



Metropolitan Transportation Authority

September 2016

MTA Board Action Items



MTA Board Meeting
2 Broadway - 20th Floor Board Room
New York, N.Y. 10004
Wednesday, 9/28/2016
10:00 AM - 12:00 PM ET

1. PUBLIC COMMENT PERIOD

2. APPROVAL OF MINUTES

MTA Regular Board Minutes - July 27, 2016

MTAHQ Minutes - July 27, 2016 - Page 5

NYCT/MaBSTOA/SIR/Bus Company Regular Board Minutes - July 27, 2016

NYCTA Minutes - July 27, 2016 - Page 10

MTA Metro-North Railroad Regular Board Minutes - July 27, 2016

Metro-North Minutes - July 27, 2016 - Page 14

MTA Long Island Rail Road Regular Board Minutes - July 27, 2016

LIRR Minutes - July 27, 2016 - Page 21

MTA Bridges & Tunnels Regular Board Minutes - July 27, 2016

B&T Minutes - July 27, 2016 - Page 30

MTA Capital Construction Regular Board Minutes - July 27, 2016

MTACC Minutes - July 27, 2016 - Page 35

3. COMMITTEE ON FINANCE

Action Items

i. Selection of Bond Underwriters

Selection of Bond Underwriters - Page 38

ii. Resolution to Authorize Execution, Filing and Acceptance of Federal Funds

Resolution to Authorize Execution, Filing and Acceptance of Federal Funds - Page 44

MTAHQ Procurements Report

MTAHQ Procurement Report - Page 52

i. Non-Competitive

MTAHQ Non-Competitive Procurement - Page 54

ii. Competitive

MTAHQ Competitive Procurements - Page 56

iii. Ratifications (no items)

Real Estate Items

i. Real Estate Agenda and Staff Summaries

Real Estate Agenda and Staff Summaries - Page 67

4. COMMITTEE ON NYCT & BUS

NYCT Procurements

NYCT September Procurement Staff Summary and Resolution - Page 80

i. Non-Competitive

NYCT Non-Competitive Actions - Page 84

ii. Competitive

NYCT Competitive Actions (2) - Page 86

iii. Ratifications

MTACC Ratification - Page 92

5. COMMITTEE ON METRO-NORTH RAILROAD

Action Items

i. New Haven Line Connecticut Fare Increase

New Haven Line Connecticut Fare Increase - Page 94

ii. NYSDOT Grant for Connecting Services

NYSDOT Grant for Connecting Services - Page 113

Metro-North Procurements (no items)

6. COMMITTEE ON LONG ISLAND RAIL ROAD

Action Item

i. Parking Rehabilitation Projects

Parking Rehabilitation Projects - Page 114

LIRR Procurements

LIRR Procurements - Page 116

i. Non-Competitive

LIRR Non-Competitive Procurements - Page 120

ii. Competitive (no items)

iii. Ratifications (no items)

LIRR MTACC Procurements

MTA CC Procurements - Page 124

i. Non-Competitive (no items)

ii. Competitive

MTA CC Competitive Procurements - Page 127

iii. Ratifications (no items)

7. COMMITTEE ON MTA BRIDGES & TUNNELS OPERATIONS

BT Procurements

BT Procurements - September 2016 - Page 129

i. Non-Competitive (no items)

ii. Competitive

BT Competitive - Page 132

iii. Ratifications (no items)

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

9. EXECUTIVE SESSION

Date of next meeting: Friday, October 28, 2016

**Metropolitan Transportation Authority
Minutes of
Regular Board Meeting
2 Broadway
New York, NY 10004
Wednesday, July 27, 2016
10:30 a.m.**

The following members were present:

**Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. David Jones
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Andrew Saul
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. James Vitiello
Hon. Peter Ward**

The following members were absent:

**Hon. John Samuelson
Hon. Lawrence Schwartz
Hon. Carl V. Wortendyke
Hon. Neal Zuckerman**

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Board Member Andrew Albert, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Darryl Irick, SVP, NYCT DoB/President, MTA Bus Company, Michael Horodniceanu, President, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, 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.

Chairman Prendergast called the meeting to order and he introduced and welcomed new Board member Peter Ward, President of the New York Hotel and Motel Trades Council and returning Board member Andrew Saul.

1. **PUBLIC SPEAKERS.** There were five (5) public speakers. The following speaker spoke on items relative 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 the content of speakers' statements.

Mr. X, private citizen

2. **CHAIRMAN'S REMARKS.**

Chairman Prendergast stated that toward the end of today's meeting Robert Foran, Chief Financial Officer, will present the MTA's Financial Plan. The Chairman highlighted a few aspects of the July Financial Plan as follows:

- The \$29.5 billion MTA 2015-2019 Capital Program sets the stage for five years of vital investments to renew, enhance and expand the MTA network;
- The MTA's budget is the most aggressive cost-cutting effort in MTA's history, which began in 2010 and continues just as aggressively to this day;
- Company-wide initiatives have generated tremendous savings for the organization, resulting in major benefits for the customers; and
- The MTA will meet or exceed its 2016 target of \$1.6 billion in annual recurring savings. With the projected savings included in this Plan, MTA expects an aggregate annually recurring savings of almost \$2 billion dollars per year by 2020.

Chairman Prendergast said that these cost-cutting efforts allow MTA to minimize the pressure on fare and toll increases; continue to invest in providing safe and reliable service, invest in new service and service support to meet customer demand; and fund and support investments in technology and stations to improve the customer's experience.

3. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the regular Board meeting held on June 22, 2016.

4. **COMMITTEE ON FINANCE.**

A. Action Item. Upon motion duly made and seconded, the Board approved the following action item. The specifics are set forth in the staff summary filed with the meeting materials.

1. **Commuter Railroad/Amtrak Agreement.** Approved modifications to various agreements between MTA and each of its Commuter Railroads (LIRR and Metro-North) and the National Railroad Passenger Corporation (Amtrak) necessary to comply with the requirements of the Federal Passenger Rail Investment and Improvement Act of 2008 ("PRIIA"), and the implementing policies adopted by the Northeast Corridor Commission.

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. NYS Office of Information Technology Services (“ITS”) – Memorandum of Understanding for Data Center Co-Location – No. 16263-0100. Approved a Memorandum of Understanding with ITS for a period of sixty (60) months from August 1, 2016 thru July 31, 2021, permitting the MTA to utilize space in the Albany site for location of equipment to support Disaster Recovery operations for its PeopleSoft Applications and Middleware Technologies, if required.
2. Various Contractors – All-Agency Enterprise Asset Management (“EAM”) Integration Services – Nos. 15135-0100 thru -1200. Approved the award of twelve (12) competitively negotiated, all-agency software integration contracts to support and implement the next stage of MTA’s EAM Program on an as-needed basis for a period of five (5) years with two additional one-year options from August 1, 2016 through July 31, 2021.
3. TDX Construction Corporation – Small Business Development Program – No. 16148-0100. Approved the award of a competitively negotiated contract to provide mentoring services for the MTA’s Small Business Mentoring Program, for a four-year period, from August 1, 2016 through July 31, 2020.
4. Corvel Healthcare Corporation – All-Agency Medical Bill Review and Payment Services – No. 08341-0100, S/A #4. Approved an amendment to a previously Board-approved, competitively awarded, all-agency personal service contract with Corvel Healthcare Corporation for medical bill review and payment services.
5. Sterling Infosystems, Inc. – Background Verification and Investigation Services – No. PSC-11-2893 (B&T). Approved an amendment to a previously approved B&T all-agency, competitively negotiated, personal services contract to provide background verification and investigation services on an as-needed basis; and extend the contract by one year through August 27, 2017.

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

New York City Transit Authority

1. Lease agreement with Abdul A. Nahshal (or corporation to be formed) for the operation of a coffee and baked goods shop at East 180th Street Station, White Plains Road Line, Bronx, N.Y.

Metro-North Railroad

2. Lease agreement with Hudson Hospitality Group LLC (or entity to be formed) for the operation of a restaurant/café and a visitors' information center and tour-booking office at the Peekskill Station, Hudson Line, Westchester County, N.Y.
3. Lease agreement with Locali – 2 Forest LLC (or entity to be formed) for the operation of an Italian/pizza restaurant and bar at the Mount Kisco Station, Harlem Line, Westchester County, N.Y.

MTA Capital Construction

4. Lease with BDG Gotham Plaza, LLC, an affiliate of Blumenfeld Development Group, for Phase II – Second Avenue Subway community information center at 151 East 125th Street, New York, N.Y.

5. JOINT SESSION OF THE BOARD AND FINANCE COMMITTEE OF THE MTA FOR CHIEF FINANCIAL OFFICER'S PRESENTATION OF 2016 MID-YEAR FORECAST, 2017 PRELIMINARY BUDGET AND 2017 - 2020 FINANCIAL PLAN.

MTA Chief Financial Officer Robert Foran presented the MTA 2016 Mid-Year Forecast, 2017 Preliminary Budget and the 2017-2020 Financial Plan to the Finance Committee and MTA Board members. Copies of the Mid-Year Forecast, Preliminary Budget, and Financial Plan were distributed to Board members.

Chairman Prendergast thanked Robert Foran for the presentation and invited Board discussion concerning the proposed financial plan. The details of the presentation and Board members' comments with respect thereto are included in the videotape of the meeting produced by the MTA and maintained in MTA records.

6. **EXECUTIVE SESSION.** Upon motion duly made and seconded, the Board voted to convene an executive session in accordance with Section 105(1)(d) and Section 105(1)(e) to discuss matters relating to proposed, pending or current litigation and matters relating to collective bargaining, respectively, pursuant to the New York State Public Officers Law.

Upon motion duly made and seconded, the Board approved resolutions providing for (a) Amendments to the MTA Defined Benefit Pension Plan and the MaBSTOA Pension Plan to reflect changes to the New York Retirement and Social Security Law ("RSSL"); (b) Amendments to Article 10 of the MTA DB Program (relating to the MTA 20-Year Police Program) to reflect changes to the RSSL; and (c) Amendments to the MaBSTOA Plan to reflect changes to the RSSL.

7. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:43 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, July 27, 2016
10:00 a.m.**

The following members were present:

**Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. David Jones
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Andrew Saul
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. James Vitiello
Hon. Peter Ward**

The following members were absent:

**Hon. John Samuelson
Hon. Lawrence Schwartz
Hon. Carl V. Wortendyke
Hon. Neal Zuckerman**

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Board Member Andrew Albert, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph J. Giuliatti, President, Metro-North Railroad, Donald Spero, President, TBTA, Darryl Irick, SVP, NYCT DoB/President, MTA Bus Company, Michael Horodniceanu, President, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, also attended the meeting.

1. CHAIRMAN PRENDERGAST CALLED THE MEETING TO ORDER

2. PUBLIC COMMENT PERIOD

There were four (4) public speakers. The following speaker spoke on MTA NYC Transit /Staten Island Rapid Transit Operating Authority /MTA Bus Company matters:

Murray Bodin, Concerned Grandparents, discussed items that were addressed at the Safety Committee meeting.

Omar Vera, Private Citizen, spoke about issues relating to the M5/M55 service changes and the Second Avenue Subway.

Arthur Piccolo, Bowling Green Associates, spoke about the issue with heat on subway platforms.

Jason Pineiro, Private Citizen, discussed issues relating to the M5 revisions and the Second Avenue Subway.

A video recording of the meeting produced by the MTA and maintained in MTA records provides more detailed content of speakers' statements.

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 June 22, 2016.

5. COMMITTEE ON FINANCE

Real Estate Items:

MTA NYC Transit: Upon motion duly made and seconded, the Board approved a Lease Agreement with Abdul A. Nahshal (or corporation to be formed) for the operation of a coffee and baked goods shop at East 180th Street Station, White Plains Road Line, Bronx, N.Y.

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

Action Item:

M5 Service Revisions: Upon motion duly made and seconded, the Board approved a proposal to split the M5 route into two routes: the northern route would operate between the George

Washington Bridge Bus Terminal and West 31st Street and 6th Avenue. The southern route (M55) would operate between West 44th Street and 6th Avenue and the South Ferry Terminal.

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), and a majority vote (Schedule H in the Agenda). Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of 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 (Schedules B and C in the Agenda) and a majority vote (Schedule H in the Agenda). Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of MTA NYC Transit /Staten Island Rapid Transit Operating Authority /MTA Bus Company.

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. JOINT SESSION OF THE BOARD AND FINANCE COMMITTEE FOR CHIEF FINANCIAL OFFICER'S PRESENTATION OF 2016 MID-YEAR FORECAST, 2017 PRELIMINARY BUDGET AND 2017 - 2020 FINANCIAL PLAN

MTA Chief Financial Officer Robert Foran presented the MTA 2016 Mid-Year Forecast, 2017 Preliminary Budget and the 2017-2020 Financial Plan to the Finance Committee and Board members. Copies of the Mid-Year Forecast, Preliminary Budget, and Financial Plan were distributed to Board members.

Chairman Prendergast thanked Robert Foran for the presentation and invited Board discussion concerning the proposed financial plan. The details of the presentation and Board members' comments with respect thereto are included in the videotape of the meeting produced by the MTA and maintained in MTA records.

8. EXECUTIVE SESSION.

Upon motion duly made and seconded, the Board voted to convene an executive session in accordance with Section 105(1)(d) and Section 105(1)(e) to discuss matters relating to proposed, pending or current litigation and matters relating to collective bargaining, respectively, pursuant to the New York State Public Officers Law.

Upon motion duly made and seconded, the Board approved resolutions providing for (a) Amendments to the MTA Defined Benefit Pension Plan and the MaBSTOA Pension Plan to reflect changes to the New York Retirement and Social Security Law ("RSSL"); (b) Amendments to Article 10 of the MTA DB Program (relating to the MTA 20-Year Police

Program) to reflect changes to the RSSL; and (c) Amendments to the MaBSTOA Plan to reflect changes to the RSSL.

9. ADJOURNMENT

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:43 a.m.

Respectfully submitted,
/s/Mariel A. Thompson
Mariel A. Thompson
Assistant Secretary

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

Wednesday, July 27, 2016
10:30 a.m.

The following members were present:

Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. David Jones
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Andrew Saul
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. James Vitiello
Hon. Peter Ward

The following members were absent:

Hon. John Samuelson
Hon. Lawrence Schwartz
Hon. Carl V. Wortendyke
Hon. Neal Zuckerman

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Board Member Andrew Albert, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Darryl Irick, SVP, NYCT DoB/President, MTA Bus Company, Michael Horodniceanu, President, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, also attended the meeting.

Chairman Prendergast called the meeting to order. He introduced and welcomed new Board member Peter Ward, President of the New York Hotel and Motel Trades Council, and returning Board member Andrew Saul.

1. Public Speakers:

There were five public speakers. One speaker commented on matters related to Metro-North.

Murray Bodin – complemented the MTA, saying that the discussion of grade crossing safety at the Safety Committee meeting this date will save lives and money. He stated that the Safety Committee acknowledged the need to look at things differently in the future.

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

2. Chairman's Opening Remarks:

Chairman Prendergast stated that toward the end of today's meeting Robert Foran, Chief Financial Officer, will present the MTA's Financial Plan. The Chairman highlighted a few aspects of the July Financial Plan as follows:

- The \$29.5 billion MTA 2015-2019 Capital Program sets the stage for five years of vital investments to renew, enhance and expand the MTA network;
- The MTA's budget is the most aggressive cost-cutting effort in MTA's history, which began in 2010 and continues just as aggressively to this day;
- Company-wide initiatives have generated tremendous savings for the organization, resulting in major benefits for the customers; and
- The MTA will meet or exceed its 2016 target of \$1.6 billion in annual recurring savings. With the projected savings included in this Plan, MTA expects an aggregate annually recurring savings of almost \$2 billion dollars per year by 2020.

Chairman Prendergast said that these cost-cutting efforts allow MTA to minimize the pressure on fare and toll increases; continue to invest in providing safe and reliable service, invest in new service and service support to meet customer demand; and fund and support investments in technology and stations to improve the customer's experience.

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

3. Approval of Minutes:

Upon motion duly made and seconded, the minutes of the Regular Board Meeting of June 22, 2016 were approved.

4. Committee on Finance:

Action Items:

The Board was presented with the following action item recommended to it by the Committee on Finance that relates to Metro-North:

- Commuter Railroad/Amtrak Agreement – Board approval of modifications to various agreements between MTA and each of its commuter railroads (Long Island Rail Road and Metro-North) and the National Railroad Passenger Corporation (“Amtrak”) necessary to comply with the requirements of the Federal Passenger Rail Investment and Improvement Act of 2008 (“PRIIA”), and the implementing policies adopted by the Northeast Corridor Commission.

Upon motion duly made and seconded, the Board approved the foregoing action item, the details of which are contained in the minutes of the MTA Board meeting held this day, a staff summary filed with those minutes and in the video recording of the meeting, produced by the MTA and maintained in MTA records.

MTAHQ Procurements:

The Board was presented with the following competitive procurements recommended to it by the Committee on Finance that relate to Metro-North:

- Approval of the award of 12 competitively negotiated, all-agency software integration contracts to support and implement the next stage of MTA's Enterprise Asset Management (EAM) Program on an as-needed basis for a period of five (5) years with two additional one year options from August 1, 2016 through July 31, 2021 in the not-to-exceed amount of \$50 million.
- Approval of the award to TDX Construction Corporation to provide mentoring services for the MTA's Small Business Mentoring Program (SBMP), for a four year period, from August 1, 2016 through July 31, 2020, with options to renew for two additional one-year periods at the MTA's sole discretion, at a not to exceed cost of \$10,716,438.00 for the initial four years. This contract is funded by each agency from within its capital program.
- Approval of an amendment to a previously Board-approved, competitively awarded, all-agency personal service contract with CorVel Healthcare Corporation for Medical Bill Review and Payment Services. To date, this service reduced medical bill payments by \$247,875,006. The amendment is to: (i) increase funding by \$3,800,000 from \$10,619,982 to \$14,419,982 to cover current invoices and thus realize additional savings; and (ii) extend the period of performance by twelve months from August 1, 2016 through July 31, 2017 to allow time to complete a new RFP process and a transition period to a new supplier, if necessary.
- Approval of: (i) an amendment to a previously approved B&T all-agency, competitively negotiated, personal services contract to Sterling Infosystems, Inc. to provide Background Verification and Investigation Services on an as-needed basis in an amount not-to-exceed \$1,163,500; and (ii) extension of the contract by one year through August 27, 2017. This contract will now be administered by MTABSC as part of the all agency procurement consolidation. This amendment will allow sufficient time to complete a competitive RFP and allow a transition period to a new supplier(s), if required. The rates established in the base contract will remain the same and are deemed fair and reasonable.

Upon motion duly made and seconded, the Board approved the foregoing procurement items, the details of which 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.

Real Estate:

The Board was presented with the following real estate items recommended to it by the Committee on Finance that relate to Metro-North:

- Lease with Hudson Hospitality Group LLC (or entity to be formed) for a restaurant/café and a visitors' information center and tour-booking office at the Peekskill station building in Peekskill, New York.
- Lease with Locali – 2 Forest LLC (or entity to be formed) for an Italian/pizza restaurant and bar at the Mt. Kisco station building in Mt. Kisco, New York.

Upon motion duly made and seconded, the Board approved the foregoing real estate items, the details of which are contained in the minutes of the MTA Board meeting held this day, staff summaries filed with those minutes and in the video recording of the meeting, produced by the MTA and maintained in MTA records.

5. Committee on Metro-North Railroad:

Action Item:

The Board was presented with the following action item recommended to it by the Metro-North Committee:

- Public Hearing for New Haven Line Connecticut Fare Increase – Authorization for Metro-North and MTA staff to participate in one or more public hearings with regard to proposed increases in Metro-North New Haven Line fares for travel to or from Connecticut stations.

Upon motion duly made and seconded, the Board approved the foregoing action item. The details of the above item are contained in a staff summary 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.

Procurements:

The Board was presented with the following non-competitive procurements recommended to it by the Metro-North Committee:

- Approval to award a non-competitive purchase contract in the not-to-exceed amount of \$213,000 with Railway Technology, Inc. for the upgrade of the existing wheel counter equipment. Railway Technology, Inc. is the original equipment manufacturer for the supply of wheel counter equipment which is comprised of sensors, cabling, adapters and control modules installed in the New Haven and Croton Harmon rail yards.
- Approval of a non-competitive purchase contract in the not-to-exceed amount of \$104,117 with Schneider Electric for the Transformer House Remote Control Unit (RTU). The RTU cabinet contains all the critical electrical components that provide communication and control of the transformer house along with critical hardware and software components that control emergency generator backup systems at Grand Central Terminal. Schneider Electric is the original equipment manufacturer for the cabinet.
- Approval of a non-competitive miscellaneous three-year service agreement in the amount of \$1,227,969 with Ansaldo STS USA, Inc. for the purchase, repair/return and replacement of cab signal parts, components and assemblies for the Metro-North M-7

railcar fleet, as well as wayside signaling and communication equipment for the Maintenance of Way Department.

- Approval for additional funding in the not-to-exceed amount of \$75,000 and an 18-month time extension for a contract modification to an existing non-competitive miscellaneous service contract with Electronic Security & Control Systems, Inc. The Apollo Access Control system is a security based card swipe system used to manage access to critical railroad locations. The system is being phased out and the agreement will permit the railroad to bridge the time period until the railroad converts to a new state-of-the-art system that is deployed throughout all MTA agencies.
- Approval of a two-year time extension and additional funding in the not-to-exceed amount of \$22,479,871 to an existing non-competitively solicited miscellaneous purchase agreement with General Electric Transportation Parts, LLC. The agreement is for various original equipment manufacturer standard stock and repair and replacement parts for Metro-North's locomotive fleet.

The Board was presented with the following competitive procurements recommended to it by the Metro-North Committee:

- Approval under the All Agency General Contract Procurement Guidelines for Metro-North Railroad and Long Island Rail Road to utilize a competitive Request for Proposal (RFP) process for design/build services in lieu of sealed competitive bids for various design/build contracts.
- Approval to award a competitively solicited three-year miscellaneous service contract in the not-to-exceed amount of \$334,770 to Sherwood Electromotion, Inc. to provide repair and return of the single ended blower motor sets used on the M-3 Railcars.
- Approval to award two, five-year (three year base with two, one year options), competitively solicited miscellaneous service contracts in the not-to-exceed amount of \$1,772,425 to Dunbar Armored, Inc. and Rapid Armored Corp. for Armored Car services.
- Approval to award a competitively solicited, five year miscellaneous service contract (three year base with two year option) in the not-to-exceed amount of \$500,000 to Empire Consulting, LLC for Specimen Collection and Alcohol Testing Services at various locations throughout Metro-North's territory in both NY and CT.
- Approval to award a competitively solicited three-year miscellaneous service contract in the not-to-exceed amount of \$415,200 to Ensco Rail, Inc. to provide automated track geometry inspection services on the Metro-North East of Hudson Lines.
- Approval for additional funding in the amount of \$1,044,905 for a contract modification to an existing, competitively solicited personal service contract with Jacobs Civil Consultants, Inc.; and to extend the contract period of performance by twenty-two months. This contract, which was competitively solicited and awarded in August 2007, is for engineering and design services required for the ten new traction power substations on the upper Harlem Line and the Harlem River Lift Bridge Circuit Breaker Houses.

