ronkonkoma Parking Garage (RPG), and the Wyandanch Parking Facility (WPF) for a five year period with a two year LIRR option, (ii) implement the parking fee structure and parking penalty schedule at the WPF; both as described below and (iii) modify the RPG parking fee structure to make it consistently priced with the WPF; as described below.

II. DISCUSSION:

Description of the three facilities:

The MIC is a four-level ungated structured parking facility with 971 commuter parking spaces, the RPG is a five-level gated parking garage with 1,038 commuter parking spaces, and the WPF will be a five-level ungated structured parking facility with 920 commuter parking spaces (764 in the parking garage and 156 in an adjacent surface lot). The WPF is currently under construction and Beneficial Use is expected in August 2015.

All Pro Contract:

The proposed contract requires that All Pro provide services for managing, operating and maintaining the above-referenced parking facilities pursuant to the Scope of Work included in the Request for Proposal (RFP) solicitation. The contract term is for five years, plus an LIRR option for two additional years. The RFP advertisement was advertised in the NYS Contract Reporter on 7/3/14, the NY Post on 7/10/14 and on the MTA Website on 7/25/15.

Of the six firms that purchased a copy of the RFP, five of them submitted proposals including: (1) Imperial USA, (2) SP Plus, (3) PF Parking/All County Parking, (4) Laz Parking, (5) and All Pro Parking, LLC.

A Technical Evaluation Committee (TEC) reviewed the five proposals in accordance with the evaluation criteria

Staff Summary



established in the RFP. Upon its initial technical evaluation and cost review, the TEC eliminated PF Parking/All County Parking because it did not possess adequate experience with regard to operating structured parking facilities. In addition, PF Parking/All County Parking's proposed pricing placed them outside of the financial competitive range.

After oral presentations were held, a request for Best and Final Offers (BAFOs) with refined technical evaluation criteria was sent to the remaining four proposers. After reviewing the BAFO's, the TEC concluded that All Pro was the highest rated firm, based on a combination of technical and cost evaluation criteria. Specifically, All Pro demonstrated that it has the best in-depth experience with respect to operating and maintaining structured parking facilities. All Pro also demonstrated the best ability to meet the contract responsibilities including employee recruitment and training, subcontractor management, revenue collection, transition planning and customer service. LIRR successfully negotiated a reduction of \$433,000 in All Pro's proposed management fee and payroll cost over the seven year contract and option period, bringing All Pro's total management fee and payroll cost to \$8,061,104, as compared to the next lowest cost proposed management fee and payroll cost of \$8,074,897. As a result, All Pro's pricing was determined to be fair and reasonable.

The \$14,828,174 not-to-exceed amount includes (i) a Management Fee (\$0.603M), (ii) reimbursement of the estimated payroll cost to operate and maintain the three facilities (\$7.458M), and (iii) the estimated cost of third-party subcontracts to keep the facilities in a State of Good Repair (\$6.767M), which is based on historical data derived from the MIC and RPG facilities.

All Pro's proposed annual Management Fees for the MIC and RPG are \$26,940, and \$26,448 respectively. These fees are less than the current contract amounts of \$35,053 for the MIC and \$26,865 for the RPG. The proposed WPF annual Management Fee is also \$26,448. All Pro's total estimated payroll cost for staffing each garage is \$2,486,183, which is comparable to the current contracts for the MIC and RPG facilities.

Based on MTA Audit's review of All Pro's final estimated costs, LIRR determined that the negotiated labor and management fee cost to be fair and reasonable and consistent with LIRR's estimate. The notice of award is scheduled for June 1, 2015 and the notice-to-proceed for the WPF will be issued on the current projected beneficial use date of August 2015. All appropriate due diligence has been performed revealing no significant adverse information with respect to All Pro's responsibility.

WPF Parking Fee Structure and Penalties:

The parking rates charged to customers are set by MTA/LIRR and collected by All Pro and remitted to LIRR. By this Staff Summary, the LIRR is seeking Board approval to establish the following fee structure at the WPF, which is intended to maximize its use:

- A \$5.00/day fee for daily (up to 20 hours) parking;
- A \$10.00/day fee for long term parking up to 10 days;
- A flat fee of \$3.00 for short-term parking (up to 6 hours);
- A monthly permit rate of \$70.00/month (an approx. 35% discount of daily rate).

With respect to parking enforcement at the WPF, the non-gated system will require vigilant administrative enforcement of parking rules, which would be handled by All Pro. The parking violation schedule, which will mirror the parking violation schedule currently used at the MIC, will include the following:

- A \$15 violation for non-payment of the required parking fee or if a vehicle is not parked head in, parked improperly/taking two spaces, or parked in a snow emergency space.
- All violators' license plate will be entered into a database with removal only upon satisfying all violations.

Staff Summary



- Violation payments must be made within 14 calendar days. Failure to pay within 14 days will result in a \$25 late payment fee.
- After the 14-day period, vehicles will be immobilized (booted) if there is a prior outstanding violation. There is a separate \$40 boot removal fee to have the car mobilized. As such, violators pay a total of \$65 (\$40 boot removal fee + \$25 late payment fee).
- A vehicle may be towed, at vehicle owner's cost, if it is parked in a fire lane, handicapped space, drive aisle or parked in a space with time expired for more than 48 hours.
- Violators have the right to appeal a violation.

RPG Fee Structure Modifications:

This Staff Summary also seeks Board approval to modify the RPG parking fee structure to make it consistently priced with the WPF as follows: (i) an increase in the current RPG monthly fee from \$54/month to \$70/month, (ii) a revision of the RPG daily fee, which is \$5 a day for up to 24 hours to \$5 a day for up to 20 hours, (iii) providing a new short-term parking fee - \$3 for up to six hours, and (iv) increasing the long-term parking fee (over 20 hours) from \$5/day to \$10/day. The Parking Fees for MIC, RPG and WPF are estimated to cover their cumulative operating and maintenance costs during the 5-7 year term of the All Pro contract; but not capital reinvestments. In this regard, LIRR has included \$10 M in its 2015-2019 Capital Program for improvements to the RPG, which was built in 1995.

Future Tasks:

LIRR may require the Contractor to perform and/or manage the following work on a time and materials basis, or such other reasonable method as determined at the sole discretion of LIRR, during the term of the Contract:

- Upgrade or replace of the Revenue Collection System at Ronkonkoma
- Assess, upgrade or replace call boxes at Ronkonkoma
- Removal of old pay stations and signage at Ronkonkoma
- Relocation of CCTV System from NICE Bus Office to Parking Office at Mineola

III. D/M/WBE INFORMATION:

MTA Department of Diversity and Civil Rights (DDCR) have established goals of 10% MBE and 10% WBE for this contract. The final participation plan has been reviewed and approved by DDCR and by the Office of the State Comptroller.

IV. IMPACT ON FUNDING:





This contract will be funded by LIRR's Operating Budget.

V. ALTERNATIVES:

The Railroad does not have the requisite skills or staffing in-house to undertake the tasks associated with operating and maintaining a parking facility and therefore requires contracting with a qualified third party O&M firm to undertake the management of these public-use parking operations.

LONG ISLAND RAIL ROAD
COMMITTEE MTA BOARD
PROCUREMENT PACKAGE MAY 2015

Subject	Request for Authorization to Award Various Procurements				
Department	Law and Procurement				
Department Head Name	Evan M. Eisland				
Department Head Signature					
Board Action					
Order	To	Date	Approval	Info	Other
1	Long Island Rail Road Committee	5/18/15	X		
2	Board	5/20/15	X		

Date: May 7, 2015			
Vendor Name Tutor Perini Corporation			
Contract Number CQ032			
Contract Manager Name R. Bautista			
Internal Approvals			
	Approval		Approval
	President	3 	Interim Executive Vice President
	Vice President, Program Controls	1 	Chief Procurement Officer

PURPOSE

To obtain the approval of the Board to award various contract modifications and to inform the Long Island Railroad Committee of these procurement actions.