The Board was presented with the following ratifications recommended to it by the Metro-North Committee:

- Approval of a competitively solicited ten-year miscellaneous service contract in the not-to-exceed amount of \$8,561,334 with SNT Bus, Inc. to provide a fixed route, scheduled feeder bus service (known as the Hudson Rail Link Bus Service) to Metro-North's Spuyten Duyvil and Riverdale Stations located in the West Bronx on Metro-North's Hudson Line.
- Approval of a non-competitive, miscellaneous service contract in the amount of \$22,000 with Cubic Transportation Systems, Inc. to provide relocation services for computer equipment related to the fare boxes for the Hudson Rail Link Bus Service.
- Approval of a competitively solicited, 4 ½ month design-build contract in the amount of \$3,295,000 to Ecco III Enterprises, Inc. to provide design and construction services for permanent repairs to the Park Avenue Viaduct at 118th Street.

Upon motion duly made and seconded, the Board approved the foregoing procurement items. 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.

6. Committee on Long Island Rail Road:

Procurements:

The Board was presented with the following competitive procurement recommended to it by the Committee on Long Island Rail Road that relates to Metro-North:

- Approval, on behalf of Long Island Rail Road, Metro-North Railroad, Triborough Bridge and Tunnel Authority and the Metropolitan Transportation Authority Police Department to award three individual five-year, competitively solicited, miscellaneous service contracts in the aggregate amount of \$1,491,886.25 to Total Fire Protection, Inc., Fire Command, Inc., and Campbell Fire Protection, for as-needed inspection and testing, maintenance and repair, and fill and recharge of fire extinguishers.

Upon motion duly made and seconded, the Board approved the foregoing procurement item. A staff summary 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.

7. JOINT SESSION OF THE BOARD AND FINANCE COMMITTEE OF THE MTA FOR CHIEF FINANCIAL OFFICER'S PRESENTATION OF 2016 MID-YEAR FORECAST, 2017 PRELIMINARY BUDGET AND 2017 - 2020 FINANCIAL PLAN.

MTA Chief Financial Officer Robert Foran presented the MTA 2016 Mid-Year Forecast, 2017 Preliminary Budget and the 2017-2020 Financial Plan to the Finance Committee and MTA Board members. Copies of the Mid-Year Forecast, Preliminary Budget, and Financial Plan were distributed to Board members.

Chairman Prendergast thanked Robert Foran for the presentation and invited Board discussion concerning the proposed financial plan. The details of the presentation and Board

members' comments with respect thereto are included in the videotape of the meeting produced by the MTA and maintained in MTA records.

8. Executive Session:

The Board, upon motion duly made and seconded, voted to convene into Executive Session pursuant to Section 105(1)(e) and 105(1)(d) of the New York State Public Officers Law to discuss matters relating to collective bargaining negotiations and potential litigation. No Metro-North matters were discussed. Upon motion duly made and seconded, the Board voted to reconvene in public session.

9. Adjournment:

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:43 a.m.

Respectfully submitted,



Linda Montanino
Assistant Secretary

July 2016 Board Minutes-FINAL
Legal/Corporate

Minutes of the Regular Board Meeting
Long Island Rail Road Company
2 Broadway
New York, NY 10004
Wednesday, July 27, 2016
10:30 a.m.

The following members were present:

Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. David Jones
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Andrew Saul
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. James Vitiello
Hon. Peter Ward

The following members were absent:

Hon. John Samuelson
Hon. Lawrence Schwartz
Hon. Carl V. Wortendyke
Hon. Neal Zuckerman

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Board Member Andrew Albert, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Catherine Rinaldi, Executive Vice President, Metro-North Railroad, Donald Spero, President, TBTA, Darryl Irick, SVP, NYCT DoB/President, MTA Bus Company, Michael Horodniceanu, President, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, also attended the meeting.

Chairman Prendergast called the meeting to order. The Chairman then welcomed a new Board member, Peter Ward, and a returning Board member, Andrew Saul of Westchester County

1. Public Speakers:

There were five (5) public speakers. One (1) speaker commented on matters related to the LIRR.

Murray Bodin, a private citizen, complimented the MTA, saying that today's safety meeting and its discussion of grade crossing safety would change things and saves lives and

money. Mr. Bodin also stated that the Safety Committee acknowledged the need to look at things differently in the future. Mr. Bodin said he would be attending the New Jersey Transit board meeting later today and would tell them that MTA has been very active on this issue.

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

2. Chairman's Opening Remarks:

The Chairman stated that Robert Foran, Chief Financial Officer, would give a presentation at the end of the meeting on the July Financial Plan. The Chairman stated that the highlights of the July Financial Plan included the following:

- Every financial discussion we will be having over the next five years will begin with the single largest investment in MTA infrastructure in history --- the \$29.5 Billion MTA 2015-19 Capital Program, which sets the stage for five years of vital investments to renew, enhance and expand our network.
- In addition, it is important to note that the most aggressive cost-cutting effort in MTA history, which began in 2010, will continue. We consider it a moral obligation to cut costs as we ask people to pay their fares. We expect to meet our 2016 target of \$1.63 Billion in annual recurring savings, and we expect to reach \$2 Billion in savings in 2020.
- These developments allow us to pursue four key goals: minimize the pressure on fare increases, continue to invest in system safety and reliability; introduce new services to meet customer demand; and invest in technology and stations to enhance the customer experience.

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

3. Approval of Minutes:

Upon motion duly made and seconded, the minutes of the Regular Board Meeting of June 22, 2016 were approved.

4. Committee on Finance:

Action Items:

The Board was presented with the following action item recommended to it by the Committee on Finance:

- Approval of modifications to various agreements between MTA and each of its Commuter Railroads (LIRR and Metro-North) and the National Railroad Passenger Corporation (Amtrak) necessary to comply with the requirements of the Federal Passenger Rail Investment and Improvement Act of 2008 (PRIIA), and the implementing policies adopted by the Northeast Corridor Commission.

Upon motion duly made and seconded, the Board approved the foregoing action item, the details of which are contained in the minutes of the MTA Board meeting held this day, the staff summary filed with those minutes and in the video recording of the meeting, produced by the MTA and maintained in MTA records.

Procurements:

The Board was presented with the following competitive procurements recommended to it by the Committee on Finance that relate to Long Island Rail Road:

- Approval of a Memorandum of Understanding (MOU) With The Office of Information Technology (ITS) of New York State for Data Center Co-Location for a period of sixty (60) months from August 1, 2016 through July 31, 2021 at a not-to-exceed amount of \$1,520,000 which includes a contingency of \$20,000, to permit MTA to utilize space in the Albany site for location of equipment to support Disaster Recovery operation for its PeopleSoft applications and Middleware Technologies if required.
- Approval of the award of twelve competitively negotiated, all-agency software integration contracts to support and implement the next stage of MTA's Enterprise Asset Management (EAM) program on an as-needed basis for a period of five (5) years with two additional one-year options from August 1, 2016 through July 31, 2021 in the not-to-exceed amount of \$50 million.
- Approval of the award to TDX Construction Corporation to provide mentoring services for MTA's Small Business Mentoring Program (SBMP), for a four year period, from August 1, 2016 through July 31, 2020, with options to renew for two additional one-year periods at the MTA's sole discretion, at a not-to-exceed cost of \$10,716,438 for the initial four years.
- Approval of an amendment to the previously Board-approved, competitively awarded, all-agency personal service contract with CorVel Healthcare Corporation for Medical Bill Review and Payment Services. The amendment is to (i) increase funding by \$3,800,000 from \$10,619,982 to \$14,419,982 to cover current invoices and thus realize additional savings; and (ii) extend the period of performance by twelve months from August 1, 2016 through July 31, 2017 to allow time to complete a new RFP process and a transition period to a new supplier if necessary.
- Approval of an amendment to the previously approved B&T all agency, competitively negotiated, personal services contract to Sterling Infosystems, Inc. to

(i) provide Background Verification and Investigation Services on an as-needed basis in an amount not to exceed \$1,163,500; and (ii) extend the contract by one year through August 27, 2017. This contract will now be administered by MTABSC as part of the all agency procurement consolidation.

Upon motion duly made and seconded, the Board approved the foregoing procurement items, the details of which are contained in the minutes of the MTA Board meeting held this day, the staff summaries filed with those minutes and in the video recording of the meeting, produced by the MTA and maintained in MTA records.

Real Estate Items:

The Board was presented with four (4) real estate items, none of which related to the Long Island Rail Road.

5. Committee on Long Island Rail Road:

Procurements:

The Board was presented with the following procurement items recommended to it by the Committee on Long Island Rail Road for approval:

Non-Competitive:

- EMCOM Systems, Ins. – approval to award a three-year sole source contract to EMCOM Systems Inc. in an amount not to exceed \$108,696 to provide Maintenance Services and Software Updates for existing EMCOM Emergency Communications systems used in the LIRR Atlantic Avenue tunnel.

Competitive:

- Competitive RFP – approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is therefore in the public interest to use the competitive Request for Proposal (RFP) procurement method, pursuant to Section 1265-a of the Public Authorities Law, to award a contract for the purchase of two (2) new or remanufactured Green Locomotives with an option to purchase up to 6 additional locomotives. These locomotives will be owned by LIRR and leased to New York and Atlantic Railway (NYAR) to support freight operations on Long Island.
- Competitive RFP – approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is therefore in the public interest to use the competitive RFP procurement method, pursuant to Section 1265-a of the Public Authorities Law, to award a preliminary Design/Build construction contract for the New Morris Park Locomotive Shop and Employee Facility.

- Miscellaneous Service Contracts – LIRR, Metro-North, Tri-borough Bridge and Tunnel Authority and the MTAPD request approval to award three (3) individual five- year competitively solicited, miscellaneous services contracts in the aggregate amount of \$1,491,886.25, to Total Fire Protection, Inc., Fire Command, Inc. and Campbell Fire Protection, for as-needed inspection and testing, maintenance and repair, fill and recharge of fire extinguishers.

Upon motion duly made and seconded, the Board approved the foregoing procurement items, the details of which are contained in the minutes of the MTA Board meeting held this day, the staff summaries filed with those minutes and in the video recording of the meeting, produced by the MTA and maintained in MTA records.

MTA Capital Construction:

Procurements:

MTA Capital Construction Chief Procurement Officer David Cannon presented four procurement items to the Committee for approval. Details of the items are set forth below and in the Staff Summaries, copies of which are on file with the record of this meeting. The four procurement items are as follows:

Competitive Items:

- A modification to the GCT Concourse and Facilities Fit-Out (CM014B) contract to provide for the demolition of existing crash walls in the amount of \$792,438.
- A modification to the GCT Concourse and Facilities Fit-Out (CM014B) contract for the remediation of the shaft for Elevator EL-09 in the amount of \$890,000.

Ratifications:

- Ratification of a modification to the Harold Structures Part 3 (CH057) contract to furnish and install additional catenary structures and miscellaneous catenary pole hardware in the amount of \$1,895,000.
- Ratification of a Modification to the Plaza Substation and Queens Structures (CQ32) contract to implement remediation measures to prevent water infiltration at the Plaza Interlocking Structure in the amount of \$1,906,960.

Upon motion duly made and seconded, the Board approved the foregoing procurement items, the details of which are contained in the minutes of the MTA Board meeting held this day, the staff summaries filed with those minutes and in the video recording of the meeting, produced by the MTA and maintained in MTA records.

6. Presentation on July Financial Plan:

Robert Foran, Chief Financial Officer, gave a presentation on the July Financial Plan. Mr. Foran stated that:

- The July 2017-2020 Financial Plan includes both a 2016 mid-year forecast, a 2017 preliminary budget, and a financial forecast for the years 2017-2020;
- MTA maintains its books and records in accordance with Generally Accepted Accounting Principles (GAAP);
- MTA is required by statute to balance its books on a self-sustaining basis, meaning that cash from one year can go to offset expenses in the next year;
- MTA projected ending 2016 with a \$121 million cash balance, which would be rolled over to 2017, to offset a deficit and leave a \$3 million cash balance; in 2018, revenues and expenses are expected to remain largely in balance, but in 2019, a deficit of \$257 million is projected;
- The February Plan was based on 3 key inter-related elements in all of our Financial Plans: Biennial fare and toll increases; increased annually recurring savings targets; and increased funding for the Capital Program;
- The following changes have occurred since the February Plan: the MTA 2015-2019 Capital Program was approved by the Capital Program Review Board; changes and re-estimates improving financial results over the plan period (e.g., better than forecasted 2015 results, lower debt service expenses, lower energy forecasts, higher toll revenues, and higher other operating revenue), as well as changes and re-estimates worsening financial results over the plan period (e.g., higher health & welfare/fringe benefit expenses, higher pension estimates, and lower farebox revenue); overall, the re-estimates and other changes are \$690 million favorable through 2019;
- Highlights of the 2017-2019 July Plan include: projected fare and toll increased continue to be held at 4% in 2017 and 2019 (2% annual increases); initiatives have already been identified that will cover 73% of the cost reductions targeted in the February Plan; savings targets will be increased by an incremental \$50 million per year, leading to total annual savings of approximately \$2 billion in 2020; \$566 million in debt service savings will provide additional funds for project costs not in the currently approved program; \$200 million of Pay as You Go funding is accelerated by 3 years, saving \$39 Million in debt service; and additional investments will be made over the plan period for improved customer experience, maintenance and operations, service and service support, and safety and security initiatives; overall, the Financial Plan is balanced through 2019 with a 2020 projected deficit of \$371 million;

- The July Plan funds the following over the Plan Period:
 - \$195 million to improve the Customer Experience (e.g., NYCT station enhancement program; installation and maintenance of real-time information signs and USB ports on 600 existing subway cars and buses; maintenance of B Division countdown clocks (year-end 2018));
 - An Additional \$145 million in Maintenance and Operations (e.g., NYCT bus fleet overhaul scheduled for 4 and 8 year cycles beginning in 2019; maintenance of new R179 subway cars; LIRR to repair and replace M-7 and C-3 seat covers; LIRR to maintain West Side Yard overbuild);
 - An Additional \$78 million in Service and Service Support (e.g., MTA Bus will implement SBS on key routes; LIRR will provide year-round Greenport weekend service on the North Fork and add trains timed to connect with Fire Island ferries during the peak summer season; LIRR will increase consist lengths on select trains to meet ridership demands);
 - An additional \$46 million in safety and security initiatives (e.g., “Don’t Block the Box” grade crossing technology; increased fire safety coverage at Jamaica Station; New MTA police facility in Bethpage, Long Island);
- Initiatives have been identified to address \$495 million of prior savings targets, but looming deficits require an increase in targets;
- Projected annual recurring savings will approach \$2 billion by 2020;
- The Plan funds important investments, but continued fiscal discipline will be required to address out year deficit (projected to be approximately \$371 million in 2020);
- If savings targets are not achieved, deficits will occur earlier and be larger (potentially \$427 million in 2019 and increasing to \$703 million in 2020);
- If savings targets are not achieved and projected fare increases are not implemented, the MTA’s financial situation becomes untenable (with a projected deficit of \$108 million in 2017 rising to \$1.325 billion in 2020);

Mr. Foran stated that the MTA faces a series of challenges going forward including the following:

- Fare and toll increases will need to be pursued – fares and tolls cover just 1/3 of our total costs but if these costs increase at the rate of inflation and we are unable to implement fare and toll increases, we will face deficits that are much earlier and larger;

- The same holds true if we are unable to implement the efficiencies and consolidations needed to achieve recurring cost savings;
- We are entering the next cycle of collective bargaining and the contracts for most of our represented workers expire by mid-February;
- We have chronic and looming costs such as worker's compensation (which has almost doubled over the last six years), claims (\$166 million per year and growing) and health care (including the "Cadillac tax", an excise tax that applies if health care benefits exceed a certain value in relation to premiums paid);
- Open Road Tolling, which is the wave of the future but carries with it a risk of revenue loss;
- Loss of taxi surcharge revenue due to increased public use of app-based livery services such as Uber and Lyft, which pay only 3/8% in sales tax to MTA as opposed to a 50 cent drop charge for every ride in a medallion cab; this difference would require an individual Uber/Lyft fare to be \$133 to equal the revenue MTA derives from a 50 cent drop charge;
- The possibility that interest rates will be higher than forecast;
- The impact of general economic conditions, which affect, among other things, toll revenues, passenger revenues and pension returns; and
- The need to maintain discipline to use non-recurring revenues and/or favorable budget variances not for one-shot service changes but to reduce unfunded liabilities (e.g., OPEB and pensions) or to fund capital.

Board Member Veronica Vanterpool asked if there was any concern that due to the Capital Program being approved 18 months late, there was a risk that initiatives identified in the Financial Plan or in the Capital Program would not occur on schedule over the remaining 3-1/2 years. Mr. Foran responded that MTA was able to keep projects going by using its own funds – pay as you go -- which did not require the MTA to sell debt. In sum, the MTA set aside funds to keep projects going and we are on schedule. Chairman Prendergast added that while the Capital Plan commits dollars to the five-year period covered by the Plan, we don't always spend the dollars in the five years. The State and the City, which have pledged additional funds in support of the MTA are keeping the pressure on us to spend the dollars within the five year period.

Board Member Andrew Albert acknowledged that increasing use of Uber and Lyft cut into revenues, but asked if fairness required that these services pay something to support the MTA, which helps to keep the streets clear for their vehicles. Mr. Foran responded by noting that if Uber and Lyft paid the same 50 cent drop charge to the MTA which medallion cabs currently pay, we would be happy with that as it would be neutral. However, we would need legislation to impose this requirement. Board Member Albert asked if any effort was being made to secure such legislation. Chairman Prendergast responded that this was part of an ongoing dialog and the State

and the City, having pledged additional financial support for the MTA, will need to find ways to find the dollars needed.

7. Executive Session:

Chairman Prendergast announced that, pursuant to Sections 105(1)(d) and 105(1)(e) of the Public Officers Law, the Board would be going into executive session to discuss collective bargaining and litigation. He asked for a motion to move into executive session.

Upon motion duly made, and seconded, the Board voted to move into executive session.

8. Adjournment:

After concluding the executive session and returning to the public session of the Board Meeting, Chairman Prendergast asked for a motion to adjourn the meeting.

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:43 a.m.

Respectfully submitted,



Mark D. Hoffer,
Secretary

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

BOARD MINUTES

July 27, 2016

Minutes of the Regular Meeting
Triborough Bridge and Tunnel Authority
July 27, 2016

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

10:30 a.m.

The following members were present:

Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. David Jones
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Andrew Saul
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. James Vitiello
Hon. Peter Ward

The following members were absent:

Hon. John Samuelson
Hon. Lawrence Schwartz
Hon. Carl V. Wortendyke
Hon. Neal Zuckerman

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Board Member Andrew Albert, Veronique Hakim, President, New York City Transit, Patrick Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, Donald Spero, President, Triborough Bridge and Tunnel Authority, Darryl Irick, Senior Vice President, New York City Transit Department of Buses/President, MTA Bus Company, Michael Horodniceanu, President, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, 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. Murray Bodin thanked the Triborough Bridge and Tunnel Authority (TBTA) for meeting with him, making changes and moving forward.

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 introducing and welcoming new Board member Peter Ward, an appointee of Governor Cuomo, and returning Board member Andrew Saul, who is a representative of Westchester County. Chairman and CEO Prendergast stated that Robert Foran, MTA Chief Financial Officer, will give a presentation on the July Financial Plan 2017-2020. He stated that, at \$29.5 billion dollars, the 2015 to 2019 Capital Program sets the stage for five years' worth of vital investments to renew, enhance, and expand the MTA network. MTA will meet or exceed the 2016 target of \$1.6 billion dollars in annually recurring savings which will allow the MTA to accomplish four important goals: minimize the pressure on fare and toll increases; continue to invest in providing safe and reliable service to the 8.7 million people who rely on MTA every day; invest in new service and service support to meet customer demand; and fund and support investments in technology and stations to improve the customer's experience.

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

3. **Approval of the Minutes of the Regular Meeting June 22, 2016**

Upon a motion duly made and seconded, the minutes of the Regular Board Meeting held on June 22, 2016 were approved.

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

Procurements

Commissioner Pally stated that there are four (4) procurements totaling \$20.12 million.

Non-Competitive Procurements

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

Competitive Procurements

Commissioner Pally stated that there are four (4) competitive procurement totaling \$20.12 million.

Commissioner Pally stated that the Committee members who were present at the Committee Meeting considered and voted in favor of the procurements although a Committee Quorum was not present. Upon a motion duly made and seconded, the Board approved the procurements recommended to it by the Committee for MTA Bridges and Tunnels Operations.

Request to Use RFP for Procurement of Purchase & Public Works in lieu of Sealed Bid

Contractors to be Determined

Contract Nos. Various
B&T is seeking Board approval under the All Agency General Contract Procurement Guidelines to authorize the Authority to

Cost to be Determined

enter into a competitive Request for Proposal (RFP) process for Design/Build Services in lieu of sealed competitive bids for various projects in the approved 2015-2019 Capital Program, as well as using alternate delivery methods for implementation of open road tolling projects at Authority facilities.

Personal Service Contracts

HNTB/WSP Parsons Brinckerhoff, A Joint Venture	Contract No.: PSC-15-2984 B&T is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award a personal service contract for Design and Construction Support Services for Project No. VN-84, Reconstruction and Rehabilitation of the Upper Level Approach Decks at the Verrazano-Narrows Bridge (VNB) to the Joint Venture of HNTB and WSP/Parsons Brinckerhoff (HNTB/WSP/PB)	\$11,735,921.00
Thornton Tomasetti, Inc.	Contract No.: PSC-15-2977 B&T is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award a personal service contract for design and construction support services for Project TN-53, Rehabilitation and Seismic Retrofit of the Approach Viaducts and Rehabilitation of the Lower Garage at the Throgs Neck Bridge (TNB).	\$5,386,148.56
JHK Engineering, P.C.	Contract No.: PSC-15-2980A	\$3,000,000 (aggregate)
Henningson, Durham and Richardson Architecture and Engineering, P.C.	Contract No.: PSC-15-2980B B&T is seeking Board approval in accordance with the All Agency Service Contract Procurement Guidelines to award two personal service contracts to provide miscellaneous design services for Intelligent Transportation Systems (ITS) projects on an as-needed basis.	

Ratifications

Commissioner Pally stated that there are no ratifications.

5. **CFO Presentation to a Joint Session of the Board and Finance Committee**

MTA Chief Financial Officer Robert Foran presented and discussed the July Financial Plan for 2017 through 2020. The details of Mr. Foran's presentation and the discussions with regard to same are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

6. **Executive Session**

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

7. **Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 11:43 a.m.

Respectfully submitted,



Julia R. Christ
Acting Assistant Secretary

**Regular Board Meeting
MTA Capital Construction Company
2 Broadway
New York, NY 10004
Wednesday, July 27, 2016
10:30 AM**

The following members were present:

Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. David Jones
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Andrew Saul
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. James Vitiello
Hon. Peter Ward

The following members were absent:

Hon. John Samuelson
Hon. Lawrence Schwartz
Hon. Carl V. Wortendyke
Hon. Neal Zuckerman

Board Member Andrew Albert and Michael Horodniceanu, President, MTA Capital Construction Company also attended the meeting as did various other agency presidents and staff including Donna Evans, Chief of Staff, MTA, Jerome F. Page, General Counsel, MTA, Robert Foran, Chief Financial Officer, MTA, Stephen Morello, Counselor to the Chairman, MTA, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Darryl Irick, SVP, NYCT DoB/President, MTA Bus Company, Evan M. Eisland, Sr. Vice President, General Counsel and Secretary, MTA Capital Construction Company and David K. Cannon, Sr. Director, Chief Procurement Officer & Assistant Secretary, MTA Capital Construction Company.

The Board of the Metropolitan Transportation Authority 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.

Introductions

Chairman Prendergast introduced brand new Board member Peter Ward and one returning new Board member, Andrew Saul.

Public Comment Period

There were five public speakers, two of whom spoke on matters related to MTA Capital Construction.

Omar Vera and Jason Pineiro, private citizens, expressed skepticism that the Second Avenue Subway would open in December 2016.

The names of the other speakers and their remarks are noted in the minutes of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on July 27, 2016, or in the minutes of meetings of the Boards of the other MTA agencies of that date.

Chairman's Remarks

The Chairman's remarks are noted in the minutes of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on July 27, 2016.

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 June 22, 2016.

Committee on Finance

Procurement

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

1. Award of twelve competitively negotiated, all-agency personal service contracts (15135-0100 through -1200) for software integration contracts to support and implement the next stage of MTA's Enterprise Asset Management Program on an as-needed basis for a period of five (5) years, from August 1, 2016 through July 31, 2021, with two additional one year options, in the not-to-exceed amount of \$50,000,000.
2. Award of a competitively negotiated, service contract (16148-0100) for mentoring services for the MTA's Small Business Mentoring Program (SBMP), for a four-year period, from August 1, 2016 through July 31, 2020, with options to renew for two additional one-year periods at the MTA's sole discretion, in the not-to-exceed amount of \$10,716,438.
3. An amendment to the all-agency Medical Bill Review and Payment Services contract (08341-0100) to extend the period of performance by twelve months, from August 1, 2016 through July 31, 2017, at a cost of \$3,800,000.
4. An amendment to the all-agency Background Verification and Investigation Services contract (PSC-11-2893) to extend the Contract by one year, through August 27, 2017, in the not-to-exceed amount of \$1,163,500.

Copies of the Resolution and the Staff Summaries for the above items are filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on July 27, 2016.

Real Estate

Upon motion duly made and seconded, the Board approved the following Real Estate Action item:

A Lease with BDG Gotham Plaza, LLC for space located at 151 East 125th St. in Manhattan to be utilized for a community information center for Phase II of the Second Avenue Subway Project.

The Staff Summary for the above item is filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on July 27, 2016.

Committee on NYCT and Bus

Procurement

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

1. A Modification to the Second Avenue Subway Project's Preliminary and Final Engineering Services contract (CM-1188) for additional consultant support and a three month time extension, from January 1, 2017 to March 31, 2017 in the not-to-exceed amount of \$8,934,202.
2. A Modification to the No. 7 Line Extension Project's Consultant Construction Management Services contract (CM-1311) for additional consultant construction management services and a twelve month time extension, from January 1, 2016 to December 31, 2016 in the not-to-exceed amount of 4,263,765.
3. A Modification to the No. 7 Line Extension Project's Preparation of Environmental Impact Statement, Design and Consultant Support during Construction contract (CM-1189R) for additional consultant support during construction and an eighteen month time extension, from July 1, 2016 to December 31, 2017, in the not-to-exceed amount of \$1,850,555.

4. A Modification to the No. 7 Line Extension Project's Construction of Station Entrance at Site P contract (C-26512) for the construction of a groundwater discharge line in the amount of \$4,050,000.
5. A Modification to the 72nd Street Station Finishes, Mechanical, Electrical and Plumbing Systems, Ancillary Buildings and Entrances contract (C-26011) for additional labor, materials and equipment associated with the construction of an alternative street entrance for the Second Avenue Subway's 72nd Street entrance in the amount of \$3,535,000.

A copy of the Resolution and Staff Summaries of the above items are filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on July 27, 2016.

Committee on the Long Island Rail Road

Procurement

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

1. A Modification to the East Side Access Project's GCT Concourse and Facilities Fit-Out contract (CM014B) for the demolition of existing crash walls in the amount of \$792,438.
2. A Modification to the East Side Access Project's GCT Concourse and Facilities Fit-Out contract (CM014B) for the remediation of the shaft for Elevator EL-09 in the amount of \$890,000.

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

1. A Modification to the East Side Access Project's Harold Structures Part 3 contract (CH057) to furnish and install additional catenary structures and miscellaneous catenary pole hardware in the amount of \$1,895,000.
2. A Modification to the East Side Access Project's Plaza Substation and Queens Structures contract (CQ032) to implement remediation measures to prevent water infiltration at the Plaza Interlocking Structure in the amount of \$1,906,960.

A copy of the Resolution and the Staff Summaries for the above items are filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on July 27, 2016.

Joint Session of the Board and Finance Committee

MTA Chief Financial Officer Robert Foran presented the MTA's 2016 Mid-Year Forecast, 2017 Preliminary Budget and the July Financial Plan 2017-2020.

The details of the presentation and Board members' comments with respect thereto are filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on July 27, 2016.

Executive Session

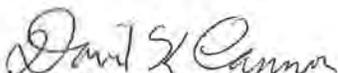
Upon motion duly made and seconded, the Board voted to convene into Executive Session pursuant to Sections 105(1)(d) and (e) of the New York State Public Officers Law to discuss matters relating to proposed or pending litigation and collective bargaining negotiations.

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

Adjournment

Upon motion duly made and seconded, the Board voted to adjourn the public meeting at 11:43 a.m.

Respectfully submitted,


David K. Cannon
Assistant Secretary

Staff Summary

Subject						Date			
Selection of Bond Underwriters						September 26, 2016			
Department						Vendor Name			
Finance Department									
Department Head Name						Contract Number			
Patrick J. McCoy <i>PJM</i>									
Department Head Signature						Contract Manager Name			
Division Head Name						Table of Contents Ref #			
Bob Foran <i>Bmf</i>									
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	Finance	9/26	X			2	Chief of Staff <i>AME</i>	1	Legal <i>LF</i>
2	Board	9/28	X						

Purpose:

To obtain Board approval to qualify firms for underwriting assignments on MTA (including affiliates and subsidiaries) bond and note issues in connection with the MTA financed portion of approved capital programs, as well as for financing of special projects outside of approved capital programs, as set forth below, including: (1) a pool of seven bond underwriters to serve as senior managers, (2) a pool of five bond underwriters, including one joint venture, to serve as senior co-managers, (3) a pool of fourteen bond underwriters to serve as co-managers, and (4) a pool of twenty four bond underwriters to serve as selling group members.

Background:

The MTA’s Request for Proposals (“RFP”) for Underwriters, which solicited firms to serve as members of the MTA underwriting teams on negotiated financings, was released on March 10, 2016. The RFP was advertised in the *The New York State Contract Reporter*, *The New York Post*, *El Diario*, *The Wall Street Journal*, and *The Bond Buyer*.

The MTA continues to lower barriers to entry and create opportunities for (a) qualified New York State certified Minority and Women-Owned Business Enterprises (“M/WBEs”) to ensure that MTA meets the 2010 New York State Business Diversification Act requirements for participation by M/WBE firms and (b) qualified Service Disabled Veteran Owned Businesses (“SDVOBs”) to participate in MTA financings in connection with the New York Service Disabled Veteran Owned Business Act of 2014.

The selection committee of five members was comprised of representatives of MTA Finance, Treasury, Budget, and Diversity and Civil Rights. The Authority’s Financial Advisor (PFM) and staff from MTA Procurement, Legal, and Finance served in a non-voting advisory capacity to the committee.

The committee reviewed the responses with the following selection criteria as guidelines for evaluation and scoring:

Staff Summary

The committee reviewed the responses with the following selection criteria as guidelines for evaluation and scoring:

Senior Managers:	<ol style="list-style-type: none"> (1) Capital position, (2) Syndicate performance since the last RFP (2013), (3) Bond Distribution capabilities, (4) On-going service and commitment to the MTA, (5) Specialty or niche (i.e. regional, retail), (6) Experience with large transportation issuers, (7) Best executable idea for MTA, and products, marketing and structuring recommendations, (8) Number of ideas MTA executed since last RFP, and (9) Diversity goals and policies, (M/WBE or SDVOB status).
Co-Managers:	<ol style="list-style-type: none"> (1) Capital position, (2) Syndicate performance since the last RFP (2013), (3) Distribution capabilities, (4) On-going service and commitment to the MTA, (5) Specialty or niche (i.e. regional, retail), and, (6) Diversity goals and policies, (M/WBE or SDVOB status).

Senior manager proposers that were not recommended as senior managers were rated with other co-manager proposers.

Selection Process:

A total of 51 qualifying proposals were received by the stated RFP deadline of April 19, 2016; 21 seeking to be qualified as senior manager; 24 seeking to be qualified as co-manager; and 5 seeking to be qualified as a selling group member. One firm that proposed is not being recommended for any role due to regulator suspension of its broker-dealer activities. All of the written proposals were reviewed and scored by the five selection committee members. Based on the scoring of the written proposals, twelve proposers seeking to be qualified as senior manager were invited to appear before the selection committee for oral interviews. Interviews were held June 14-29, 2016 at MTA Headquarters. The conclusions and recommendations of the selection committee are set forth below.

Results of the RFP:

As a frequent issuer of debt for the MTA Capital Program, it is important for the MTA to select a group of highly capable underwriting firms that will consistently provide money-saving ideas and assist MTA in the effective placement of both fixed-rate and variable-rate indebtedness and the on-going management of its capital structure. In furtherance of these objectives, it is requested that the Board qualify pools of firms to serve as senior managers, senior co-managers, co-managers, and selling group members.

Staff Summary

The firms selected as “senior managers” will rotate in the role of book-running senior manager on negotiated fixed-rate financings, and remarketing agent for variable-rate transactions. The senior manager is required to actively participate in a leadership role on all aspects of the transaction, including but not limited to structuring the financing, participating in investor and rating agency discussions, managing syndicate communication, marketing and pricing the bonds, closing, and monitoring post issuance trading activity.

To assist in the placement of fixed-rate bonds, a large and diverse pool of both “senior co-managers” and “co-managers” is recommended for negotiated fixed-rate financings. Moreover, a senior co-manager or co-manager that has an affiliate that is providing a Letter of Credit or Standby Purchase Agreement for a variable-rate transaction is also eligible to serve as a remarketing agent on such a transaction upon the recommendation of such assignment by the Director of Finance and approval of the Chief Financial Officer. Such recommendation is to be based on an evaluation of the firms’ variable rate pricing and marketing capabilities.

A “selling group” is also used on fixed-rate transactions to ensure the widest distribution possible of MTA bonds to retail investors. Selling group members are not assigned underwriting liability in transactions.

Appointments of senior managers generally will be based on a rotation in the order listed below. However, upon the recommendation of the Director of Finance, the Chief Financial Officer may approve merit based senior manager assignments to *any* firm that proposes unique and cost-saving ideas whether in the senior, senior co-manager, co-manager, or selling group bracket.

It is recommended that MTA continue the practice of rotating M/WBE and SDVOB senior co-manager, and co-manager firms to the role of special co-senior manager on fixed-rate transactions to ensure that MTA meets the 2010 New York State Business Diversification Act requirements for participation by M/WBE firms, and to ensure that it creates opportunities for SDVOB firms consistent with the Service-Disabled Veteran-Owned Business Act.

Adoption of the underwriting recommendations will support and continue MTA’s successful utilization of M/WBE and SDVOB underwriting firms. Two out of the seven senior underwriting positions recommended include MBE firms, achieving a 28.5% participation rate. One of the five firms selected for senior co-manager is a MBE joint venture, and, the co-manager pool of sixteen firms includes two WBE firms, four MBE firms and two SDVOB firms. Six out twenty-two selling group firms are either M/WBE or SDVOB firms.

1. Senior Managers: The selection committee unanimously voted to recommend the eight firms listed below for senior manager roles based upon their written proposals and oral interviews.

1. Goldman, Sachs & Co.
2. BofA Merrill Lynch
3. Ramirez & Co., Inc. *
4. Wells Fargo Securities (1)
5. Citigroup

(1) The responsibility review relating to Wells Fargo Securities pursuant to the MTA Headquarters Financial Institution and Energy Supplier Responsibility Guidelines has not been completed because the review of recent developments that have been reported in the press is ongoing. The approval of Wells Fargo Securities is contingent on a finding pursuant to those Guidelines that Wells Fargo Securities is responsible.

Staff Summary

6. Siebert Cisneros Shank & Co., LLC *
7. J.P. Morgan

* M/WBE

2. Senior Co-Managers: The selection committee unanimously voted to recommend the four firms listed below (alphabetically) for senior co-manager roles based upon their written proposals and oral interviews.

1. Jefferies LLC
2. Loop Capital Markets LLC
3. Morgan Stanley
4. RBC Capital Markets
5. The Williams Capital Group, L.P.* and PNC Capital Markets LLC (Joint Venture)

* M/WBE

3. Co-Managers: The selection committee unanimously voted to recommend the sixteen firms listed below (alphabetically) for co-manager roles.

1. Academy Securities, Inc. **
2. Alamo Capital *
3. Barclays Capital
4. Blaylock Beal Van LLC *
5. BNY Mellon Capital Markets, LLC
6. Cabrera Capital Markets, LLC *
7. Drexel Hamilton LLC**
8. Fidelity Capital Markets
9. FTN Financial
10. Keybanc Capital Markets
11. Piper Jaffray & Co.
12. Raymond James
13. Rice Financial Products *
14. Stern Brothers & Co. *
15. Stifel, Nicolaus & Company, Incorporated
16. TD Securities

* M/WBE

** SDVOB

4. Selling Group Members: The selection committee unanimously voted to recommend the following twenty two firms listed below as selling group members (listed alphabetically). Of the twenty two firms listed below, four are new to the selling group member pool. Consistent with existing MTA Finance practices, firms may be added to this pool at the discretion of the Director of Finance provided the firm completes MTA's Financial Institution and Energy Supplier Responsibility Guidelines and the subsequent review by MTA Legal does not identify any disqualifying activity or regulatory suspension.

Staff Summary

1. Backstrom McCarley Berry & Co. *
2. Duncan-Williams, Inc.
3. Estrada Hinojosa & Company, Inc. *
4. Great Pacific Securities *
5. Herbert J Sims & Co., Inc.
6. Hilltop Securities Inc.
7. Hutchinson, Shockey, Erley & Co.
8. Janney Montgomery Scott
9. Lebenthal & Co LLC *
10. M&T Securities, Inc.
11. Mesirow Financial, Inc.
12. Mischler Financial **
13. Mizuho Securities USA
14. NW Financial Group, LLC
15. Oppenheimer & Co., Inc.
16. Prager & Co., LLC
17. Robert W. Baird & Co.
18. RockFleet Financial
19. Roosevelt & Cross, Incorporated
20. Toussaint Capital Partners
21. US Bancorp
22. Valdes & Moreno Inc. *

* M/WBE

** SDVOB

In the event that any of the foregoing firms is acquired or merges with another firm, the successor firm may serve in the place of the chosen firm at the discretion of the Chief Financial Officer upon the recommendation of the Director of Finance.

The MTA Finance Department conducts periodic reviews of all firms engaged in the sale and distribution of its bonds. Upon the recommendation of the Director of Finance, the Chief Financial Officer is further authorized to remove any firm that is not providing a level of service that is satisfactory to the MTA.

Upon the recommendation of the Director of Finance, the Chief Financial Officer may also authorize issuance of bonds or notes competitively from time to time.

Recommendation:

The MTA Board is requested to approve the selection of the above-referenced firms, to approve the establishment of the above referenced pools of senior managers, senior co-managers, co-managers, and selling group members and to approve the utilization of the firms and pools in accordance with the above-stated procedures, for underwriting and remarketing assignments on MTA (including affiliates and subsidiaries) negotiated bond and note issues in connection with the bond financed portion of approved capital programs as well as for financing of special projects outside of approved capital programs. The recommendation will allow the MTA to implement its

Staff Summary

Page 6 of 5

financing program as efficiently and effectively as possible and will also continue to include M/WBE and SDVOB participation in its bond issuances. It is recommended that these pools of firms remain in place for three years or until such time that a new RFP is concluded.

Staff Summary

Subject Board Authorization to File for and Accept Federal Grants
Department Capital Programs
Department Head Name Craig Stewart
Department Head Signature 
Project Manager Name Marc Albrecht

Date August 19, 2016
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action-					
Order	To	Date	App	Info	Other
1	Finance	9/28/2016	x		
2	Board	9/28/2016	x		

Internal Approvals			
Order	Approval	Order	Approval
1	Capital Programs 		
2	Government Relations 		
3	CFO 		
4	Legal 		
5	Chief of Staff 		

Narrative

Purpose
To secure MTA Board approval to file for and accept Federal grants for Federal Fiscal Year (FFY) 2016 and 2017.

Discussion
Enclosed is a resolution for Board action prepared in conformance with past practices to:

- 1) Authorize filing of applications in request of Federal capital assistance for the balance of FFY 2016 and FFY 2017.
- 2) Authorize the Chairman/Chief Executive Officer or any of his designees to make required certifications.
- 3) Authorize acceptance of grants.

Projects authorized to be submitted for Federal funding are those referenced in the published Notice of Public Hearing and described in the MTA Description of Projects for FFY 2017. A copy of the resolution requesting MTA Board approval and the list of the projects are attached to this staff summary.

A Public Hearing inviting public comment on the projects proposed to be submitted for federal funding was held in accordance with FTA regulations on Tuesday, August 23, 2016 at the MTA, at which the Deputy Director of Grant Management read into the record the amounts of Federal funds and dollar amounts of work covered by the Notice.

A transcript of the hearing and written statements submitted in conjunction with the hearing are available on Director's Desk and the MTA website. Nine members of the public spoke at the public hearing. There were comments from speakers about accessibility at subway stations, free transfer availability and possible fare increases as well as comments about the proposed capital projects. In accordance with applicable federal requirements, MTA and agency staff have reviewed and considered all substantive public comments concerning the proposed program of capital projects for federal funding.

Recommendation
It is recommended that the MTA Board approve the attached resolution in order to permit the filing and acceptance of Federal capital assistance for FFY 2016 and 2017.

**RESOLUTION ADOPTED AT A MEETING OF
METROPOLITAN TRANSPORTATION AUTHORITY
Tuesday, August 23, 2016**

WHEREAS, on and after July 28th, a Notice of Public Hearing on the projects to be considered for inclusion in applications to the United States Department of Transportation (USDOT) for Federal financial assistance under Section 5307, Section 5309, Section 5324, Section 5337, Section 5339 and Section 5340 of Title 49, Chapter 53, United States Code, as well as funds available for transit use under Title I of the Fixing America's Surface Transportation Act (FAST Act) was published in newspapers of general circulation (including newspapers oriented to minority communities) in the geographic area to be served thereby, which Notice contained a summary of the capital improvement program for the balance of federal fiscal year 2016 and federal fiscal year 2017 for the New York City Transit Authority, Manhattan and Bronx Surface Transit Operating Authority, Long Island Rail Road, Metro-North Commuter Railroad, MTA Capital Construction Company, MTA Bus Company, Staten Island Rapid Transit Operating Authority; and

WHEREAS, the full program of projects, including descriptions of individual projects, for the balance of federal fiscal year 2016 and federal fiscal year 2017, was available to the public, as indicated in the notices published in newspapers, either by request or at public offices in the area served by the Metropolitan Transportation Authority (the "Authority"); and

WHEREAS, all of the principal elected officials of each general purpose unit of government within the service areas of the public transportation operators for whom assistance is being sought under the said project application were notified by mail of such application; and

WHEREAS, on Tuesday, August 23, 2016, the Public Hearing was conducted by the Authority affording to all concerned the opportunity to present their views, and to submit written statements concerning the projects, including consideration of the economic and social effects of the projects, their impact on the environment and their consistency with the goals and objectives of such urban planning as has been promulgated by the affected communities; and

WHEREAS, the members of the Authority have had an opportunity to review the testimony given at the said Public Hearing, and the statements submitted in connection therewith.

NOW, THEREFORE, BE IT RESOLVED BY METROPOLITAN TRANSPORTATION AUTHORITY:

1. The Chairman and Chief Executive Officer, or any of his designees, be and each of them hereby is, with respect to applications for grants for projects under Section 5307, Section 5309, Section 5324, Section 5337, Section 5339 and Section 5340 of Title 49, Chapter 53, United States Code, as well as funds available for transit under Title I of FAST Act, authorized to certify to the United States Department of Transportation that the Authority has (a) afforded an adequate opportunity for a Public Hearing on the

projects pursuant to adequate prior notice, and has held such Hearing; (b) considered the economic and social effects of the projects and their impact on the environment, including requirements under the Clean Air Act, the Federal Water Pollution Control Act and other applicable federal environmental statutes, and their consistency with goals and objectives of such urban planning as has been promulgated by the affected communities; (c) found that the projects are consistent with the official plans for the comprehensive development of the urban area to be affected; and (d) found that the projects are in the best overall public interest taking into consideration the need for fast, safe and efficient public transportation services, and conservation of environment, historic sites and natural resources and the cost of eliminating or minimizing any adverse effects.

2. The Chairman and Chief Executive Officer, or any of his designees be, and each of them hereby is, authorized to deliver to the said department a copy of the published notices of and transcript of the said Hearing, including those written statements submitted in connection therewith, and to advise the said department (a) that it may consider the applications as the Authority's final applications, subject to such revisions as the Chairman and Chief Executive Officer or his designees may deem acceptable; (b) that the views, if any, concerning the projects of those principal elected officials of each general purpose unit of government within the service areas of the mass transportation operators for whom assistance is being sought under the said applications, are as set forth in the transcript of the said Public Hearing and those written statements submitted in connection therewith.
3. The Chairman and Chief Executive Officer, or any of his designees be, and each of them hereby is, authorized to execute and file applications and accept from the United States of America, on behalf of the Authority, grants of financial assistance under successor legislation to Section 5307, Section 5309, Section 5324, Section 5337, Section 5339 and Section 5340 of Title 49, Chapter 53, United States Code, as well as funds available for transit use under Title I of Fast Act (in such amounts as may become available) in connection with the projects upon such terms and conditions as the Chairman and Chief Executive Officer, or any of their designees shall deem acceptable.