DISCUSSION

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

Schedules Requiring Majority Vote:

Schedule K Ratification of Completed Procurement Actions

	<u># of Actions</u>	<u>\$ Amount</u>
TOTAL	1	\$ 5,650,000

Budget Impact:

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

Recommendation:

That the 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.

MAY 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. | Tutor Perini Corporation
Contract No. CQ032
Modification No. 68 | \$5,650,000 | <u>Staff Summary Attached</u> |
|----|--|--------------------|--------------------------------------|

Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC is requesting the Board ratify a modification to the Contract for the installation of a new support of excavation system for the Queens Bellmouth.

Item No. 1

Vendor Name (& Location) Tutor Perini Corporation (Peekskill, New York)	Contract Number CQ032	AWO/Modification # 68
Description Plaza Substation and Queens Structures for the ESA Project	Original Amount: \$ 147,377,000	
Contract Term (including Options, if any) 2,289 Days	Prior Modifications: \$ 79,818,863	
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: \$ 227,195,863	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	This Request \$ 5,650,000	
Funding Source <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: Real Estate	% of This Request to Current Amount: 2.5%	
Requesting Dept/Div & Dept/Div Head Name: East Side Access, W. Goodrich, P.E.	% of Modifications (including This Request) to Original Amount: 14.4%	

Discussion:

The work under this Contract is for the structural and architectural rehabilitation of existing facilities within the 63rd Street Tunnel as well as the construction of the Plaza Interlocking and Facility Power Substation B10 for the East Side Access (ESA) Project. In accordance with Article IX of the All-Agency Procurement Guidelines, MTACC is requesting Board ratification of a modification to the Contract for the installation of a new support of excavation system for the Queens Bellmouth.

The Queens Bellmouth slurry walls, constructed in 2004 under a previous contract (CQ026), are supported by tiebacks anchored in bedrock. To the south, the tieback rods extend into the adjacent property at 29-37 41st Avenue. The temporary easement for the tiebacks to extend into the adjacent property has now expired and the new property owner, Queens Plaza Park Development LLC (the "Developer"), is planning to construct a high-rise building on its property. A review of the building foundation design by MTACC, its ESA General Engineering Consultant and the Developer's Engineer has led to a determination that the caissons for the Developer's new building would likely sever the tieback rods located on the Developer's property.

The Bellmouth slurry wall must remain in place until all work in the Manhattan caverns is complete to allow for materials and equipment to move in and out of the 63rd Street Tunnel and the Manhattan caverns. Accordingly, a new support of excavation system must be constructed for the Bellmouth which will allow for the removal of the tieback rods on the Developer's property.

The Contractor submitted a cost proposal in the amount of \$6,200,000 for this work while MTACC's estimate is \$6,131,144. Negotiations were held and the parties agreed to a cost of \$5,650,000 for this work. The negotiated cost is considered to be fair and reasonable. The addition of this scope of work will not impact the Contract Schedule or Substantial Completion date.

In April, as part of a real estate transaction to sell transferable development rights, the Board approved an amendment to that transaction that called for the Developer to pay up to \$6M toward the cost of the new support of excavation system under this modification. The amendment also specified that the MTA will initially cover the cost of such work using a portion of the \$47.4 million payment that the Developer will make to the MTA at closing. The Developer will reimburse the costs incurred by the MTA for such work once the encroaching tiebacks are removed.

The Developer is scheduled to start construction of its new building on November 1, 2015. In order to ensure that the new support of excavation system is in place and the tiebacks removed in time for the Developer's planned start of construction, the ESA Contractor needed to order steel for the new support system by the end of April 2015. On April 22, 2015, the MTACC President approved a retroactive memorandum and the CQ032 Contractor was directed to proceed with the limited scope of preparation of shop drawings and the ordering and delivery of structural steel at the not-to-exceed amount of \$700,000.