CERTIFICATION

The undersigned hereby certifies that she is the Assistant Secretary of Metropolitan Transportation Authority, a public benefit corporation of the State of New York, and that the foregoing is a true and correct copy of a resolution adopted at a meeting of the said Authority duly held on the 23rd day of August 2016, at 2 Broadway, New York, New York at which meeting a quorum of the said Authority was present and acting throughout.

Victoria Clement
Assistant Secretary

Dated: _____

Proposed Program of Projects
Federal Fiscal Year 2017

ACEP ID/ Agency PIN Program/Project Description

NEW YORK CITY TRANSIT

Subway Cars

T7010101 Purchase 940 B-Division Railcars - R211
T7010102 Purchase 10 Open Gangway Prototype Cars (R211)

Stations

ET040317 Sandy Resiliency: Upgrade Emergency Booth Comm System (EBCS)
ET040323 Sandy Resiliency: Backup Command Center Upgrade
ET040325 Sandy Resiliency: Internal Station Hardening
T5041419 Intermodal: Rockaway Parkway Bus Terminal Improvements
T7040704 Replace Six Traction Elevators / 8 Avenue
T7040706 Two Escalators: Grand Central-42 Street / Lexington
T7041262 Station Lighting: Eight Locations / Various (2017) [SBMP]
T7041306 ADA: Eastern Parkway-Brooklyn Museum / EPK
T7041307 ADA: Times Square, Phase 3 - Shuttle
T7041311 ADA: Rockaway Pkwy / Canarsie
T7041315 ADA: 149 Street - Grand Concourse Complex
T7041320 ADA: Court Square / Crosstown (Stairs Phase)
T7041402 Access Improvements: Grand Central, Phase 2
T7041404 Station Reconstruction: Times Square, Phase 3 - Shuttle

Track

T7050203 Mainline Track Replacement - 2017
T7050209 Continuous Welded Rail - 2017
T7050303 Mainline Track Switches - 2017

Line Equipment

ET060317 Sandy Resiliency: Conversion of 2 Pump Trains
T7060505 Rehab Fan Plant Damper System - Various Locations

Line Structures

ET070209 Sandy Repairs: Rockaway Line Wrap-Up
ET0703 Sandy Resiliency: Steinway Portal (9 Stns Bk/Q Initiative)
T7070303 Elev Structural Rehab: Livonia Yard Overpass & Retaining Wall
T7070305 Elevated Structures Repair (Over-land Sections) - RKY
T7070310 17 Bridges & East 180 Street Flyover / Dyre Av
T7070311 Line Structure Overcoating -Williamsburg Bridge - Myrtle Ave / JAM
T7070313 Line Structure Overcoating - 72 Street - 103 Street / Flushing
T7070314 Line Structure Overcoating - Myrtle Av - DeSales Pl /JAM
T7070319 Line Structure Component Repair Program: Downtown Manhattan

Signals and Communications

T7080307 Ditmas Interlocking: Culver
T7080335 2 Interlockings: 30 St. and 42 St. North/ 8Ave
T7080333 Ave X Interlocking: CBTC Culver
T7080609 Communication Room Upgrade and Expansion Ph 2
T7080619 Comm. Room Upgrade and Expansion Ph 2 [SBDP]

ACEP ID/ Agency PIN	Program/Project Description
Power	
ET0903	Sandy Resiliency: Hardening of Substations - 11 Locations - Brooklyn
ET0903	Sandy Resiliency: Hardening of Substations - 5 Locations - Manhattan, Queens, & Brooklyn
ET090304	Sandy Resiliency: Montague-Furman Substation / BWY
ET090307	Sandy Resiliency: Hardening of 12 Substations - Manhattan and Queens
ET090308	Sandy Resiliency: Deployable Substations
T7090203	Central Substation Renewal Including New Rectifier / 6AV
T7090210	Installation of Low-Resistance Contact Rail - Canarsie Tube
T7090403	Circuit Breaker House # 210 - (239th Street / WPR)
T7090404	Circuit Breaker House # 86 Wilson Avenue / Canarsie
T7090406	Circuit Breaker House # 85 - Myrtle Avenue
Shops	
T7100401	DCE Shop Components, Ph 1:180 St, C.I., Pelham, Pelham Diesel
T7100402	207 St Maintenance and Overhaul Shop Roof and Component Replacement
T7100412	Yard Track Rehabilitation - 2017
T7100418	Yard Switches - 2017
Depots	
T7120301	East New York Depot - Modifications for Articulated Buses
T7120302	Gun Hill Depot Component: Roof
T7120303	Queens Village Depot Component: Roof and HVAC
T7120401	Replace Six Bus Washers at Three Depots [SBMP] Tier 2
Miscellaneous	
ET160310	Sandy Resiliency: Consolidated Revenue Facility
ET160311	Sandy Resiliency: Zerega Central Maintenance Facility
ET160312	Sandy Resiliency: Tiffany Central Warehouse - Bronx
T7160601	Fire Alarm System Replacement at Three Bus Depots
Staten Island Railway	
S7070101	Purchase 75 Staten Island Railway (SIR) Passenger Railcars - R211
S7070103	Staten Island Railway (SIR) Mainline Track Rehabilitation
LONG ISLAND RAILROAD	
Stations	
L70204UG	Mets Willets Point Station
L70204UJ	Enhanced Station Initiatives
L70204UQ	Babylon Station Platform Replacement
L70204UX	Hunterspoint Avenue Station Renewal
L70206VR	Penn Station Complex Improvements
Track	
L70301WC	2017 Annual Track Program
L70301WG	Construction Equipment
Line Structures	
L70401BQ	Bridge Program
L70401BR	Main Line Bridge Component Renewals
Communications and Signals	
L70501SN	Penn Station Radio Retrofit/East River Tunnel Antenna
L70502LK	Positive Train Control (PTC)

ACEP ID/ Agency PIN Program/Project Description

Shops and Yards

L70701XA Substation Replacements
L70701XK Signal Power Motor Generator Replacement
L70701XS Substation Renewals

Miscellaneous

TRANTECH Transit Technical Assistance

METRO-NORTH RAILROAD

Stations

M702-01-02 Park Av Tunnel Fire & Life Safety Improvements
M702-01-03 GCT Platform Rehabilitation
M702-01-08 Mentoring -GCT
M702-02-01 Harlem - 125th Street Station Improvements
M702-02-02 Lower Harlem Line Station Improvements
M702-02-03 Upper Hudson Station Improvements
M702-02-04 Upper Harlem Station Improvements
M702-02-07 Customer Communication
M702-02-09 Mentoring Program - Stations
M702-03-01 Strategic Facilities
M702-03-02 Mentoring Program – Strategic Facilities

Track and Structures

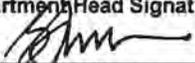
M603-02-12 Overhead Bridge Program E of H- 14th Ave Bridge Replacement
M703-01-01 Cyclical Track Program
M703-01-02 Cyclical Replacement Insulated Joint
M703-01-04 Turnouts: Mainline/High Speed
M703-01-05 GCT Turnouts/Switch Renewal
M703-01-06 Turnouts - Yard/Sidings
M703-01-09 Purchase of M of W Equipment
M703-02-02 Bridge Preservation Program
M703-02-03 Undergrade Bridge Rehab. - East of Hudson
M703-02-05 Park Avenue Direct Fixation
M703-02-08 Replace Timbers - Undergrade Bridges
M703-02-09 Harlem River Lift Bridge
M703-02-11 Right of Way Fencing
M703-02-13 DC Substation/Signal House Roof Replacement
M703-02-15 Mentoring Program - Structures
M703-03-03 West of Hudson Undergrade Bridge Rehabilitation
M703-03-04 Moodna/Woodbury Viaduct (timbers/walkways)

Communication and Signals

M704-01-01 Network Infrastructure Replacement
M704-01-02 Harmon to Poughkeepsie Signal System
M704-01-03 Positive Train Control - East of Hudson
M704-01-04 Replace Signal Office Equipment/SCADA
M704-01-07 Replace High Cycle Relays
M704-01-09 Fire Suppression Systems

ACEP ID/ Agency PIN	Program/Project Description
Power	
M705-01-02	Transformer Rehabilitation
M705-01-03	Replace AC Circuit Breaker/Switchgear
M705-01-04	Harlem & Hudson Power Rehabilitation
M705-01-05	Harlem and Hudson Power Improvements
M705-01-07	3rd Rail Component Replacement
M705-01-08	Replace 3rd Rail Sectionalizing Switches
M705-01-10	Park Avenue Tunnel Alarm
M705-01-11	Park Avenue Tunnel Lighting
M705-01-12	Mentoring Program - Power
Shops and Yards	
M706-01-02	Harmon Wheel True Improvements
M706-01-05	Mentoring Program – Shops and Yards
Miscellaneous	
M708-01-06	Program Administration
M708-01-10	Systemwide Security Initiatives
Ferries	
882218	Haverstraw-Ossining Ferry
882315	Newburg-Beacon Ferry
MTA BUS	
Facilities	
U6030211	New HVAC - Spring Creek and College Point Depots
U7030201	53 Articulated Buses
U7030202	257 Express Buses
U7030209	Rehabilitation and Facility Upgrade - College Point Depot
U7030213	Chassis Wash and Oil-Water Separator - Eastchester Depot
U7030214	Non-Revenue Service Vehicles
CAPITAL CONSTRUCTION COMPANY	
Miscellaneous	
G7100101	Second Avenue Subway Phase 2
G7100105	Second Avenue Subway Phase 2
G7100198	Second Avenue Subway Phase 2

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 September 22, 2016
Vendor Name Various
Contract Number Various
Contract Manager Name Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	9/26/2016	X		
2	Board	9/28/2016	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:

	<u># of Actions</u>	<u>\$ Amount</u>
MTAHQ proposes to award Non-competitive procurements in the following categories:		
<u>Schedules Requiring Majority Vote</u>		
Schedule J: Modifications to Misc. Procurement Contracts		
• Integraph Corporation	1	\$ 933,071.33
MTAHQ proposes to award Competitive procurements in the following categories:		
<u>Schedules Requiring Majority Vote</u>		
Schedule E: Miscellaneous Procurement Contracts	1	\$ 240,000.00
Schedule F: Personal Services Contracts	1	\$4,272,030,000.00
Schedule G: Miscellaneous Service Contracts	3	\$ 5,514,804.88
SUBTOTAL	6	\$4,278,717,876.21
MTAHQ presents the following procurement actions for Ratification:		
	None	None
TOTAL	6	\$4,278,717,876.21

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, SEPTEMBER 2016
NON-COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

J. Modifications to Miscellaneous Procurement Contracts

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

- | | | |
|---|---------------------|--------------------------------------|
| 1. Intergraph Corporation | \$933,071.33 | <u>Staff Summary Attached</u> |
| Software Maintenance for the Intergraph AAESP Software | (Total) | |
| Contract No. 10185-0100 S/A #3 | | |

Base plus previous change orders =\$5,120,219

To recommend that the Board approve an amendment to a previously Board-approved, multi-agency, non-competitively negotiated, miscellaneous procurement contract to Intergraph Corporation to: (i) add additional funding in the amount of \$933,071.33 and (ii) extend the contract period of performance for twelve months from October 1, 2016 thru September 30, 2017 to continue to provide proprietary software maintenance services. During this extension an RFP will be released which will allow MTA to select one or more integrators who will be responsible for replacing the Tiburon software as well as provide maintenance and services for other manufacturers in the Public Safety and Security market such as Qognify (NICE), Intergraph, Lenel, Genetec, etc. The RFP is estimated to be awarded during the 3rd Quarter of 2017.

Staff Summary

Schedule J: Modifications to Miscellaneous Procurement Contracts

Item Number:

Page 1 of 1

Vendor Name (& Location): Intergraph Corporation	Contract Number: 10185-0100	AWO/Modification # 3
Description: Software Maintenance for the Intergraph AAESP Software	Original Amount:	\$ 4,231,584.00
Contract Term (including Options, if any): October 1, 2016 thru September 30, 2017	Prior Modifications:	\$ 888,635.00
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Budgetary Increases:	\$
Procurement Type: <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	Current Amount:	\$ 5,120,219.00
Solicitation Type: <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	This Request:	\$ 933,071.33
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:	18.2%
Requesting Dept/Div & Dept/Div Head Name: BSC/MTA IT & Wael Hibri/ Sidney Gellineau	% of Modifications (including This Request) to Original Amount:	43%

DISCUSSION:

To recommend that the Board approve an amendment to a previously Board-approved, multi-agency, non-competitively negotiated, miscellaneous procurement contract to Intergraph Corporation to: (i) add additional funding in the amount of \$933,071.33 and (ii) extend the contract period of performance for twelve months from October 1, 2016 thru September 30, 2017 to continue to provide proprietary software maintenance services.

The Intergraph software systems are currently installed and operational at the MTAPD Central Security Command Center, LIRR, NYCT and MNR Regional Security Command Centers. The Intergraph software is the core system that provides video surveillance, alarm monitoring and situational awareness for the MTA. The Intergraph software can display LIRR, MNR, NYCT and MTAPD cameras and alarms across the agencies for one common operational picture which allows security staff to assess security incidents. This software was developed by Intergraph and they are the only company who can provide software maintenance support for their product. It is critical to have this maintenance contract in place for the agencies to continue to operate the Intergraph software.

As background, it should be noted that in 2012, the MTAPD received Board approval for renewal of a software maintenance contract with Tiburon. The Tiburon staff summary included a statement that it was MTAPD's intention to migrate from Tiburon to Intergraph's software Public Safety Software. The Intergraph Public Safety software is included as part of this software maintenance contract.

As reported to the board in January 2016, the MTAPD move projects have been completed and MTA IT in coordination with MTAPD and MTAHQ Procurement have agreed on a long term plan to consolidate many Public Safety and Security related contracts such as Intergraph, Lenel & Genetec. As a result of the agreement, there is work in progress to create an All Agency RFP. The RFP will allow MTA to select one or more integrators who will be responsible for replacing the Tiburon software as well as provide maintenance and services for other manufacturers in the Public Safety and Security market such as Qognify (NICE), Intergraph, Lenel, Genetec, etc. The RFP is estimated to be awarded during the 3rd Quarter of 2017.

LIST OF PROCUREMENTS FOR BOARD APPROVAL, SEPTEMBER 2016
COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

E. Miscellaneous Procurement Contracts

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

- | | | |
|--|-------------------------------------|--------------------------------------|
| 1. I/O Solutions, Inc.
Entry Level Police Officer Examination
Contract No. 16168-0100 | \$240,000
(Not-to-exceed) | <u>Staff Summary Attached</u> |
|--|-------------------------------------|--------------------------------------|

To recommend that the Board approve the award of a competitively negotiated, miscellaneous procurement contract to I/O Solutions to supply, deliver and score examination materials for periodic entry-level police officer examinations for the MTA Police Department for a period of four (4) years from October 1, 2016 to September 30, 2020 in an amount not to exceed \$240,000. The written test must be designed to identify the skills and abilities required to satisfactorily perform the tasks of an entry-level Police Officer. MTA currently anticipates that it will administer tests to approximately 10,000-20,000 candidates over a four (4) year period. The initial unit cost of \$18 for the examination packet for each candidate was reduced as a result of negotiations to \$12 for a savings of \$6 or 33.3%. The negotiated rate of \$12 is \$3 lower than the \$15 rate paid four years ago. Further, the unit cost of \$12 per examination packet is lower than the unit cost charged by I/O Solutions to other state and federal law enforcement agencies and is thus considered to be fair and reasonable.

F. Personal Service Contracts

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

- | | | |
|---|---|--------------------------------------|
| 2. Aetna
Medical Health Benefits Program
Contract No. 15118-0100 | \$4,272,030,000
(Not-to-exceed) | <u>Staff Summary Attached</u> |
|---|---|--------------------------------------|

To recommend that the Board approve the award of a competitively negotiated personal service contract to Aetna to provide medical health benefits programs for approximately 150,000 NYC Transit represented employees, retirees and their dependents (Participants) for three years with an option for two additional years from January 1, 2017 to December 21, 2021 in an amount not to exceed \$4,272,030,000 which is substantially less than the projected cost of retaining the arrangement under which these Participants are currently provided medical health benefits. The projected annualized cost avoidance of \$46,200,000 per year will help mitigate expected escalation of health benefit costs without diminishing the health benefits these Participants receive. All proposed pricing was determined to be fair and reasonable based on the competitive nature of the RFP. MTA is currently conducting a responsibility review and other due diligence on Aetna. Procurement will not execute this contract where AI/SAI information is revealed unless the information is waived in accordance with the All-Agency Responsibility Guidelines and the vendor have been determined to be responsible proposer.

METROPOLITAN TRANSPORTATION AUTHORITY
COMPETITIVE PROCUREMENTS

G. Miscellaneous Service Contracts

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

3. **Xerox Government Solutions, LLC** **\$275,086.50** **Staff Summary Attached**
Fire Safety Integration System (Total)
Contract No. 16187-0100

To recommend that the Board approve the award of a competitively negotiated, miscellaneous service contract to Xerox Government Solutions, LLC to furnish, implement and maintain an Enterprise Fire Safety Integration System that will streamline and automate the tracking of corporate fire safety data, including Equipment/Apparatus and Inventory, EMS Incidents, and Occupancy and Inspections Management Records for a period of five (5) years from October 1, 2016 through September 30, 2021 for a total amount of \$275,086.50. This system will capture and report on fire and EMS related items for over 600 MNR properties. As a result of negotiations, the originally proposed cost of \$299,355 for the five year period was reduced to \$275,086.50, representing a savings of \$24,268.50 or 8.1%. There are no prior contracts for this service with which these rates can be compared. Based on the above negotiated savings, the total amount of \$275,086.50 is deemed fair and reasonable.

4. **NuEnergen LLC** **\$697,500** **Staff Summary Attached**
Peak Load Management Services (Not-to-exceed)
Contract No. 16306-0100

To recommend that the Board approve the award of a competitively solicited contract with NuEnergen LLC riding New York City (The Department of Citywide Administrative Services - DCAS) Contract No. 20141200001, to develop, manage and oversee demand response programs for MTA facilities enrolled in Peak Load Management (PLM) programs offered by Con Edison and the New York Independent System Operator (NYISO) for a period of three (3) years from October 1, 2016 thru September 30, 2019 with a one year renewable option, at MTA's sole discretion, in the not-to-exceed amount of \$697,500. Currently NYPA manages this program and receives 15% of the payments MTA receives for its participation. Participants commit to, and are paid for, reducing their electrical load during emergency peak demand conditions (generally in the summer months) by curtailing their discretionary electricity usage (e.g., reducing lighting load, raising HVAC set points, etc.) and/or by operating emergency generators to displace electricity from the grid. Participants are paid whether or not any peak reduction events are called during the enrollment period. These services will be performed based on the rate of 7.75% as established in the New York City contract. This rate is 7.25% lower than the current rate of 15% of any payments received by the MTA and is deemed fair and reasonable.

5. **Maintenance, Supply, Installation, Repair** **\$4,542,218.38** **Staff Summary Attached**
And Design of Voice Communications (Not-to-exceed)
Contract Nos. 15312-0100 thru -0500
a. **Eastern Communications**
b. **North American Mobile Systems, Inc.**
c. **Electronic Service Solutions, Inc. New York (ESS)**
d. **New York Communications Company, Inc.**
e. **Piercon Solutions**

To recommend that the Board approve the award of five (5) multi-agency, competitively negotiated, miscellaneous services contracts to: 1) Eastern Communications; 2) North American Mobile Systems, Inc.; 3) Electronic Service Solutions, Inc. New York (ESS); 4) New York Communications Company, Inc. and 5) Piercon Solutions to furnish, on an as needed basis, all labor, material and parts necessary to provide maintenance, installation, repair and design services for voice communications, mobile data and vehicle warning systems equipment for the MTA Police Department, MTA Bridges and Tunnels and MTA Bus Company in the not-to-exceed amount of \$4,542,218.38 which includes a contingency of \$100,000 for a period of three years from November 1, 2016 thru October 31, 2019. The hourly rates negotiated under these contracts ranging from a low of \$50/hr. (for in-shop vehicle strip out of equipment) to a high of \$160/hr. (for on-site emergency maintenance and repair) are \$25/hr.-\$35/hr. less than the rates under the current five-year contract for a savings of 33.3% to 17.9%. Based on the above, these negotiated rates are considered fair and reasonable.

Staff Summary

Schedule F: Personal Service Contracts



Item Number: Dept & Dept Head Name: Labor Relations/Anita Miller Division & Division Head Name: Human Resources						SUMMARY INFORMATION Vendor Name: Aetna Contract Number: 15118-0100 Description: Medical Health Benefits Program Total Amount: \$4,272,030,000 (NTE) Contract Term (Including Options, if any) 3 years with 2 one year options 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:	
Board Reviews							
Order	To	Date	Approval	Info	Other		
1	Finance	9/26/16	x				
2	Board	9/28/16	x				
Internal Approvals							
Order	Approval	Order	Approval				
1	Procurement	4	DDCR				
2	Human Resources	5	Legal				
3	Labor Relations	6	CFO				

Narrative

I. PURPOSE/RECOMMENDATION

To recommend that the Board approve the award of a competitively negotiated personal service contract to Aetna to provide medical health benefits programs for approximately 150,000 NYC Transit represented employees, retirees and their dependents (Participants) for three years with an option for two additional years from January 1, 2017 to December 21, 2021 in an amount not to exceed \$4,272,030,000 which is substantially less than the projected cost of retaining the arrangement under which these Participants are currently provided medical health benefits. The projected annualized cost avoidance of \$46,200,000 per year will help mitigate expected escalation of health benefit costs without diminishing the health benefits these Participants receive.

II. DISCUSSION

Under the respective collective bargaining agreements, NYC Transit currently provides medical benefits for active employees and dependents, and retirees of the Transport Workers Union Local 100 (TWU), Amalgamated Transit Union Locals 726 and 1056 (ATU), Subway Surface Supervisors Association (SSSA), Transit Supervisory Organization Local 106 (TSO) and MTABC. Currently, Empire Health Choice Assurance, Inc. (Empire), United Healthcare Services LLC (UHC) and Aetna Life Insurance Company (Aetna) have been administering the plans for these groups of employees. Empire is administering a Preferred Provider Organization (PPO) plan which covers 64% of total population of the Participants; UHC is administering Exclusive Provider Organization (EPO) and Point-of-Services (POS) plans (which must be awarded to and managed by one supplier); and Aetna is administering Medicare Advantage plans.

In September 2010, New York City Transit (NYCT) received Board approval for the award of a five-year (base three years plus two year options subject to board approval) competitively negotiated miscellaneous service contracts with the above three firms for medical health services in the amount of \$3,200,000,000. In December 2015 the Board approved a twelve-month time extension for each carrier and an additional combined, not-to-exceed amount of \$756,170,000.

A majority of those covered under the PPO and EPO/POS plans with NYCT are participants in what is defined as an employer-provided self-insured plan.. This means that the carrier, for a fee, provides and administers the network of physician and hospital providers and handles claims but passes the actual cost of the claim to NYCT. Medical claims are fixed and represent approximately 95% of the annual NYCT spend for these benefits with administrative fees and fully insured premiums accounting for the rest of the cost. There is a small population of approximately 5300 Participants that is covered under a fully insured plan, meaning that NYCT pays the carrier a fixed premium charge not directly related to the claims experience of NYCT members.

MTA, assisted by AON and The Segal Company, Inc., determined that it would be prudent if the health plans were competitively solicited. Over the past 5 years, there has been a significant amount of change in the healthcare industry that would warrant going to market. In addition, NYCT has been faced with increasing costs for the benefits covered under this program.

In Q1 2016 MTA HQ Procurement engaged in a competitive RFP to select a health benefits provider(s) for a plan(s) commencing in January 2017. A selection committee comprised of MTA HQ and NYCT staff was created. Through this RFP, the MTA was seeking cutting-edge solutions that deliver an optimal member experience, empower members to make optimal healthcare choices, and improve the overall health of the covered population. NYCT is bound by Collective Bargaining Agreements therefore the health care benefits that it currently provides must be replicated.

Following market outreach and advertising three proposers responded to the request for proposal: Empire, UHC and Aetna. All affected unions were invited to participate in reviewing the proposals and were offered briefings on the procurement as it proceeded. Based on a review of the proposals the selection committee recommended that all three proposers be invited for presentations and negotiations. The RFP analysis focused on each proposer's:

- Member Experience/Network Access/Member Disruption
- Plan Operations/Benefit Team Experience/Performance Guarantees
- Innovation/Provider Payment Reform
- Oral Presentations/Team
- Financial Proposal
- Risk sharing-discount guarantees, claim target guarantees

The proposers were evaluated on their networks of physician and hospital providers, the various discounts they had negotiated with those providers and other features of the plans they offered. A Disruption Analysis, performed to measure the extent to which the physicians and hospitals available to Participants under the existing medical health benefits plans would or would not be different if a different carrier was chosen was also considered for each plan. This analysis was performed by Segal Company, Inc. and concluded that overall, a change of carrier would result in a low level of disruption for PPO and EPO/POS platforms.

To evaluate pricing AON Consulting Inc. utilized their discount database as a comparative analysis tool. This comparative analysis methodology and tool is well known and accepted in the industry, and was utilized successfully for the 2010 NYCT Medical Benefits RFP. It has also been used in the solicitation for health care providers by many large public and private employers. Each of the proposers for the RFP were advised in advance that MTA would use this method of pricing analysis.

Selection and Executive Committee Recommendation

After thorough review and analysis of all RFP documentation, including a member disruption analysis, oral presentations and pricing, Aetna received the highest total score for all plans. Technical proposals from all three vendors were comparable. The selection committee vote was split and recommended to replace Empire with Aetna on the PPO plan, retain UHC for the EPO and POS plans (which must be awarded to and managed by one supplier), and retain Aetna for Medicare Advantage. These selections recommend awarding Aetna with two thirds of the plans based on member population and project annualized cost avoidance of \$20,200,000 per year, taking into consideration plan cost growth assumptions, compared with remaining with the current carriers.

Selection Committee Voting Results

Plan	Current Supplier	Selection Committee Vote	Comment
PPO	Empire	Aetna	Replaces Empire with Aetna
EPO	UHC	UHC	Retains incumbent supplier
POS	UHC	UHC	Retains incumbent supplier
Medicare Advantage	Aetna	Aetna	Retains incumbent supplier

Due to the criticality of this procurement, an executive committee was convened to review results of the RFP evaluation by the selection committee and vote on the award of the EPO/POS Plans. The executive committee consulted with Aon and The Segal Company, Inc, and was presented with pricing details and methodologies, provider high level comparative competencies, healthcare industry insight, critical plan design information, and detailed disruption analysis by union. The detailed disruption analysis again indicated that overall, a change of provider would result in a low level of disruption for all platforms for all unions.

Upon completion of their review process the executive committee unanimously voted to award the EPO/POS plans to Aetna with stipulation that mitigating plans be provided for minimal disruption to members with select coverage such as Behavioral Specialists, plan design remain identical to current offerings, and that a recruitment initiative be executed recovering disrupted medical providers.

Selecting Aetna for all plans (PPO/EPO/POS/Medicare Advantage) offers projected annualized cost avoidance of \$46,200,000 per year, while providing the same coverage to plan Participants.

Executive Committee Voting Results

Plan	Current Supplier	Selection Committee Vote	Executive Committee Vote
PPO	Empire	Aetna	Aetna
EPO	UHC	UHC	Aetna
POS	UHC	UHC	Aetna
Medicare Advantage	Aetna	Aetna	Aetna

All proposed pricing was determined to be fair and reasonable based on the competitive nature of the RFP.

MTA is currently conducting a responsibility review and other due diligence on Aetna. Procurement will not execute this contract where AI/SAI information is revealed unless the information is waived in accordance with the All-Agency Responsibility Guidelines and the vendor have been determined to be a responsible proposer.

III. D/M/WBE INFORMATION

Based on the Scope of Work and lack of subcontracting opportunities, the MBE/WBE goals established were 0% MBE and 0% WBE for these contracts.

IV. IMPACT ON FUNDING

Funding is based on approved budgets for NYCTA and will not exceed the limits approved by the Board.

V. ALTERNATIVES

Perform all services in-house. This alternative is not feasible. The MTA and its agencies do not have the resources or the trained personnel to perform these services.

Staff Summary

Schedule G: Miscellaneous Service Contracts

Item Number:

Vendor Name (& Location): Xerox Government Solutions, LLC
Description: Fire Safety Integration System
Contract Term (including Options, if any): October 1, 2016 through September 30, 2021
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:

Contract Number: 16187-0100	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount:	\$275,086.50
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: BSC/MTA IT & W. Hibri/S. Gellineau	
Contract Manager: Vipul A. Rana / MTA Procurement	

To recommend that the Board approve the award of a competitively negotiated, miscellaneous service contract to Xerox Government Solutions, LLC to furnish, implement and maintain an Enterprise Fire Safety Integration System that will streamline and automate the tracking of corporate fire safety data, including Equipment/Apparatus and Inventory, EMS Incidents, and Occupancy and Inspections Management Records for a period of five (5) years from October 1, 2016 through September 30, 2021 for a total amount of \$275,086.50.

MTA IT Systems Development will implement and manage this web-based Software-as-a-Service solution which will replace MNR’s manual process. This system will capture and report on fire and EMS related items for over 600 MNR properties. The other MTA agencies are utilizing a different software to capture this data however, at their discretion, may choose to implement this fire safety software in the future.

In order to obtain these services, a Request for Proposal (“RFP”) was publicly advertised and issued to eight (8) firms. One proposal was received. The Selection Committee, consisting of representatives from the MTA IT Agency Relations Management, MNR Office of System Safety, Claims & Security, and MTA IT Systems Development evaluated the proposal based on the criteria set forth in the RFP and determined that Xerox Government Solutions, LLC was technically qualified to provide the services identified in the RFP and recommended that Procurement enter into negotiations with the firm. As a result of negotiations, the originally proposed cost of \$299,355 for the five year period was reduced to \$275,086.50, representing a savings of \$24,268.50 or 8.1%. There are no prior contracts for this service with which these rates can be compared. Based on the above negotiated savings, the total amount of \$275,086.50 is deemed fair and reasonable. MTA has conducted a responsibility review and other due diligence on Xerox Government Solutions, LLC and has deemed them to be responsible for award.

Xerox Government Solutions has not completed any MTA contracts with goals; therefore, no assessment of the firm’s MWDBE performance can be determined at this time. The MWBE goals were waived on this contract as a result of the software being purchased by two outside vendors and configured/implemented by Metro North IT department.

Staff Summary

Schedule G: Miscellaneous Service Contracts

Item Number:

Vendor Name (& Location): NuEnergen LLC
Description: Peak Load Management Services
Contract Term (including Options, if any): 3 Years with 1 Year Option
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Procurement Type: <input type="checkbox"/> Competitive X <input type="checkbox"/> Non-competitive
Solicitation Type: <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Ride

Contract Number: 16306-0100	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount:	\$697,500
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: Environmental Sustainability & Compliance/P. Saikia-Eapen	
Contract Manager: Marc Rosen	

To recommend that the Board approve the award of a competitively solicited contract with NuEnergen LLC riding New York City (The Department of Citywide Administrative Services - DCAS) Contract No. 20141200001, to develop, manage and oversee demand response programs for MTA facilities enrolled in Peak Load Management (PLM) programs offered by Con Edison and the New York Independent System Operator (NYISO) for a period of three (3) years from October 1, 2016 thru September 30, 2019 with a one year renewable option, at MTA's sole discretion, in the not-to-exceed amount of \$697,500.

Currently, the New York Power Authority (NYPA), manages the MTA's participation in Peak Load Management (PLM) programs offered by the New York Independent System Operator (NYISO) and Con Edison and receives 15% of the payments MTA receives for its participation. These voluntary programs are designed to improve the reliability of the electrical grid during peak demand when the system is vulnerable to overload and failure. Participants commit to, and are paid for, reducing their electrical load during emergency peak demand conditions (generally in the summer months) by curtailing their discretionary electricity usage (e.g., reducing lighting load, raising HVAC set points, etc.) and/or by operating emergency generators to displace electricity from the grid. Participants are paid whether or not any peak reduction events are called during the enrollment period. In 2015, the MTA received \$593,765 in PLM payments (generally applied as a credit to the MTA's electric bill).

MTA's participation in the Peak Load Management (PLM) programs provides the following benefits to the MTA:

- Stability and integrity of the electrical grid essential to MTA operations and load curtailment at times of peak electrical demand.
- PLM payments and avoided cost associated with the curtailed electricity during periods of highest demand and highest price.
- No financial penalty for failure to perform. Failure to curtail load when called upon can result in non-payment and possibly limit future participation in PLM programs. The PLM programs does not place any of MTA operations at risk.

These services will be performed based on the rate of 7.75% as established in the New York City contract. This rate is 7.25% lower than the current rate of 15% of any payments received by the MTA and is deemed fair and reasonable. MTA has conducted a responsibility review and other due diligence on the NuEnergen LLC and has deemed them /to be responsible for award.

Staff Summary

Schedule G: Miscellaneous Service Contracts

Item Number:

Vendor Name (& Location): Various
Description: Maintenance, Supply, Installation, Repair and Design of Voice Communications
Contract Term (including Options, if any): November 1, 2016 thru October 31, 2019
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:

Contract Number: 15312-0100 thru 0500	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: \$4,542,218.38 (NTE)	
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Security/MTA Police; Raymond Diaz/Michael Coan	
Contract Manager: Marc Rosen	

DISCUSSION:

To recommend that the Board approve the award of five (5) multi-agency, competitively negotiated, miscellaneous services contracts to: 1) Eastern Communications; 2) North American Mobile Systems, Inc.; 3) Electronic Service Solutions, Inc. New York (ESS); 4) New York Communications Company, Inc. and 5) Piercon Solutions to furnish, on an as needed basis, all labor, material and parts necessary to provide maintenance, installation, repair and design services for voice communications, mobile data and vehicle warning systems equipment for the MTA Police Department, MTA Bridges and Tunnels and MTA Bus Company in the not-to-exceed amount of \$4,542,218.38 which includes a contingency of \$100,000 for a period of three years from November 1, 2016 thru October 31, 2019.

In order to continue these required services, a Request for Proposals (RFP), including MTAPD, B&T and MTA Bus Company requirements, was publicly advertised and copies of the RFP were mailed to a total of fifteen (15) vendors. Five (5) proposals were received.

The Selection Committee, consisting of representatives from MTAPD, B&T, and MTA Bus Company evaluated the proposals and determined that all firms listed above were technically qualified to perform the services identified by the RFP. Electronic Service Solutions, Inc. New York (ESS), North American and New York Communications Company, Inc. will provide services for Motorola equipment; Eastern Communications and New York Communications Company, Inc. for Harris equipment and Piercon and Eastern Communications for Design and Installation Services. MTA has conducted a responsibility review and other due diligence on these firms and has deemed them to be responsible for award.

The hourly rates negotiated under these contracts ranging from a low of \$50/hr. (for in-shop vehicle strip out of equipment) to a high of \$160/hr. (for on-site emergency maintenance and repair) are \$25/hr.-\$35/hr. less than the rates under the current five-year contract for a savings of 33.3% to 17.9%. Based on the above, these negotiated rates are considered fair and reasonable.

Eastern Communications, Electronic Service Solutions, North American Mobile Systems Inc. and New York Communications Co., Inc. have not completed any MTA contract with goals; therefore, no assessment of the firms MWDBE performance can be determined at this time. The MWBE goals were waived on all of the contracts because there were no certified MWBE firms located within the required 80 mile service area.

PierCon has not completed any MTA contract with goals; therefore, no assessment of the firm's MWDBE performance can be determined at this time. The Department of Diversity and Civil Rights established goals of 15% MBE and 15% WBE.

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SEPTEMBER 2016
MTA REAL ESTATE
LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL

MTA NEW YORK CITY TRANSIT

License agreement with Half Baked Goods, Inc. for a specialty foods store at 42nd Street & 8th Avenue station, Manhattan

Agreement with Hyatt Equities, LLC for acquisitions of easements for improvements at Grand Central station

METROPOLITAN TRANSPORTATION AUTHORITY

Agreement with Empire State Development for funding of planning arts and transactions relating to Empire Station

Lease with Steel One LLC for MTAPD: District 2 Long Island Precinct at 1 Grumman Road, Bethpage, Long Island

MTA CAPITAL CONSTRUCTION COMPANY

Lease with 69 East 125th Street Owner, LLC for storefront at 151 East 125th Street, New York, NY

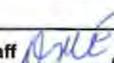
Sublease with the Segal Company (Eastern States), Inc. for continued Occupancy of offices at 333 West 34th Street, New York, NY

Staff Summary

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

Date September 26, 2016
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/26/16	X		
2	Board	9/28/16	X		

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

AGENCY: MTA New York City Transit ("NYCT")
 LICENSEE: Half Baked Goods, Inc. ("Half Baked")
 LOCATION: 42nd Street – Port Authority, Eighth Avenue Line, Mezzanine, Manhattan
 ACTIVITY: Sale of packaged specialty food items
 ACTION REQUESTED: Approval of terms
 TERM: 3 years
 SPACE: 484 square feet
 COMPENSATION: \$28,800 in Year 1 with 6% annual escalations thereafter

COMMENTS:

The subject location was publicly offered pursuant to a Request For Proposals ("RFP"), which called for a three-year term in order to be co-terminus with other existing licenses at 42nd Street in anticipation of offering a master lease for all of the stores at that station.

Two responsive proposals were received. Half Baked proposed a specialty snack store. The incumbent occupant, Claudeen Benoit, offered to continue her existing clothing and accessories store. Both offers are summarized in the table below:

Proposer	Use	1 st Year Compensation	Present Value
Half Baked Goods, Inc.	Sale of packaged specialty foods	\$28,800	\$79,995
Claudeen Benoit	Sale of clothing and accessories	\$25,600	\$69,126

Half Baked proposed use complements the marketing mix of other retail concessions at 42nd Street. Their inventory will focus on health relatively packaged food of a kind not found elsewhere in that corridor.

The principals of Half Baked, Messrs. Ubaid Bandukra and Bilal Gadit, have experience operating newsstands d/b/a Metro News at the Port Authority's Jamaica AirTrain station, at other sites in New York and at New Jersey train stations.

Staff Summary

FINANCE COMMITTEE MEETING Half Baked Goods, Inc. (Cont'd)

Messrs. Bandukra and Gadit have good credit, but will be new entrants to the New York City subway system. The license will be personally guaranteed by their respective parents: Messrs. Usman Bandukra and Jehangir Gadit.

Based on the foregoing, MTA Real Estate requests authorization to enter into a license on the above-described terms and conditions with Half Baked Goods, Inc.

Staff Summary

Subject PROPERTY ACQUISITION
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name HELENE CINQUE

Date SEPTEMBER 26, 2016
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/26/16	X		
2	Board	9/28/16	X		

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

AGENCY: New York City Transit ("NYCT")

PROPERTY: Basement and street-level areas of the Grand Hyatt Hotel, located at 109 E. 42nd Street, New York, New York, a/k/a Manhattan Block 1280, Lot 30 (the "Property"), adjacent to NYCT's Grand Central / 42nd Street subway station.

OWNER: New York State Empire State Development Corporation

LONG TERM LESSEE: Hyatt Equities, L.L.C. ("Hyatt")

ACTION REQUESTED: Authorization to enter into an agreement with Hyatt to obtain temporary occupancy of a portion of Hyatt's retail space at 42nd Street and Lexington Avenue in order to reconstruct an entry stair and install a new customer elevator from Lexington Avenue to the Grand Central/ 42nd Street subway station.

SPACE: 1,097 sq. ft. of street level space; 573 sq. ft. of basement space; and closure of remainder of a retail store (containing approximately 14,000 sq. ft. of space) for a duration of 8 - 10 months.

COMPENSATION: \$65,500 per month from January 1, 2017 to February 28, 2017 (for the time period after Hyatt's retail tenant, Strawberry's, vacates but before the start date of NYCT's work) and \$130,000 per month from March 1, 2017 to October 31, 2017 (the estimated 8-month for starting and completing NYCT's work), plus a one-time reimbursement to Hyatt of \$150,000 to induce Strawberry's to agree to an early lease termination).

Staff Summary

FINANCE COMMITTEE MEETING Hyatt (Cont'd.)

COMMENTS:

In January 2016, the MTA Finance Committee and MTA Board approved a Staff Summary authorizing MTA Real Estate to proceed with the acquisition by negotiated agreement or eminent domain of various permanent and temporary interests in the portions of the Property that are required in connection with improvements to passenger circulation on, to and from the mezzanine level of the Grand Central / 42nd Street subway station. One element of that project will consist of reconstructing an existing entry stair and installing a new customer elevator from Lexington Avenue to the subway station (the "Work"). In order to perform the Work, it will be necessary to acquire temporary use of a portion of space that the Hyatt Hotel leases for retail use to Strawberry's. Such use of the area directly required for performing the Work (the "Work Space") effectively will preclude, during construction, Strawberry's use of the large circular entrance located on the corner of 42nd Street and Lexington Avenue; other access doors (currently used as an emergency exit) on Lexington Avenue; and access between the store's street level and basement via an interior stairway. Strawberry's lease is scheduled to expire in December 2017 but contains a 5-year renewal option.

MTA's independent appraiser has valued the temporary use and occupancy of the Work Space at \$117,786 per month. His appraisal was performed under the prescribed methodology that takes into account the market rent attributable to the Work Space and the temporary loss in use and value to the remainder of the store while the Work is underway. Nonetheless, if Strawberry's cannot remain in business while the Work is underway (a likely outcome), MTA would be exposed to the following damages: to Hyatt, the full market rental value of the 14,000 square foot store (which our appraiser values at over \$380,000 per month); and to Strawberry's, trade fixture and relocation costs of several hundred thousand dollars.

After extensive negotiations, MTA and Hyatt have reached a tentative agreement on the following terms: (1) Hyatt will deliver vacant possession of the Work Space to MTA by March 1, 2017, our projected date for commencing the Work; (2) MTA will reimburse Hyatt in a one-time payment of \$150,000 for Hyatt's payments to Strawberry's to terminate its lease and surrender vacant possession of the Work Space to MTA no later than March 1, 2017; (3) if Strawberry's vacates its space between January 1, 2017 and February 28, 2017 (prior to the projected Work start date), MTA will pay use and occupancy to Hyatt at the rate of \$65,550 per month, which is Strawberry's current monthly contract rent under its 1997 lease; (4) from March 1, 2017 to October 31, 2017, MTA will pay Hyatt \$130,000 per month (approximately 10% above MTA's appraised value of \$117,786 per month); and (5) MTA will have no liability for trade fixture or relocation payments to Hyatt or Strawberry's.

Under MTA's separate understandings with One Vanderbilt LLC, the developer of the new One Vanderbilt development project (the "Developer"), the Developer will undertake the Work as part of its commitment to provide transportation improvements in connection with the City's special permit for One Vanderbilt. Under MTA's proposed agreement with Hyatt, the Developer will have 10 months to complete the Work (by January 1, 2018). The Developer will pick up MTA's \$130,000 per month use and occupancy obligations to Hyatt if the work is not completed in 8 months (by October 31, 2017).

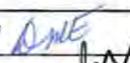
The proposed agreement with Hyatt is preferable to the uncertain outcome MTA would face in a condemnation proceeding, where MTA would be exposed to potential claims for significantly more compensation from Hyatt and additional claims from Strawberry's. By avoiding condemnation, the Work can proceed without further delay. For these reasons, the proposed agreement is in MTA's and NYCT's best interests and is recommended for the Board's approval.

Staff Summary

Subject PROJECT EXPENSES AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name

Date September 26, 2016
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/26/16	X		
2	Board	9/28/16	X		

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

AGENCY/SPONSOR: Metropolitan Transportation Authority ("MTA")
 JOINT SPONSOR: Empire State Development Corporation ("ESD")
 LOCATION: Empire Station Complex, Manhattan
 ACTIVITY: Sharing of professional fees
 ACTION REQUESTED: Approval of terms
 BUDGET IMPACT: Additional capital costs up to \$4,500,000

Purpose: In connection with MTA's participation with New York State Urban Development Corporation D/B/A Empire State Development Corporation ("ESD") and National Passenger Railroad Corporation ("Amtrak") in the issuance in January 2016 of the Joint Solicitation for the Development of the Empire Station Complex (the "Solicitation"), to approve MTA entering into a Project Expenses Agreement with ESD pursuant to which MTA would agree to share equally with ESD in funding reasonable out-of-pocket costs incurred by ESD on or after December 1, 2015 in connection with the Solicitation and not funded from monies otherwise provided to ESD for that purpose.

Discussion: Prior to the release of the Solicitation, ESD, MTA and Amtrak entered into a Memorandum of Understanding to cooperate as Project Sponsors in a joint effort to redevelop Penn Station and develop the former Farley Post Office Building (to be known as Moynihan Station) as an integrated, world-class "Empire" Station complex. The Solicitation sought definitive proposals for the redevelopment of the Farley Building and expressions of interest and statements of qualifications to redevelop Penn Station.

ESD in cooperation with MTA and Amtrak continues to advance the evaluation and selection process. The process involves the review of technical proposals, interviews with proposers, and other evaluative deliberations supported by legal, financial and design experts.

Insofar as the Farley Building is concerned, any respondent designated to enter into negotiations with the Project Sponsors will be required to pay certain out-of-pocket costs and expenses incurred in the review and analysis of such respondent's RFP submissions and the negotiation, documentation and closing of all transactions arising from such submissions; however, ESD has incurred and will continue to incur substantial out-of-pocket costs that are not to be paid by the respondents to the Solicitation, including costs related to (a) the design of Long Island Rail Road facilities to be located in the Farley Building, (b) the preparation and issuance of the Solicitation and (c) the organization, coordination and implementation of (i) the review and analysis of all responses to the Solicitation and (ii) follow on activities resulting from the Solicitation insofar as it relates to Penn Station (collectively, the "Unfunded Project Tasks").