Bridges and Tunnels

Procurements May 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	May 6, 2015
Vendor Name	
Contract Number	
Contract Manager Name	
Table of Contents Ref #	

Board Action					
Order	To	Date	Approval	Info	Other
1	President	5/6/15	<i>FOR FERRARA</i>		
2	MTA B&T Committee	5/18/15			
3	MTA Board	5/20/15			

Internal Approvals			
Order	Approval	Order	Approval
<i>FOR FERRARA</i>	President		VP Operations
<i>MMT</i>	Executive Vice President		VP & Chief Engineer
	SVP & General Counsel	<i>GM</i>	VP & Chief Procurement Officer
	VP Administration		

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
	Chief Financial Officer <i>JS</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 G	Miscellaneous Service Contracts	1	\$ 0.529M
Schedule I	Modifications to Purchase and Public Works Contracts	2	\$ 3.389M
SUBTOTAL		3	\$ 3.918M

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

SUBTOTAL	3	\$ 3.918M
TOTAL	3	\$ 3.918M

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
MAY 2015

MTA BRIDGES & TUNNELS

Procurements Requiring Majority Vote:

G: Miscellaneous Service Contracts

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

1. **Clean Rental Services, Inc.** **\$529,434.00**
Contract No. 15-MNT-2944

6 yr. contract - Competitive Bid – Low responsive bid/2 bids

On March 13, 2015, B&T issued a solicitation for the required services for the rental and cleaning of Maintenance personnel uniforms. B&T's contract with its Maintenance workforce requires B&T to supply and clean Maintenance personnel uniforms. Additionally, the laundering and repair services required under the prospective contract are not available at B&T. The service requirements were publicly advertised, the solicitation notice was sent to 190 firms and five firms requested copies of the solicitation. On April 21, 2015, two bids were submitted and are ranked as follows:

<u>Bidders</u>	<u>Bid Amount</u>
Clean Rental Services, Inc.	\$529,434.00
Lumal Cleaners d/b/a	\$868,916.00
Amco Uniform Rental	

The scope of services under the prospective contract has not changed compared with the prior contract. The rates for this contract are based on a sliding scale rate for years 1-3 and years 4-6 for a total term of six years. The overall bid amount is 32% lower than the user's estimate of \$778,140.65. Rates decreased for all line items when compared to the pricing of the current Contract. After evaluation of the bids, it was determined that Clean Rental Services, Inc. is the lowest responsive, responsible bidder. Based on competition, the price is considered fair and reasonable. The MTA Department of Diversity and Civil Rights has established goals of 10% MBE and 10%WBE for this contract. Funding is available in the Operating Budget chargeable to General Ledger #714303.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
MAY 2015

I: Modifications to Purchase & Public Works Contracts

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

2. **El Sol Contracting and Construction** **\$3,043,735.59** **Staff Summary Attached**
 Corp./El Sol Ltd. Enterprises, JV
 Contract No. VN-80C/VN-35
 Additional work items negotiated with the contractor for furnishing new ramp Gantries,
 Miscellaneous Steel Repairs and Painting at the Verrazano-Narrows Bridge.

3. **Verdugos General Contractors Corp.** **\$345,404.00** **Staff Summary Attached**
 Contract No. MP-06B
 Furnishing manpower, equipment and material necessary for the South Abutment Concrete
 repairs and electrical work at the Marine Parkway – Gil Hodges Memorial Bridge.