Staff Summary

FINANCE COMMITTEE MEETING Project Expenses Agreement (Cont'd)

Under the terms of the Project Expenses Agreement, ESD and MTA would each be responsible for fifty percent (50%) of the Unfunded Project Costs. ESD and MTA would agree to cooperate in efforts to cause Amtrak to pay at least thirty-three and one-third percent (33 and 1/3%) of the Unfunded Project Costs, and in the event that Amtrak does pay a share of the Unfunded Project Costs the percentage share of each of ESD and MTA would be reduced proportionally with respect to Amtrak's percentage share. MTA would deliver to ESD up to four million five hundred thousand dollars (\$4,500,000), to be disbursed as set out below, which ESD would deposit in an interest-bearing account (the "Imprest Account"), and ESD would be authorized to draw on the Imprest Account (both principal and interest) for payment of Unfunded Project Costs. MTA would initially disburse to ESD, for ESD to deposit into the Imprest Account, one million five hundred thousand dollars (\$1,500,000). Each time that the balance of the Imprest Account fell below five hundred thousand dollars (\$500,000), ESD would so notify MTA, and MTA would disburse to ESD, for ESD to deposit into the Imprest Account, an additional one million dollars (\$1,000,000), provided, however, that the aggregate that MTA would disburse to ESD pursuant to this agreement would not be greater than four million five hundred thousand dollars (\$4,500,000).

Alternatives: None

Recommendation: Authorize MTA to enter into the Project Expenses Agreement as described in this Staff Summary and fund up to \$4,500,000 of Unfunded Project Tasks pursuant thereto.

Staff Summary

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

Date September 26, 2016
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/26/16	X		
2	Board	9/28/16	X		

Internal Approvals			
Order	Approval	Order	Approval
		1	Legal <i>AE</i>
3	Chief of Staff <i>DME</i>		
2	Chief Financial Officer <i>BY</i>		

AGENCY: MTA Police Department ("MTAPD")

LANDLORD: Steel One LLC (Steel Equities)

LOCATION: 1 Grumman Road, Bethpage, New York ("Building")

PREMISES: Approximately 16,415 rentable square feet, comprising a portion of the ground floor

ACTION REQUESTED: Approval of terms

TERM: Fifteen years, commencing upon possession

RENEWAL OPTION: Ten years, with at least twelve months advance notice.

POSSESSION/RENT COMMENCEMENT: Possession seven days following Landlord's substantial completion of alterations and improvements to the Premises and receipt of SNDA from mortgagee. Rent commencement six months following possession.

COMPENSATION:

<u>Initial Term</u>	<u>Rent per sq. ft.</u>	<u>Annual Rent</u>
Yrs. 1-15	\$23.50	\$385,752.50 - subject to 2.5% annual increases
<u>Renewal Term</u>	<u>Rent per sq. ft.</u>	
Yrs. 16-25	FMV - subject to 2.5% annual increases	

LANDLORD'S WORK: Landlord to provide a turnkey installation, encompassing required "Tenant Improvements", as well as improvements to base building, based on final construction and engineering drawings to be prepared by Landlord consistent with preliminary plans and specifications provided to Landlord by Tenant.

Base building improvements to be entirely at Landlord's cost. Landlord to contribute \$40.00 per rentable square foot towards cost of Tenant Improvements.

REAL PROPERTY TAX ESCALATION: Tenant to pay its proportionate share of increases in taxes over a 2016/17 base year. However, no such escalation will accrue or be payable until first anniversary of possession.

OPERATING EXPENSE ESCALATION: None

ELECTRICITY: Sub meter, at Landlord's actual cost without markup.

Staff Summary
FINANCE COMMITTEE MEETING
Steel One LLC (Cont'd)

- PARKING:** 65 free parking spaces and complimentary parking for pistol range.
- SERVICES:** Landlord to provide cleaning of office portion of the Premises and extermination services at Landlord's expense. Cleaning and maintenance of the non-office portions of Premises to be at Tenant's expense.
- MAINTENANCE AND REPAIRS:** Landlord to maintain Building exterior, keep sidewalks and parking areas free from snow and rubbish and provide all structural repairs including major repairs to the HVAC system at Landlord's cost and expense. Tenant to be responsible for routine maintenance of HVAC equipment, unless Tenant elects to have Landlord perform such maintenance at Tenant's expense. At Tenant's option, Landlord to provide interior non-structural repairs at Tenant's expense with a 5% supervisory fee.
- HOLDOVER:** Tenant to have right, with at least 30 days' advance written notice to Landlord, to hold over for up to four (4) months at then escalated rent. Thereafter, any holdover would be on month-to-month basis at 125% of then escalated rent.
- SECURITY DEPOSIT:** None

COMMENTS:

MTA Police District 2, which services Nassau County, is currently housed in trailers that are nearing the end of their useful lives, cannot sufficiently accommodate the district's needs and are located on land that is leased under an expired lease. As no other space currently under MTA control could accommodate this requirement, MTA Real Estate, with assistance from Cushman & Wakefield, Inc. ("C&W") and Avison Young, conducted a comprehensive survey of 28 potential Nassau County properties available for lease or purchase, on the strength of which MTA Real Estate and MTAPD determined that the Building was the only currently available property that could accommodate MTAPD's requirements, which include special needs relating to security, parking, dedicated emergency power generation, prisoner cells, a pistol range and canine facilities.

Based on the aforementioned survey, C&W has advised that the proposed rent is within market range for similar space.

As noted above, Landlord has agreed to provide a turnkey installation, including specialized police facility fixtures and equipment. Based on preliminary plans and specifications that have been provided by Tenant and will be attached to the lease, Landlord has provided Tenant with a guaranteed maximum price of \$2,810,000 for such installation, net of the aforementioned Tenant Improvement Allowance. When the final construction plans and specifications have been completed, Landlord's Work will be competitively bid out on an open-book basis under the supervision of MTAPD. If the final out-of-pocket hard cost to Landlord of Landlord's Work (exclusive of base building work) is less than such maximum cost, Tenant will be entitled to 80% of such savings. The net amount payable by the MTA for Landlord's Work will be covered from the MTA's capital budget.

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

Staff Summary

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

Date September 26, 2016
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/26/16	X		
2	Board	9/28/16	X		

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

AGENCY: MTA Capital Construction ("MTACC") – Second Avenue Subway Project ("SAS")

LANDLORD: 69 East 125th Street Owner, LLC

LOCATION: 69 East 125th Street, New York, New York

ACTIVITY: Second Avenue Subway (Phase II) community information center

ACTION REQUESTED: Approval of terms

TERM: 10 years commencing on date of possession

SPACE: Approximately 2,250 sq. ft. of ground floor space

POSSESSION: Upon substantial completion of Landlord's alterations and improvements, as well as the receipt of a non-disturbance agreement from the mortgagee.

RENT COMMENCEMENT: 14 days following delivery of possession

COMPENSATION: Yrs. 1-10: \$258,750 - \$115 per sq. ft.- per year- subject to 9% increases every 3 years

RENEWAL OPTION: 5 year renewal option, subject to Tenant right to terminate upon 12 months advance notice at escalations greater of fair market value or base rent in final year of initial lease term and with 9% increase at the beginning of year 12.

REAL PROPERTY TAXES: Proportionate share of increases over 2017 calendar base year; however, no escalation will accrue or become due prior to first anniversary of possession date

OPERATING EXPENSE ESCALATIONS: None

ELECTRICITY: Directly metered

MAINTENANCE AND REPAIRS: Landlord will provide at its sole cost and expense snow removal, all repairs and maintenance of the storefront and sidewalk, and all structural repairs, including HVAC repairs.
Tenant is responsible for all interior non-structural repairs and HVAC maintenance, which, at Tenant's option, Landlord will provide at 105% of Landlord's actual cost.

LANDLORD'S WORK: Landlord to provide at its sole cost and expense turn-key alterations and improvements to the premises to accommodate Tenant's requirements, including all architectural and engineering and filling costs.

Staff Summary
FINANCE COMMITTEE MEETING
69 East 125th Street Owner, LLC (Cont'd)

SECURITY DEPOSIT: None

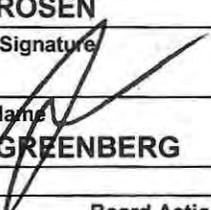
COMMENTS:

As Phase I of the SAS project nears completion, MTACC plans upon lease expiration (12/31/16) to close its current information center at 1628 Second, New York, New York. With the commencement of phase II, MTACC plans to open a new SAS Information Center in Harlem along the 125th Street retail corridor to disseminate project information, and provide space for public meetings and access to project staff. Cushman & Wakefield ("C&W") assisted with the search for a suitable retail location.

In July, 2016 the MTA Board approved a proposal to lease retail space for this requirement at 151 East 125th Street. Unfortunately, the landlord has decided to construct a multi-story residential tower over the existing commercial structure. This would require additional support columns to be added to the retail space and raises concerns over safety, noise and long term restricted visibility. Therefore, it was decided to seek alternative space. Tours of four locations were conducted with the assistance of C&W and 69 East 125th Street was determined to be the only suitable location to accommodate MTACC's requirements.

C&W advises that the rent is within market range for similar spaces. Based on the foregoing, MTA Real Estate requests authorization to enter into a lease with Landlord on the above-described terms and conditions.

Staff Summary

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

Date September 26, 2016
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/26/16	X		
2	Board	9/28/16	X		

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

AGENCY (SUBTENANT): Metropolitan Transportation Authority ("MTA")
 SUBLESSOR: The Segal Company (Eastern States), Inc. ("Segal")
 LOCATION: 333 West 34th Street, New York, New York ("Premises")
 ACTIVITY: Sublease agreement
 ACTION REQUESTED: Approval of terms
 TERM: Two years, commencing January 1, 2017
 SPACE: Approximately 17,503 rentable square feet (12,198 usable) of office space comprising a portion of the 5th floor

COMPENSATION:	<u>PERIOD</u>	<u>RENT PER MONTH</u>
	1/1/17 – 12/31/17	\$72,929.17
	1/1/18 – 12/31/18	\$74,387.75

ESCALATIONS: None
 ELECTRICITY: Submetered
 LANDLORD WORK: "As is"
 CLEANING SERVICES: Cleaning included at Sublessor's expense
 MAINTENANCE & REPAIRS: Sublessor will provide any services, maintenance, repairs or alterations that Subtenant requests, at Sublessor's actual cost without any offset or mark-up.
 SECURITY DEPOSIT: None
 HOLDOVER: At sublease expiration, with at least thirty (30) days prior written notice, Subtenant will have the right to extend the sublease for up to four (4) months at the then effective rent. Thereafter, Subtenant would pay 115% of the rent in effect during the last year of the term, on a month-to-month basis.

COMMENTS:

Since January, 2011, the Premises have served as a field office for MTA Capital Construction ("MTACC") and MTACC consultant employees working on the #7 Line Extension project. The MTA's current lease with ARC NY333W@3401,

Staff Summary

FINANCE COMMITTEE MEETING Sublease with Segal (Cont'd.)

LLC (“Landlord”) expires December 31, 2016. Upon expiration of such lease, the Premises will be tendered to Segal, pursuant to a separate agreement between Segal and Landlord.

The opening of the new 34th Street/Hudson Yards Station occurred in September, 2015. However, MTACC continues to have need for the Premises, as construction of a new secondary entrance to the station is ongoing, with a likely completion of October, 2017, and closeout activities continuing through 2018. There are no other suitable MTA facilities available to accommodate this requirement, and MTA’s broker, Cushman & Wakefield, Inc. (“C&W”), could not identify any leasable space within the immediate vicinity that could accommodate the required square footage and short term occupancy required.

Hudson Yards Development Corporation continues to provide funding for the construction and administration of the Project, including rent under the current lease, and will be responsible for funding the rent payable under the proposed sublease, which C&W advises is within market range for similar spaces.

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

PROCUREMENTS

The Procurement Agenda this month includes 8 actions for a proposed expenditure of \$47.9M.

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

Schedule F: Personal Service Contracts	5	\$	42.4 M
Schedule J: Modifications to Miscellaneous Procurement Contracts	1		1.8 M
SUBTOTAL	6	\$	44.2 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

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

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

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

Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions	1	\$.9 M
SUBTOTAL	1	\$.9 M
TOTAL	8	\$	47.9 M

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

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

SEPTEMBER 2016

LIST OF NONCOMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

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

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

- | | | |
|--|---------------------------|--------------------------------------|
| 1. Avaya, Inc.
Contract# 1802.5 | \$2,766,212 (Est.) | <u>Staff Summary Attached</u> |
|--|---------------------------|--------------------------------------|
- Modification to the all-agency contract for maintenance of local and wide area multi-protocol router communication network (LAN/WAN) equipment, in order to extend the contract term.

Item Number: 1

Vendor Name (Location) Avaya, Inc. (Basking Ridge, New Jersey)
Description Maintenance of the local and wide area multi-protocol router communication networks
Contract Term (including Options, if any) October 1, 2011–September 30, 2016
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept./Div., Dept./Div. Head Name: MTA-IT, Sidney Gellineau

Contract Number 1802	ASWO/Mod.#: 5
Original Amount:	\$ 9,092,452
Option Amount:	\$ 2,652,354
Total Amount:	\$ 11,744,806
Prior Modifications:	\$ 1,429,601
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 13,174,407
This request:	\$ 2,766,212 (Est.)
% of This Request to Current Amount:	21.0%
% of Modifications (including This Request) to Total Amount:	35.7%

Discussion:

This modification will extend this multi-agency miscellaneous service contract for an additional three years, from October 1, 2016–September 30, 2019, for continued maintenance of the local and wide area network (“LAN/WAN”) equipment originally manufactured by Nortel Networks, Inc. (“Nortel”).

Equipment covered under this service contract consists of routers, switches, and related communications equipment. It supports all data traffic for all MTA agencies except Bridges and Tunnels. This includes email, server traffic (including server backups), traffic to and from the various MTA data centers, and users accessing enterprise applications. It also supports some, but not all, voice communications (telephone communications).

In January 2009, Nortel filed for voluntary bankruptcy protection. Subsequently, Avaya acquired portions of Nortel, including the portion that previously manufactured and maintained this equipment. As the successor to Nortel, Avaya is uniquely qualified to provide maintenance for this critical equipment. The operating system software embedded in the equipment is proprietary to Avaya and can only be maintained by Avaya. Any other firm providing hardware maintenance must obtain original equipment manufacturing parts and repair service from Avaya. Due to the dependence of MTA on its network and the critical need to maintain network communications, until the replacement of the aged equipment originally manufactured by Nortel is completed, it is necessary to obtain maintenance services directly from Avaya. Approximately 90% of the equipment covered under this contract will be replaced during the term of this extension via the Network Infrastructure Upgrade contract.

In December 2011, the Board approved the retroactive award of the base contract for a two-year term, with a one-year option. The contract has been extended several times, including exercise of the option.

The work under this contract includes maintenance of LAN/WAN equipment with the following service level categories: (1) Full Service, where the contractor performs all required work on site twenty-four hours a day, seven days a week, (2) Next Day Service, which provides 24-hour replacement of failed parts as identified by the agency and installed by agency personnel, (3) Depot Service, under which agency personnel install replacement parts drawn from a spare parts inventory, while the contractor provides replacements for such failed parts within 10 days.

Unit prices for this extension reflect a 15% discount from list pricing, which is significantly higher than the 6% discount provided in the New York State Office of General Services contract. The price has been found to be fair and reasonable.

Staff Summary

Item Number 1			
Department, Department Head Name: VP Materiel, Stephen M. Plochochi			
Internal Approvals			
Order	Approval	Date	Approval
1	Materiel	6 X	Subways
	<i>WD</i>		
2 X	Law	7	EVP (ACPO) <i>MPC 9/21/16</i>
3 X	Budget	8	President <i>UA 9.22.16</i>
4 X	DDCR		
5 X	CPM		

SUMMARY INFORMATION	
Vendor Name Jacobs Civil Consultants, Inc.	Contract No. CM-1301
Description Design Consultant for Radio Replacement Projects and Design Support During Construction for the Staten Island Railway and NYC Transit's Department of Subways	
Total Amount \$2,439,184 NTE (Base \$1,784,815, Option \$654,369)	
Contract Term (including Options, if any) Base Contract for 13 months with an option for 30 months for Staten Island Railway and 36 months for NYC Transit's Department of Subways	
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"/> Noncompetitive	
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 approval of the Board to award a competitively solicited Design Consultant contract to Jacobs Civil Consultants Inc. ("Jacobs") for the design of new radio systems for Staten Island Railway ("SIR") and NYC Transit's Department of Subways', Maintenance of Way Division ("DOS") in the not-to-exceed amount of \$2,439,184 for the design services including an option for Design Support During Construction ("DSDC"). The base design amount is \$1,784,815 with a duration of 13 months. The DSDC option amount is \$654,369 with a duration of 30 months for SIR and 36 months for DOS. The option, if exercised, will be authorized by the Assistant Chief Procurement Officer ("ACPO").

DISCUSSION:

In order to comply with FCC changes, SIR and DOS will transition from UHF radio channels to replacement radio systems that will operate on 800 MHz channels. Under this contract, Jacobs will produce two separate designs for new radio systems for train traffic control on SIR and for maintenance groups in DOS. These design packages will be the basis for the two construction contracts for these radio systems to be solicited via an Invitation for Bid ("IFB"). Jacobs will develop all necessary design parameters, specifications, and drawings and compile all documentation required for the development of the IFB packages. New base station equipment shall be provided and installed by the contractor selected for each project. SIR equipment will be installed along the right-of-way and DOS equipment will be installed above ground at approximately six locations for both projects.

A two-step solicitation was advertised in various publications, and direct notices were sent to potential providers. The following 11 firms submitted Step One Qualification Packages: AECOM Technical Services, Inc. ("AECOM"); Ove Arup & Partners, PC; Federal Engineering, Inc. ("Federal"); Jacobs Civil Consultants Inc. ("Jacobs"); LTK Engineering Services of New York, LLP; Macro, a Division of Ross & Baruzzini, Inc. ("Macro"); Parsons Transportation Group of New York, Inc. ("PTG"); PierCon Solutions, LLC; SYSTRA Engineering, Inc.; Tectonic Engineering & Surveying Consultants PC; and TRC Companies, Inc. ("TRC"). The Selection Committee ("SC") reviewed the submittals and, based on the firms' relevant knowledge and experience, recommended the following six firms to advance to step two of the solicitation process and receive the Request for Proposal ("RFP"): AECOM, Federal, Jacobs, Macro, PTG, and TRC. The five remaining firms were not recommended because they lacked sufficient qualifications and experience in this field as presented in the qualification packages.

An RFP was issued to the shortlisted firms and proposals were subsequently received from five out of the six firms. Federal declined to propose due to its inability to perform the majority of the services as a prime consultant, as stipulated in the RFP document. The SC reviewed the written technical proposals in accordance with the established evaluation criteria, which included their plan of approach, relevant experience, current workload of key personnel, and past performance on similar projects. Oral presentations were also conducted with the respondents to the RFP. Jacobs, Macro, and PTG were determined by the SC to be the three most technically preferred firms based on their extensive relevant experience and successful performance on similar projects, as presented in the technical proposals and during oral presentations, and were recommended for negotiations. The two firms not recommended for negotiations did not demonstrate as much relevant experience.

After being selected and approved for negotiations, the cost proposals from Jacobs, Macro, and PTG were opened and evaluated. The initial cost proposals from the three selected firms including the DSDC option, were as follows: Jacobs – \$3,448,774 (\$2,770,374 base/\$678,401 option), Macro – \$2,010,028 (\$1,773,991 base/\$236,037 option), and PTG – \$2,735,396 (\$1,364,202 base/\$1,371,194 option). The initial in-house estimate was \$4,063,668 (\$3,295,510 base/\$768,158 option).

Several negotiation sessions were held with the three firms which focused on the estimated direct labor rates, proposed hours, overhead, and fixed fee. Revised interim proposals were received following the negotiations. The in-house estimate was also revised to \$2,540,727 (\$1,723,423 base/\$817,304 option). Subsequently, Best and Final Offers (“BAFOs”) were requested and received as follows: Jacobs – \$2,439,184 (\$1,784,815 base/\$654,369 option), Macro – \$2,602,674 (\$1,543,346 base/\$1,059,329 option), and PTG – \$2,190,615 (\$1,257,177 base/\$933,438 option).

The SC unanimously voted to recommend award of the contract to Jacobs due to it being the most technically preferred firm. Jacobs proposed the most design hours and had the lowest fully loaded weighted average hourly rates. Although PTG’s BAFO was lower than Jacobs’, the SC’s decision was based on the fact that of the two firms, Jacobs’ technical expertise was preferable as the firm had proposed the best technical solution. Jacobs proposed a design team that included two subconsultants with extensive experience on transit communication projects, and their proposal evinced extensive research in their approach that would assure successful projects. Therefore, the difference in price between PTG and Jacobs did not justify awarding PTG the contract. Jacobs’ BAFO was determined to be fair and reasonable based on the competitive RFP process.

In connection with a previous contract awarded to Jacobs, Jacobs was found to be responsible notwithstanding significant adverse information (“SAI”) pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman in consultation with the MTA General Counsel. No new SAI has been found relating to Jacobs and Jacobs has been found to be responsible.

M/W/DBE INFORMATION:

The Department of Diversity and Civil Rights (“DDCR”) has established MBE/WBE goals of 6% MBE and 6% WBE for this contract. DDCR has approved Jacobs’ MBE/WBE Utilization Plan that forecasts participation of 6% MBE and 20.4% WBE. Jacobs has achieved its M/W/DBE goals on previous MTA contracts.

IMPACT ON FUNDING:

This contract will be funded with 100% MTA funds. Award of this contract is subject to receipt of 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.

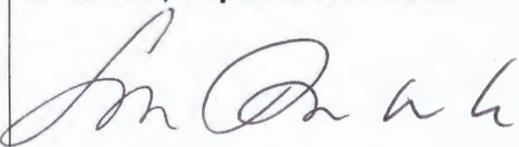
CAPITAL PROGRAM REPORTING:

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 a competitively solicited Design Consultant contract to Jacobs Civil Consultants Inc. to design new radio systems for SIR and DOS in the not-to-exceed amount of \$2,439,184 for the design services including an option for DSDC. The base design amount is \$1,784,815 with a duration of 13 months. The DSDC option amount is \$654,369 with a duration of 30 months for SIR and 36 months for DOS. The option, if exercised, will be authorized by the ACPO.

Staff Summary

Item Number 2-5			
Department, Department Head Name: VP Materiel, Stephen M. Plochochi			
			
Internal Approvals			
Order	Approval	Date	Approval
1	Materiel	6	EVP (ACTING) MPC 9/19/16
2 X	Law	7	President VA 9/21/16
3 X	Budget		
4 X	DDCR		
5 X	CPM		

SUMMARY INFORMATION	
Vendor Name Various (listed below)	Contract No. CM-1536/ 37/38/40
Description IQ Contracts to Provide Cost Estimating and Cost Control Support Personnel	
Total Amount \$40 million (Est. Aggregate)	
Contract Term (including Options, if any) 60 months	
Option(s) included in Total Amount?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Renewal?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive	
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 obtain approval of the Board to award the following four Indefinite Quantity (“IQ”) contracts on a competitive basis for staffing services to support NYC Transit cost estimating and cost control projects: CM-1536 to The KOHL Group, Inc. (“KOHL”); CM-1537 to The Spear Group (“Spear”); CM-1538 to Management Concepts Systems & Services (“MCSS”), a certified M/W/DBE; and CM-1540 to ELLANA, Inc., (“ELLANA”), a certified M/W/DBE for a period of 60 months. The aggregate pool for all four contracts is an estimated amount of \$40 million, comprised of federal and MTA funding. These will be zero dollar-based contracts with no minimum guarantee of any assignments.

DISCUSSION:

Due to the critical nature of the estimating function and the shortage of NYC Transit cost estimating and cost control personnel to support Capital Program Management (“CPM”) and the many initiatives identified in the 2015–2019 Capital Program, NYC Transit is seeking to procure the services of staffing firms to provide professional and technical staff on an as-needed basis. Unlike a contract awarded to an engineering consultant firm, where the firm would have responsibility for executing an entire project or assigned portion thereof, this contract will enable NYC Transit to meet the need for staff to perform various estimating tasks for capital projects. These contracts will replace one expired contract and one existing contract that expires in December 2016.

Work orders for new staffing requirements will be competitively solicited from all four firms. Based on the résumés submitted for the proposed candidates, a clearly outlined process will then follow to select the most qualified personnel to support NYC Transit requirements. The contract award does not represent a specific monetary commitment on the part of NYC Transit, however each awardee has the opportunity to compete for available personnel assignments. The staffing firms will pre-qualify all candidates prior to referral. The staffing firms will be paid the negotiated salary of the person whose services are provided to the agency, plus a markup.

The Request for Proposal (“RFP”) was conducted via a two-step process. Outreach efforts to get prospective staffing firms to propose on this solicitation were performed. Respondents to the RFP are comprised of architectural and engineering consulting firms along with staffing firms. In Step 1, fifteen firms submitted qualification packages: Absolute Consulting, Inc.; AECOM USA, Inc. (“AECOM”); ARCADIS; AZH Construction & Consulting; Currie & Brown, Inc.; ELLANA; Faithful Gould, Inc.; Hill International, Inc. (“Hill”); V. J. Associates, Inc. (“VJA”); MCSS; KOHL; Promatech, Inc.; Spear; The LiRo Group Ltd. (“LiRo”); and PMA Consultants LLC (“PMA”). The packages were reviewed by the Selection Committee (“SC”) to determine the firms most qualified and experienced in providing the required personnel. Only firms selected during Step 1 received the RFP.

Staff Summary

Subsequent to the SC's review of the Qualification submittals, and, as a result of the majority of submittals being from engineering consultants and not staffing firms, a notification was sent to the proposers clarifying the requirements of the RFP relative to the solicitation being first and foremost a request for staffing and that their proposed overhead rates were expected to be consistent with those proposed by staffing firms. After receiving this clarification, LiRo and PMA withdrew their Qualification Packages.

The SC voted to recommend eight proposers to receive the RFP for Step 2 of this solicitation process: KOHL, AECOM, MCSS, ELLANA, Hill, Spear, VJA, and Promatech. Seven firms submitted proposals. Promatech decided not to propose, citing that they were not confident that they could provide adequate staff to perform the work. The SC reviewed the written technical proposals in accordance with the established evaluation criteria. This criteria includes (1) experience and ability to provide professional and technical personnel, (2) capability to recruit, screen, and refer cost estimating/control personnel for various architectural and engineering disciplines, (3) recruitment and screening methods, (4) existing database of qualified cost estimating and cost control personnel, and (5) policies in place to retain personnel. Oral presentations were conducted with all seven firms. KOHL, ELLANA, MCSS, AECOM, and Spear were found to be the most technically qualified and were subsequently recommended for negotiations.

Price negotiations were held with the five selected firms with discussions mainly focusing on the proposed markup to be paid for candidates selected by NYC Transit. The markup percentage is paid to the consultant, based on the candidate's direct salary, and represents overhead and profit. The markup compensates the consultants for their efforts in recruiting, screening, referring, payroll-related expenses, and managing compensation for selected candidates. A renewal fee will be applied in lieu of the initial markup in the event that staff are renewed for an additional time period beyond 2,080 hours. The contract also includes a finder's fee, to be paid by NYC Transit, for staff who are subsequently hired as full-time employees by NYC Transit or another MTA agency after a designated period. After several negotiation sessions with all five firms, Best and Final Offers (BAFOs) were received as follows:

	<u>Markup</u>	<u>Renewal Fee (>2080 hrs)</u>	<u>Finder's Fee (<2080 hrs)</u>	<u>Finder's Fee (>2080 hrs)</u>	<u>≥4160 hrs NO FEE</u>
AECOM	108.00%	108.00%	15.00%	10.00%	00.00%
ELLANA	74.00%	71.00%	20.00%	18.00%	00.00%
MCSS	68.50%	68.50%	10.00%	05.00%	00.00%
KOHL	44.00%	43.00%	15.00%	08.00%	00.00%
Spear	39.00%	37.00%	19.00%	14.00%	00.00%

After review of BAFOs, the SC reconvened and selected KOHL, ELLANA, MCSS, and Spear for award. AECOM was not selected by the SC as its BAFO markup far exceeded the competitive range of comparable markups of the other firms. Procurement and CPM consider the BAFOs received from the four selected firms to be fair and reasonable. The four selected firms represent a well-rounded group. Spear is strong in engineering services and staffing, MCSS and ELLANA are two solid consultant and staffing firms with a depth of relevant engineering expertise, and KOHL is a strong technical and staffing firm that has previously staffed these types of positions.

Background investigations and materials submitted by these firms disclosed no significant adverse information within the meaning of the All-Agency Responsibility Guidelines. All firms were found responsible for award.

M/W/DBE INFORMATION:

The Department of Diversity and Civil Rights assigned a 0% M/W/DBE goal for these contracts based on the Scope of Work and lack of subcontracting opportunities. KOHL, MCSS, ELLANA, and Spear have not completed any MTA contracts within the last three years; therefore, no assessment of the firms' M/W/DBE performance can be determined at this time.

IMPACT ON FUNDING:

These contracts will be funded with federal and MTA funds provided on a work order basis. Task orders will not be issued until an approved War Certificate is received.

ALTERNATIVES:

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

CAPITAL PROGRAM REPORTING:

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

RECOMMENDATION:

That the Board approve the award of four competitively solicited IQ contracts for staffing services to support NYC Transit cost estimating and cost control projects: CM-1536 to KOHL, CM-1537 to Spear, CM-1538 to MCSS, and CM-1540 to ELLANA for a period of 60 months. The aggregate pool for all four contracts is for an estimated amount of \$40 million.

Schedule J: Modifications to Miscellaneous Procurement Contracts



Item Number: 6

Vendor Name (Location) Autodesk, Inc. (San Rafael, California)	Contract Number 0519268	ASWO/Mod.#: 12
Description Constructware Web-based Project Management System	Original Amount:	\$ 4,000,000
	Option Amount:	\$ 1,843,621
	Total Amount:	\$ 5,843,621
Contract Term (including Options, if any) October 17, 2005–September 30, 2016	Prior Modifications:	\$ 1,225,111
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a	Prior Budgetary Increases:	\$ 0
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive	Current Amount:	\$ 7,068,732
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	This request:	\$ 1,763,449
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:	24.9%
Requesting Dept./Div., Dept./Div. Head Name: Capital Program Management, John O’Grady	% of Modifications (including This Request) to Total Amount:	51.2%

Discussion:

This modification will extend the contract term for an additional three years, from October 1, 2016 to September 30, 2019, for continued use of the Constructware Web-based Project Management System (“WPMS”).

This contract is for the license to use the Constructware WPMS as well as consulting and training services. This is a subscription license and all software runs on Autodesk’s servers. Constructware provides a centralized database that is used to help manage capital design and construction projects. The database holds all contractor submissions. Constructware assists in the automation of project management work processes, tracking of assignments, managing correspondence, and review and approval of submissions. This was initially awarded as a multi-agency contract, but Constructware is primarily used by NYC Transit’s Capital Program Management Department (Metro-North Railroad utilizes Constructware, via this contract, to manage ten capital projects).

In February 2005, MTA Headquarters (“MTA-HQ”) received approval from the Board to award a five-year competitive contract with a three-year option to Emerging Solutions, Inc., d/b/a Constructware Corp., for a WPMS. Since award, modifications have been issued for additional on-site consulting and training; assignment of the contract to Autodesk, Inc. (“Autodesk”); assignment of the contract from MTA-HQ to NYC Transit; and various extensions including the exercise of the three-year option (July 1, 2010–June 30, 2013).

Autodesk initially proposed \$2,822,596 for the three-year extension. Through negotiations, the price was reduced to \$1,763,449. The license price per user is 4.0% per year higher than the license price per user for the previous extension. The relevant regional Bureau of Labor Statistics Occupational Employment Statistics for software developers indicates a 4.4% annual rate of increase in the hourly mean wage in recent years. The price has been found to be fair and reasonable. The consulting, support, and training fees are incurred on an as-needed basis.

The requested extension will allow sufficient time to conduct a competitive Request for Proposal for a successor contract and, if necessary, to migrate legacy contracts from Constructware to a new WPMS. Configuring a new system and migrating the legacy data to it is anticipated to be a lengthy and complex process due in part to the large number of documents residing in Constructware.

A background check and review of documents submitted by Autodesk revealed significant adverse information within the meaning of the All-Agency Responsibility Guidelines. NYC Transit received approval from the MTA Chairman/CEO in consultation with the MTA General Counsel to award this modification notwithstanding the existence of significant adverse information.

SEPTEMBER 2016

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

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

(Staff Summaries required for items requiring Board approval.)

1. **E.E. Cruz/Tully Construction JV** **\$920,000** ***Staff Summary Attached***
Contract# C-26010.229

Modification to the contract for the Second Avenue Subway Route 132A – 96th Street Station Finishes, in order to address additional flood protection along Second Avenue.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 1

Vendor Name (Location) E. E. Cruz/Tully Construction Co., JV, LLC (New York, NY)
Description Second Avenue Subway Route 132A – 96th Street Station Finishes
Contract Term (including Options, if any) June 22, 2012–October 5, 2016
Option(s) included in Total Amt? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept./Div., Dept./Div. Head Name: MTA Capital Construction, Dr. Michael Horodniceanu

Contract Number C-26010	AWO/Mod. # 229
Original Amount:	\$ 324,600,000
Prior Modifications:	\$ 50,966,750
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 375,566,750
This Request:	\$ 920,000
% of This Request to Current Amt:	0.3%
% of Modifications (including This Request) to Original Amt:	16.0%

Discussion:

This retroactive modification addresses the installation of additional flood protection north of the 96th Street station along the Second Avenue Subway (“SAS”) line.

This contract is for 96th Street Station Finishes for the SAS Project, and requires (1) rehabilitation and retrofit of the existing 99th–105th Street Tunnel, (2) construction of invert slab and benches in the newly constructed 87th–92nd Street Tunnel and in the northern section of the 97th–99th Street Tunnel, (3) installation of mechanical systems including HVAC, electrical medium voltage and 120V systems, (4) plumbing, (5) supply and installation of elevators and escalators in the station and entrances, (6) construction of the station platform, mezzanine levels, ancillaries, and entrances, (7) construction of interior walls and rooms, (8) installation of architectural finishes, (9) removal of temporary road decking installed in previous contracts, restoration of the surface of Second Avenue and adjacent streets, and (10) maintenance of the station until contract completion.

The scope of work for this retroactive modification includes (1) replacement of three existing emergency egress hatches with watertight hatches, (2) installation of heavy-duty mechanical closure devices in existing vents at six locations, (3) installation of stainless-steel watertight inserts at 13 manhole locations along Second Avenue between 99th and 105th streets, and (4) a credit for not furnishing and installing the grating at two locations.

A Technical Advisory Committee (“TAC”) paper addressing flood protection was updated and approved to reflect NYC Transit Design Guidelines’ new criteria regarding potential river and seawater surges resulting from hurricanes. In conformance with these flood protection updates, a review of the SAS design at 96th Street performed by MTA Capital Construction (“MTACC”), NYC Transit’s Capital Program Management, and the design consultant team indicated that the street-level openings along Second Avenue between 99th and 105th streets were below the new design flood elevation standards. This Modification No. 229 was issued based on the foregoing TAC paper to address corrective measures in the tunnel section. Mod No. 192 was previously issued for \$465,000 to install flood-protection measures at the 96th Street station entrance and ancillary buildings.

Retroactive approval was obtained from MTACC’s president on March 29, 2016. The contractor, E. E. Cruz/Tully Construction Company, JV, LLC, (“CTJV”) was directed to proceed on March 29, 2016.

CTJV submitted its proposal in the amount of \$1,051,760. MTACC’s in-house estimate was \$1,204,673, including a credit of (\$28,896). Negotiations resulted in a net lump-sum price of \$920,000. Savings of \$131,760 were achieved.

Based upon the review and analysis of both CTJV’s proposal and the MTACC in-house estimate, the final price was found to be fair and reasonable.



Metro-North Railroad

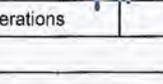
Action Item

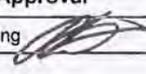
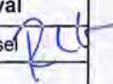
Staff Summary

Subject	New Haven Line Connecticut Fare Increase
Department	Operations Planning & Analysis
Department Head Name	Michael Shiffer
Department Head Signature	
Project Manager Name	Thomas Marchwinski

Date	September 26, 2016
Vendor Name	
Contract Number	
Contract Manager Name	
Table of Contents Ref#	

Board Action					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mtg.	9/26	X		
2	MTA Fin. Comm.	9/26	X		
3	MTA Board Mtg.	9/28	X		

Internal Approvals			
Order	Approval	Order	Approval
5	President 		Budget
4	Executive VP 		VP Capital Programs
3	VP Financial & IT 		Engr/Const
	SVP Operations		Project Reporting

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

Narrative

Purpose and Recommendation:

That the MTA Board approve a Resolution authorizing increases proposed by the Connecticut Department of Transportation to Metro-North New Haven Line fares for travel to or from Connecticut stations.

Discussion:

The Connecticut Department of Transportation (CTDOT) proposes that New Haven Line fares for travel to or from stations located in the State of Connecticut be increased by an average of 6%, which includes CTDOT's previously approved 1% fare increase that was scheduled for January 1, 2017 to fund the acquisition of the new M8 rail cars. The increases will be effective on or about December 1, 2016, and are proposed to help close a CTDOT budget shortfall. The range of individual fare increases may vary because of rounding. There will be no changes in fares charged on the New Haven Line for travel taking place wholly within New York State as a result of this action.

In addition to the fare increases, CTDOT is also proposing the following changes: elimination of the "WebTicket" program after full implementation of the MTA eTix mobile ticketing app for all stations on the New Haven, New Canaan, Danbury, and Waterbury Lines; elimination of the 2% discount on "Mail and Ride" tickets; and reduction of the discount on joint monthly ticket/unlimited MetroCard packages from 4% to 2%. Equivalent changes have already been implemented for New York State fares.

Metro-North operates New Haven Line service within the State of Connecticut pursuant to the Amended and Restated Service Agreement (ARSA) with CTDOT. Joint approval by the MTA Board and CTDOT is needed to implement CTDOT fare increases for the New Haven Main Line. CTDOT, with Metro-North participation as previously authorized by the Board, held public hearings on the fare increase proposal in Waterbury on September 13th, in Stamford on September 14th and in New Haven on September 15th. These Connecticut public hearings were advertised in advance in newspapers of general circulation. Notice advising the public of the proposed changes and establishing dates for the hearings were posted throughout the New Haven Line Connecticut stations and in Grand Central Terminal, and seat notices were distributed on Metro-North New Haven Line trains.

Staff Summary

The last fare increases on the Connecticut portion of the Metro-North system occurred on January 1, 2016 and January 1, 2015 when Connecticut fares were increased by 1% on each occasion. In addition, a 5.04% increase was implemented on January 1, 2014.

Metro-North will also implement Connecticut Branch Line fare increases in the same percent amount and at the same time as the New Haven Main Line increase (under the terms of the ARSA, Branch Line fares are determined solely by CTDOT). UniRail and UniTicket prices will also be increased based upon CTDOT's determination of those fares.

Budget Impact:

Adopting this Resolution will raise revenues for the New Haven Line starting in December 2016 and in subsequent years, by increasing fares paid for commuter service, ensuring adequate funding for these services.

RESOLUTION

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

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

WHEREAS, on July 27, 2016, the Board authorized one or more public hearings with regard to fare increases proposed by CTDOT;

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

WHEREAS, public hearings were conducted by CTDOT, with the participation of Metro-North, at the times set forth in the aforesaid notices of public hearings, at which all persons who wished to comment on the proposed fare changes were permitted to speak and written comments for inclusion in the record of the proceeding were invited, at Silas Bronson Library, 267 Grand Street, Waterbury, Connecticut on September 13, 2016; at University of Connecticut Stamford Campus, One University Place, in Stamford, Connecticut on September 14, 2016; and at the Hall of Records, 200 Orange Street in New Haven, Connecticut on September 15, 2016;

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

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

RESOLVED, that in accordance with the requirements of section 1266 of the Public Authorities Law, the MTA Board hereby approves increases to the Metro-North New Haven Line fares for travel to or from Connecticut stations in the cumulative amount of approximately 6%, which increases include a previously approved 1% increase which was to be implemented on January 1, 2017; that certain reductions and eliminations of discounts to certain tickets are also approved; that the increases to specific fares to become effective on or about December 1,

2016, and the aforementioned reductions and eliminations of discounts shall be as set forth in Attachment A hereto; and that President of Metro-North and his designees are hereby authorized and directed to take such additional and further steps as may be necessary or desirable to implement the approved increases in fares.

September 26, 2016
New York, New York

Table 1
PROPOSED NEW HAVEN LINE STATION FARES TO/FROM MANHATTAN ^(1,2)
 (Effective 12/1/2016)
 (Page 1 of 2)

Station	Monthly Commutation		Weekly Commutation		10-Trip Peak		10-Trip Off-Peak		10-Trip Senior/Disabled/Medicare	
	Existing	Proposed	Existing	Proposed	Existing	Proposed	Existing	Proposed	Existing	Proposed
Mount Vernon Pelham New Rochelle	\$231.00	\$231.00	\$74.00	\$74.00	\$105.00	\$105.00	\$66.00	\$66.00	\$52.50	\$52.50
Larchmont Mamaroneck Harrison	\$259.00	\$259.00	\$83.00	\$83.00	\$117.50	\$117.50	\$74.50	\$74.50	\$57.50	\$57.50
Rye Port Chester	\$279.00	\$279.00	\$89.25	\$89.25	\$125.00	\$125.00	\$80.75	\$80.75	\$62.50	\$62.50
Greenwich Cos Cob Riverside Old Greenwich	\$281.00	\$298.00	\$90.00	\$95.25	\$130.00	\$137.50	\$83.00	\$87.25	\$65.00	\$67.50
Stamford Noroton Heights Darien Rowayton	\$313.00	\$332.00	\$100.25	\$106.25	\$145.00	\$152.50	\$93.50	\$97.75	\$72.50	\$75.00
South Norwalk East Norwalk	\$337.00	\$357.00	\$107.75	\$114.25	\$155.00	\$165.00	\$100.00	\$106.25	\$77.50	\$82.50
Westport Green's Farms Southport Fairfield Fairfield Metro	\$366.00	\$388.00	\$117.00	\$124.00	\$167.50	\$177.50	\$106.25	\$112.75	\$82.50	\$87.50
Bridgeport	\$398.00	\$422.00	\$127.25	\$135.00	\$185.00	\$195.00	\$119.00	\$125.50	\$92.50	\$97.50
Stratford Milford	\$420.00	\$445.00	\$134.50	\$142.50	\$197.50	\$210.00	\$125.50	\$131.75	\$97.50	\$105.00
West Haven New Haven NH State Street	\$467.00	\$495.00	\$149.50	\$158.50	\$220.00	\$232.50	\$140.25	\$148.75	\$110.00	\$115.00
Glenbrook Springdale Talmadge Hill New Canaan	\$313.00	\$332.00	\$100.25	\$106.25	\$145.00	\$152.50	\$93.50	\$97.75	\$72.50	\$75.00
Merritt-7 Wilton Cannondale	\$348.00	\$369.00	\$111.25	\$118.00	\$160.00	\$170.00	\$102.00	\$108.50	\$80.00	\$85.00
Branchville Redding Bethel Danbury	\$366.00	\$388.00	\$117.00	\$124.00	\$167.50	\$177.50	\$106.25	\$112.75	\$82.50	\$87.50
Derby Shelton Ansonia Seymour Beacon Falls Naugatuck Waterbury	\$422.00	\$447.00	\$135.00	\$143.00	\$195.00	\$205.00	\$125.50	\$131.75	\$97.50	\$102.50

Notes:

- (1) Reflects fares for principal ticket types sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.
- (3) Fares for one way peak and one way off-peak tickets purchased onboard trains are calculated as the station fare plus \$6.00, rounded to the nearest dollar. Fares for senior citizen/disabled tickets purchased onboard trains are the same as the station fares.
- (4) Discounts of 2% for monthly commutation rail tickets when you purchase a joint Monthly Ticket/Monthly Unlimited MetroCard.

Table 1
PROPOSED NEW HAVEN LINE STATION FARES TO/FROM MANHATTAN ^(1,2)
 (Effective 12/1/2016)
 (Page 2 of 2)

Station	One-Way Peak		One-Way Off-Peak		One-Way Senior/Disabled/Medicare		School Commutation	
	Existing	Proposed	Existing	Proposed	Existing	Proposed	Existing	Proposed
Mount Vernon								
Pelham	\$10.50	\$10.50	\$7.75	\$7.75	\$5.25	\$5.25	\$155.00	\$155.00
New Rochelle								
Larchmont								
Mamaroneck	\$11.75	\$11.75	\$8.75	\$8.75	\$5.75	\$5.75	\$174.00	\$174.00
Harrison								
Rye	\$12.50	\$12.50	\$9.50	\$9.50	\$6.25	\$6.25	\$187.00	\$187.00
Port Chester								
Greenwich								
Cos Cob	\$13.00	\$13.75	\$9.75	\$10.25	\$6.50	\$6.75	\$188.00	\$199.00
Riverside								
Old Greenwich								
Stamford								
Noroton Heights	\$14.50	\$15.25	\$11.00	\$11.50	\$7.25	\$7.50	\$210.00	\$222.00
Darien								
Rowayton								
South Norwalk	\$15.50	\$16.50	\$11.75	\$12.50	\$7.75	\$8.25	\$226.00	\$239.00
East Norwalk								
Westport								
Green's Farms								
Southport	\$16.75	\$17.75	\$12.50	\$13.25	\$8.25	\$8.75	\$245.00	\$260.00
Fairfield								
Fairfield Metro								
Bridgeport	\$18.50	\$19.50	\$14.00	\$14.75	\$9.25	\$9.75	\$267.00	\$283.00
Stratford	\$19.75	\$21.00	\$14.75	\$15.50	\$9.75	\$10.50	\$281.00	\$298.00
Milford								
West Haven								
New Haven	\$22.00	\$23.25	\$16.50	\$17.50	\$11.00	\$11.50	\$313.00	\$332.00
NH State Street								
Glenbrook								
Springdale	\$14.50	\$15.25	\$11.00	\$11.50	\$7.25	\$7.50	\$210.00	\$222.00
Talmadge Hill								
New Canaan								
Merritt-7								
Wilton	\$16.00	\$17.00	\$12.00	\$12.75	\$8.00	\$8.50	\$233.00	\$247.00
Cannondale								
Branchville								
Redding	\$16.75	\$17.75	\$12.50	\$13.25	\$8.25	\$8.75	\$245.00	\$260.00
Bethel								
Danbury								
Derby Shelton								
Ansonia								
Seymour	\$19.50	\$20.50	\$14.75	\$15.50	\$9.75	\$10.25	\$283.00	\$299.00
Beacon Falls								
Naugatuck								
Waterbury								

Notes:

- (1) Reflects fares for principal ticket types sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.
- (3) Fares for one way peak and one way off-peak tickets purchased onboard trains are calculated as the station fare plus \$6.00, rounded to the nearest dollar. Fares for senior citizen/disabled tickets purchased onboard trains are the same as the station fares.
- (4) Discounts of 2% for monthly commutation rail tickets when you purchase a joint Monthly Ticket/Monthly Unlimited MetroCard.