Schedule I: Modifications to Purchase and Public Works Contracts

Item Number: 2 (Final)

Vendor Name (& Location) El Sol Contracting and Construction Corp./El Sol Ltd. Enterprises, JV	Contract Number VN-80C/VN-35	AWO/Modification #
Contract Title: Furnish New Ramp/Miscellaneous Steel Repairs and Painting at the Verrazano-Narrows Bridge		
Contract Term (including Options, if any) December 24, 2013 - June 23, 2017		
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 type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		
	Original Amount:	\$84,300,000.00
	Prior Modifications:	\$629,343.80
	Prior Budgetary Increases:	N/A
	Current Amount:	\$84,929,343.80
	This Request:	\$3,043,735.59
	% of This Request to Current Amount:	3.6%
	% of Modifications (including This Request) to Original Amount:	4.4%

Discussion:

B&T is seeking the Board's approval under the All-Agency Procurement Guidelines to modify contract VN-80C/VN-35 with El Sol Contracting and Construction Corp./El Sol Ltd. Enterprises JV (El Sol) for the following additional work items in a negotiated net amount totaling \$3,043,735.59. The groups of items are summarized below:

Group 1: The Engineer determined that the following items were recommended for efficiency, cost savings, improved safety or field conditions:

(A) Install Electrical Feed to Belt Ramp Gentries Below Lower Level - By installing the electrical feed below the lower level of the Brooklyn Approach instead of below the upper level as specified, the conduit and cable will not have to be replaced during future planned replacement of the upper level deck.

(B) Conduit and Cable Relocation at the Upper Level of the Brooklyn Approach - The existing conduit and cable located in a portion of the maintenance walk on both the eastbound and westbound sides of the bridge to be removed conflicts with the temporary travel lanes that must be reconfigured prior to construction work at the HOV Ramp tie-in at the bridge's upper level. In order to complete the contract work, additional quantities of cable, conduit and junction boxes and new items for flexible conduit are required.

(C) Disposal of Contaminated Non-Hazardous Soil - An additional quantity of contaminated non-hazardous soil disposal is necessary due to field conditions discovered during construction.

(D) Install Glare Shields on Temporary Concrete Barrier - To provide increased safety, installation of glare shields on segments of the temporary barrier where the superstructure removal will be performed. The shields help prevent traffic slowdown and reduce the potential for traffic accidents that could occur from drivers looking at the work while passing by.

(E) Relocate Sign at Upper Level - A traffic sign requires relocation as it interferes with necessary demolition work of the existing parapet and allows for improved transition of the completed HOV Ramp.

(F) Upgrade Standpipe Expansion Joints- Since the contract plans were issued, new materials have become available that improve the design of the standpipe expansion joints and will improve the performance of the standpipe system to be installed on the new ramps.

(G) Additional Fire Protection Measures - The Authority's latest Standard Fire Protection specification has been updated since award of this project to include the requirement that formwork lumber be fire-retardant.

(H) Excavation Protection System (EPS) - At several locations field conditions exposed buried water main or drainage pipe in close proximity to the excavation areas and excavations being located on or near Fort Hamilton property that require EPS to be installed.

(I) Improvements to Proposed Scuppers - To improve functionality of the scuppers, an improved design to enlarge them and provide more effective drainage than those shown in the contract drawings are recommended.

El Sol proposed \$2,551,932.45 for item A through I; the Engineer's estimate is \$2,231,756.73. When compared to the estimate, the negotiated amount of \$2,227,812.87 (less than 1% under the estimate) is considered fair and reasonable.

Group 2 - The Engineer determined that due to field conditions observed after the existing structural steel had been abrasive blasted, a greater quantity of caulking of the structural steel is required. El Sol proposed \$235,000 for this work; the Engineer's estimate is \$158,100. When compared to the estimate, the negotiated amount of \$159,000 (less than 1% above the estimate) is considered fair and reasonable.

Group 3 - The Engineer determined that the following items were recommended based on the Biennial Inspection and their own observations:

(A) Additional Bearing Reset Locations - Additional resetting and restoration of 38 of the 527 bearings are to be restored. El Sol proposed \$563,352.47 for these additional bearing resetting and restoration; the Engineer's estimate is \$517,474.08. When compared to the estimate, the negotiated amount of \$515,724 (less than 1% below the estimate) is considered fair and reasonable. There will be a corresponding reduction of quantity of the original line item of the Bridge Bearing Restoration, resulting in a credit of \$36,100.

(B) Remove and Replace Downspouts - The existing downspouts conflict with concrete spall repair work at various locations and the spall repair work cannot be performed without first removing the existing downspouts. Temporary drainage measures will be installed and maintained while the spall work is being performed. Once the spall repair is complete, the downspouts will be installed. El Sol proposed \$177,298.72 for this work; the Engineer's estimate is \$177,515.84. When compared to the estimate, the proposed amount of \$177,298.72 (less than 1% below the estimate) is considered fair and reasonable.

Overall, El Sol proposed \$3,491,483.64 for all the items described; the Engineer estimates totaled \$3,048,646.65. Based on the above, the overall net increase of \$3,043,735.59 (less than 1% under the estimate) to the contract is considered fair and reasonable.

Funding for this amendment is available in the 2010-2014 Capital Program under Projects: D602VN80 - VN80C (\$2,227,812.87), D607VN35-Painting (\$159,000), and D601VN35 (\$656,922.72).

Schedule I: Modifications to Purchase and Public Works Contracts

Item Number: 3 (Final)

Vendor Name (& Location) Verdugos General Contractors Corp., Woodhaven, NY	Contract Number MP-06B	AWO/Modification #
Contract Title South Abutment Concrete Repairs and Electrical Work at the Marine Parkway Bridge		
Contract Term (including Options, if any) February 5, 2014 – February 4, 2015		
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 type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		
	Original Amount:	\$543,136.00
	Prior Modifications:	\$22,717.00
	Prior Budgetary Increases:	N/A
	Current Amount:	\$565,853.00
	This Request:	\$345,404.00
	% of This Request to Current Amount:	61%
	% of Modifications (including This Request) to Original Amount:	67.8%

Discussion:

B&T is seeking the Board's approval under the All-Agency Procurement Guidelines to modify this contract with Verdugos General Contractors Corp. for additional work associated with permanent arch repairs on the South Abutment of the Marine Parkway Bridge in the amount of \$345,404.

Under the auspices of the Small Business Mentoring Program, Contract MP-06B was awarded in February 2014 to Verdugos General Contractors Corp. (Verdugos) for furnishing all manpower, equipment and material necessary for concrete repairs and electrical improvements at the Marine Parkway Bridge South Abutment for a duration of twelve (12) months, in the low bid amount of \$543,136.

Based on field conditions, an amendment for \$22,717 was issued for extra work involving the temporary relocation and reinstallation of 5kV and communication line conduits attached to the stem wall of the Marine Parkway Bridge's South abutment in order to remove and repair the concrete wall behind the conduits, and the installation of a sidewalk shed protective scaffolding system at the South abutment archway for public safety while designing a more extensive long-term concrete repair solution.

The original contract scope of work included localized repairs to spalled and hollow concrete areas in the South Abutment arch. During loose concrete removal operations in preparation for the concrete patch repairs, it was discovered that the reinforcing steel bars were completely corroded and a large separation existed between the substrate and the concrete cover. Without cohesion between the separated layers of concrete, the concrete on the vertical and overhead sections of the archway could detach in sections and fall. Since the archway is open to the public, both recreational users and the Authority employees could potentially be harmed, which led to the temporary installation of the protective scaffolding system.

For the additional concrete repairs, Verdugos submitted a proposal in the amount of \$345,404. The Engineer's estimate is \$320,524. Given that the variance between Verdugos' proposal and the Engineer's estimate of \$24,880 is attributable to the cost of additional protection required by the contractor for the communication cables, the proposed amount of \$345,404 was accepted as fair and reasonable. Due to the safety factor involved, B&T gave approval for initial funding of \$110,000 for engineering costs and materials. The Substantial Completion date will also be extended for eight months.

Funding for this amendment is available in the 2010-2014 Capital Program under Project D601MP06.