(Table 2)
NEW HAVEN LINE INTERMEDIATE ONE WAY STATION FARES
 Effective 12/1/2016
 (Page 1 of 2)

Zone #	Station	Fare	11	12	13	14	15	16	17	18	19	20	21	31	41	42	51
			Fordham	Mt. Ven- New Roch	Larchmont- Harrison	Rye- Port Chstr	Greenwich- Old Grwch	Stamford- Rowayton	S.Norwk- E.Norwk	Westport- Fairfield	Bridgept	Stratford- Milford	West Hvn- New Hvn	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvie- Danbury	Waterbury Branch
12	Mt. Vernon East Pelham New Rochelle	New	\$3.00	\$3.00													
		Current	\$3.00	\$3.00													
13	Larchmont Mamaroneck Harrison	New	\$3.75	\$3.00	\$3.00												
		Current	\$3.75	\$3.00	\$3.00												
14	Rye Port Chester	New	\$4.75	\$3.50	\$3.50	\$3.00											
		Current	\$4.75	\$3.50	\$3.50	\$3.00											
15	Greenwich Cos Cob Riverside Old Greenwich	New	\$5.00	\$4.75	\$3.75	\$3.50	\$2.75										
		Current	\$4.75	\$4.50	\$3.50	\$3.25	\$2.75										
16	Stamford Noroton Hts. Darien Rowayton	New	\$6.00	\$6.00	\$5.00	\$4.75	\$2.75	\$2.75									
		Current	\$5.75	\$5.75	\$4.75	\$4.50	\$2.75	\$2.75									
17	South Norwalk East Norwalk	New	\$7.00	\$7.00	\$6.00	\$5.75	\$3.50	\$2.75	\$2.75								
		Current	\$6.50	\$6.50	\$5.75	\$5.25	\$3.25	\$2.75	\$2.75								
18	Westport Greens Farms Southport Fairfield Fairfield Metro	New	\$8.50	\$8.50	\$7.25	\$7.00	\$4.50	\$2.75	\$2.75	\$2.75							
		Current	\$8.00	\$8.00	\$6.75	\$6.50	\$4.25	\$2.75	\$2.75	\$2.75							

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.

Table 2 (continued)
NEW HAVEN LINE INTERMEDIATE ONE WAY STATION FARES
 Effective 12/1/2016
 (Page 2 of 2)

Zone #	Station	Fare	11	12	13	14	15	16	17	18	19	20	21	31	41	42	51
			Fordham	Mt. Vrn- New Roch	Larchmt- Harrison	Rye- Port Chstr	Greenwch- Old Grwch	Stanford- Rowayton	S.Norwtk- E.Norwtk	Westport- Fairfield	Bridgept	Stratford- Milford	West Hvn- New Hvn	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
19	Bridgeport	New	\$10.00	\$10.00	\$8.75	\$8.25	\$6.00	\$4.50	\$3.75	\$2.75							
		Current	\$9.50	\$9.50	\$8.25	\$7.75	\$5.75	\$4.25	\$3.50	\$2.75							
20	Stratford Milford	New	\$11.25	\$11.25	\$10.00	\$9.50	\$7.25	\$5.75	\$4.50	\$3.50	\$2.75	\$2.75					
		Current	\$10.75	\$10.75	\$9.50	\$9.00	\$6.75	\$5.25	\$4.25	\$3.25	\$2.75	\$2.75					
21	West Haven New Haven NH State Street	New	\$13.75	\$13.75	\$12.50	\$12.00	\$9.75	\$8.00	\$7.00	\$5.50	\$3.75	\$3.50	\$2.75				
		Current	\$13.00	\$13.00	\$11.75	\$11.25	\$9.25	\$7.50	\$6.50	\$5.25	\$3.50	\$3.25	\$2.75				
31	Glenbrook Springdale Talmadge Hill New Canaan	New	\$6.00	\$6.00	\$5.00	\$4.75	\$2.75	\$2.75	\$3.50	\$4.50	\$5.75	\$6.25	\$8.50	\$2.75			
		Current	\$5.75	\$5.75	\$4.75	\$4.50	\$2.75	\$2.75	\$3.25	\$4.25	\$5.25	\$6.00	\$8.00	\$2.75			
41	Merritt-7 Wilton Cannondale	New	\$7.50	\$7.50	\$6.25	\$6.00	\$4.00	\$3.50	\$2.75	\$3.50	\$4.50	\$5.00	\$7.00	\$4.50	\$2.50		
		Current	\$7.00	\$7.00	\$6.00	\$5.75	\$3.75	\$3.25	\$2.75	\$3.25	\$4.25	\$4.75	\$6.50	\$4.25	\$2.25		
42	Branchville Redding Bethel Danbury	New	\$9.75	\$8.50	\$7.50	\$7.00	\$5.75	\$4.75	\$3.50	\$5.00	\$6.00	\$6.25	\$8.75	\$5.75	\$2.50	\$2.50	
		Current	\$9.25	\$8.00	\$7.00	\$6.50	\$5.25	\$4.50	\$3.25	\$4.75	\$5.75	\$6.00	\$8.25	\$5.25	\$2.25	\$2.25	
51	Derby-Shelton Ansonia Seymour Naugatuck Waterbury	New	\$12.00	\$11.50	\$10.75	\$10.25	\$7.75	\$6.50	\$6.00	\$5.00	\$2.75	\$2.75	\$6.00	\$7.75	\$7.00	\$8.75	\$2.50
		Current	\$11.25	\$11.00	\$10.00	\$9.75	\$7.50	\$6.25	\$5.75	\$4.75	\$2.75	\$2.75	\$5.75	\$7.50	\$6.50	\$8.25	\$2.25

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.

(Table 3)
NEW HAVEN LINE INTERMEDIATE MONTHLY COMMUTATION FARES
 Effective 12/1/2016
 (Page 1 of 2)

Zone #	Station	Fare	11	12	13	14	15	16	17	18	19	20	21	31	41	42	51
			Fordham	Mt. Vrn- New Roch	Larchmnt- Harrison	Rye- Port Chstr	Greenwich- Old Grwch	Stamford- Rowayton	S.Norwalk- E.Norwalk	Westport- Fairfield	Bridgept	Stratford- Milford	West Hvn- New Hvn	Glenbric- New Can.	Merritt-7- Canmondl	Branchvle- Danbury	Waterbury Branch
12	Mt. Vernon East Pelham New Rochelle	New	\$67.25	\$67.25													
		Current	\$67.25	\$67.25													
13	Larchmont Mamaroneck Harrison	New	\$75.00	\$67.25	\$67.25												
		Current	\$75.00	\$67.25	\$67.25												
14	Rye Port Chester	New	\$92.75	\$68.50	\$68.50	\$64.00											
		Current	\$92.75	\$68.50	\$68.50	\$64.00											
15	Greenwich Cos Cob Riverside Old Greenwich	New	\$98.25	\$98.25	\$76.75	\$67.75	\$62.75										
		Current	\$92.75	\$92.75	\$72.50	\$64.00	\$59.25										
16	Stamford Noroton Hts. Darien Rowayton	New	\$129.50	\$129.50	\$109.00	\$93.00	\$62.75	\$62.75									
		Current	\$122.25	\$122.25	\$102.75	\$87.75	\$59.25	\$59.25									
17	South Norwalk East Norwalk	New	\$152.50	\$152.50	\$130.75	\$115.75	\$70.50	\$62.75	\$62.75								
		Current	\$143.75	\$143.75	\$123.25	\$109.25	\$66.50	\$59.25	\$59.25								
18	Westport Greens Farms Southport Fairfield Fairfield Metro	New	\$182.25	\$182.25	\$159.50	\$142.75	\$90.00	\$67.75	\$62.75	\$62.75							
		Current	\$172.00	\$172.00	\$150.50	\$134.75	\$85.00	\$64.00	\$59.25	\$59.25							

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.

Table 3 (continued)
NEW HAVEN LINE INTERMEDIATE MONTHLY COMMUTATION FARES
 Effective 12/1/2016
 (Page 2 of 2)

Zone #	Station	Fare	11	12	13	14	15	16	17	18	19	20	21	31	41	42	51
			Fordham	Mt. Vrn- New Roch	Larchmt- Harrison	Rye- Port Chstr	Greenwch- Old Grwch	Stamford- Rowayton	S.Norwik- E.Norwik	Westport- Fairfield	Bridgept	Stratford- Milford	West Hvn- New Hvn	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
19	Bridgeport	New	\$217.50	\$217.50	\$190.75	\$182.25	\$124.50	\$91.25	\$74.50	\$62.75							
		Current	\$205.25	\$205.25	\$180.00	\$172.00	\$117.50	\$86.00	\$70.25	\$59.25							
20	Stratford Milford	New	\$238.50	\$238.50	\$212.50	\$195.75	\$147.25	\$113.50	\$88.00	\$62.75	\$62.75	\$62.75					
		Current	\$225.00	\$225.00	\$200.50	\$184.75	\$139.00	\$107.00	\$83.00	\$59.25	\$59.25	\$59.25					
21	West Haven New Haven NH State Street	New	\$290.50	\$290.50	\$264.25	\$247.50	\$197.25	\$163.75	\$139.25	\$115.75	\$75.50	\$75.50	\$63.75				
		Current	\$274.00	\$274.00	\$249.25	\$233.50	\$186.00	\$154.50	\$131.25	\$109.25	\$71.25	\$71.25	\$60.25				
31	Glenbrook Springdale Talmadge Hill New Canaan	New	\$129.50	\$129.50	\$109.00	\$93.00	\$62.75	\$62.75	\$73.00	\$94.25	\$120.00	\$134.50	\$178.50	\$62.75			
		Current	\$122.25	\$122.25	\$102.75	\$87.75	\$59.25	\$59.25	\$68.75	\$89.00	\$113.25	\$127.00	\$168.50	\$59.25			
41	Merritt-7 Wilton Cannondale	New	\$165.75	\$162.00	\$140.75	\$124.50	\$86.75	\$71.75	\$55.00	\$73.00	\$98.25	\$107.75	\$146.75	\$93.00	\$55.00		
		Current	\$156.25	\$152.75	\$132.75	\$117.50	\$81.75	\$67.75	\$52.00	\$68.75	\$92.75	\$101.75	\$138.50	\$87.75	\$52.00		
42	Branchville Redding Bethel Danbury	New	\$199.50	\$182.25	\$165.75	\$149.75	\$120.00	\$100.75	\$73.00	\$107.75	\$126.75	\$134.50	\$187.25	\$120.00	\$55.00	\$55.00	
		Current	\$188.25	\$172.00	\$156.25	\$141.25	\$113.25	\$95.00	\$68.75	\$101.75	\$119.50	\$127.00	\$176.75	\$113.25	\$52.00	\$52.00	
51	Derby-Shelton Ansonia Seymour Naugatuck Waterbury	New	\$251.00	\$241.50	\$218.75	\$203.50	\$165.75	\$140.75	\$126.75	\$107.75	\$66.25	\$66.25	\$126.75	\$165.75	\$148.25	\$187.25	\$55.00
		Current	\$236.75	\$227.75	\$206.25	\$192.00	\$156.25	\$132.75	\$119.50	\$101.75	\$62.50	\$62.50	\$119.50	\$156.25	\$139.75	\$176.75	\$52.00

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.

(Table 4)
NEW HAVEN LINE INTERMEDIATE WEEKLY COMMUTATION FARES
 Effective 12/1/2016
 (Page 1 of 2)

Zone #	Station	Fare	11	12	13	14	15	16	17	18	19	20	21	31	41	42	51
			Fordham	Mt. Vern- New Roch	Larchmont- Harrison	Rye- Port Chstr	Greenwich- Old Grwch	Stamford- Rowayton	S.Norwalk- E.Norwalk	Westport- Fairfield	Bridgpt	Stratford- Milford	West Hvn- New Hvn	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
12	Mt. Vernon East Pelham New Rochelle	New	\$20.75	\$20.75													
		Current	\$20.75	\$20.75													
13	Larchmont Mamaroneck Harrison	New	\$23.25	\$20.75	\$20.75												
		Current	\$23.25	\$20.75	\$20.75												
14	Rye Port Chester	New	\$28.75	\$21.25	\$21.25	\$19.75											
		Current	\$28.75	\$21.25	\$21.25	\$19.75											
15	Greenwich Cos Cob Riverside Old Greenwich	New	\$30.50	\$30.50	\$23.75	\$21.00	\$19.50										
		Current	\$28.75	\$28.75	\$22.50	\$19.75	\$18.25										
16	Stamford Noroton Hts. Darien Rowayton	New	\$40.25	\$40.25	\$33.75	\$28.75	\$19.50	\$19.50									
		Current	\$38.00	\$38.00	\$31.75	\$27.25	\$18.25	\$18.25									
17	South Norwalk East Norwalk	New	\$47.25	\$47.25	\$40.50	\$36.00	\$21.75	\$19.50	\$19.50								
		Current	\$44.50	\$44.50	\$38.25	\$33.75	\$20.50	\$18.25	\$18.25								
18	Westport Greens Farms Southport Fairfield Fairfield Metro	New	\$56.50	\$56.50	\$49.50	\$44.25	\$28.75	\$21.00	\$19.50	\$19.50							
		Current	\$53.25	\$53.25	\$46.75	\$41.75	\$27.00	\$19.75	\$18.25	\$18.25							

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.

Table 4 (continued)
NEW HAVEN LINE INTERMEDIATE WEEKLY COMMUTATION FARES
 Effective 12/1/2016
 (Page 2 of 2)

Zone #	Station	Fare	11	12	13	14	15	16	17	18	19	20	21	31	41	42	51
			Fordham	Mt. Vernon New Roch	Larchmont- Harrison	Rye- Port Chstr	Greenwich- Old Grwch	Stamford- Rowayton	S.Norwalk- E.Norwk	Westport- Fairfield	Bridgeport	Stratford- Milford	West Hvn- New Hvn	Glenbrk- New Can.	Merritt-7- Cannondl	Branchville- Danbury	Waterbury Branch
19	Bridgeport	New	\$67.50	\$67.50	\$59.25	\$56.50	\$39.75	\$28.75	\$23.00	\$19.50							
		Current	\$63.75	\$63.75	\$55.75	\$53.25	\$37.25	\$27.00	\$21.75	\$18.25							
20	Stratford Milford	New	\$74.00	\$74.00	\$66.00	\$60.75	\$47.25	\$36.25	\$28.25	\$19.50	\$19.50	\$19.50					
		Current	\$69.75	\$69.75	\$62.25	\$57.25	\$44.50	\$34.25	\$26.75	\$18.25	\$18.25	\$18.25					
21	West Haven New Haven NH State Street	New	\$90.00	\$90.00	\$82.00	\$76.75	\$63.25	\$52.25	\$44.25	\$36.00	\$23.50	\$23.50	\$19.75				
		Current	\$85.00	\$85.00	\$77.25	\$72.50	\$59.50	\$49.25	\$41.75	\$33.75	\$22.25	\$22.00	\$18.75				
31	Glenbrook Springdale Talmadge Hill New Canaan	New	\$40.25	\$40.25	\$33.75	\$28.75	\$19.50	\$19.50	\$22.75	\$29.25	\$37.25	\$41.75	\$55.25	\$19.50			
		Current	\$38.00	\$38.00	\$31.75	\$27.25	\$18.25	\$18.25	\$21.25	\$27.50	\$35.00	\$39.25	\$52.25	\$18.25			
41	Merritt-7 Wilton Cannondale	New	\$51.50	\$50.25	\$43.75	\$38.50	\$27.00	\$22.25	\$17.00	\$22.75	\$30.50	\$33.50	\$45.50	\$28.75	\$17.00		
		Current	\$48.50	\$47.25	\$41.25	\$36.50	\$25.25	\$21.00	\$16.00	\$21.25	\$28.75	\$31.50	\$43.00	\$27.25	\$16.00		
42	Branchville Redding Bethel Danbury	New	\$61.75	\$56.50	\$51.50	\$46.50	\$37.25	\$31.25	\$22.75	\$33.50	\$39.25	\$41.75	\$58.00	\$37.25	\$17.00	\$17.00	
		Current	\$58.25	\$53.25	\$48.50	\$43.75	\$35.00	\$29.50	\$21.25	\$31.50	\$37.00	\$39.25	\$54.75	\$35.00	\$16.00	\$16.00	
51	Derby-Shelton Ansonia Seymour Naugatuck Waterbury	New	\$77.75	\$74.75	\$67.75	\$63.00	\$51.50	\$43.75	\$39.25	\$33.50	\$20.50	\$20.50	\$39.25	\$51.50	\$46.00	\$58.00	\$17.00
		Current	\$73.50	\$70.50	\$64.00	\$59.50	\$48.50	\$41.25	\$37.00	\$31.50	\$19.50	\$19.50	\$37.00	\$48.50	\$43.25	\$54.75	\$16.00

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.

(Table 5)
NEW HAVEN LINE INTERMEDIATE TEN-TRIP FARES
 Effective 12/1/2016
 (Page 1 of 2)

Zone #	Station	Fare	11	12	13	14	15	16	17	18	19	20	21	31	41	42	51
			Fordham	Mt. Vern- New Roch	Larchmt- Harrison	Rye- Port Chstr	Greenwch- Old Grwch	Stamford- Rowayton	S.Norwtk- E.Norwtk	Westport- Fairfield	Bridgept	Stratford- Milford	West Hvn- New Hvn	Glenbrk- New Can.	Merritt-7- Cannondl	Brauchvie- Danbury	Waterbury Branch
12	Mt. Vernon East Pelham New Rochelle	New	\$25.50	\$25.50													
		Current	\$25.50	\$25.50													
13	Larchmont Mamaroneck Harrison	New	\$32.00	\$25.50	\$25.50												
		Current	\$32.00	\$25.50	\$25.50												
14	Rye Port Chester	New	\$40.50	\$29.75	\$29.75	\$25.50											
		Current	\$40.50	\$29.75	\$29.75	\$25.50											
15	Greenwich Cos Cob Riverside Old Greenwich	New	\$42.50	\$40.50	\$32.00	\$29.75	\$23.50										
		Current	\$40.50	\$38.25	\$29.75	\$27.75	\$23.50										
16	Stamford Noroton Hts. Darien Rowayton	New	\$51.00	\$51.00	\$42.50	\$40.50	\$23.50	\$23.50									
		Current	\$49.00	\$49.00	\$40.50	\$38.25	\$23.50	\$23.50									
17	South Norwalk East Norwalk	New	\$59.50	\$59.50	\$51.00	\$49.00	\$29.75	\$23.50	\$23.50								
		Current	\$55.25	\$55.25	\$49.00	\$44.75	\$27.75	\$23.50	\$23.50								
18	Westport Greens Farms Southport Fairfield Fairfield Metro	New	\$72.25	\$72.25	\$61.75	\$59.50	\$38.25	\$23.50	\$23.50	\$23.50							
		Current	\$68.00	\$68.00	\$57.50	\$55.25	\$36.25	\$23.50	\$23.50	\$23.50							

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.

Table 5 (continued)
NEW HAVEN LINE INTERMEDIATE TEN-TRIP FARES
 Effective 12/1/2016
 (Page 2 of 2)

Zone #	Station	Fare	11	12	13	14	15	16	17	18	19	20	21	31	41	42	51
			Fordham	Mt. Vernon New Roch	Larchmont- Harrison	Rye- Port Chstr	Greenwich- Old Greenwich	Stamford- Rowayton	S.Norwalk- E.Norwalk	Westport- Fairfield	Bridgeport	Stratford- Milford	West Hvn- New Hvn	Glenbrook- New Can.	Merritt-7- Cannondale	Branchville- Danbury	Waterbury Branch
19	Bridgeport	New	\$85.00	\$85.00	\$74.50	\$70.25	\$51.00	\$38.25	\$32.00	\$23.50							
		Current	\$80.75	\$80.75	\$70.25	\$66.00	\$49.00	\$36.25	\$29.75	\$23.50							
20	Stratford Milford	New	\$95.75	\$95.75	\$85.00	\$80.75	\$61.75	\$49.00	\$38.25	\$29.75	\$23.50	\$23.50					
		Current	\$91.50	\$91.50	\$80.75	\$76.50	\$57.50	\$44.75	\$36.25	\$27.75	\$23.50	\$23.50					
21	West Haven New Haven NH State Street	New	\$117.00	\$117.00	\$106.25	\$102.00	\$83.00	\$68.00	\$59.50	\$46.75	\$32.00	\$29.75	\$23.50				
		Current	\$110.50	\$110.50	\$100.00	\$95.75	\$78.75	\$63.75	\$55.25	\$44.75	\$29.75	\$27.75	\$23.50				
31	Glenbrook Springdale Talmadge Hill New Canaan	New	\$51.00	\$51.00	\$42.50	\$40.50	\$23.50	\$23.50	\$29.75	\$38.25	\$49.00	\$53.25	\$72.25	\$23.50			
		Current	\$49.00	\$49.00	\$40.50	\$38.25	\$23.50	\$23.50	\$27.75	\$36.25	\$44.75	\$51.00	\$68.00	\$23.50			
41	Merritt-7 Wilton Cannondale	New	\$63.75	\$63.75	\$53.25	\$51.00	\$34.00	\$29.75	\$23.50	\$29.75	\$38.25	\$42.50	\$59.50	\$38.25	\$21.25		
		Current	\$59.50	\$59.50	\$51.00	\$49.00	\$32.00	\$27.75	\$23.50	\$27.75	\$36.25	\$40.50	\$55.25	\$36.25	\$19.25		
42	Branchville Redding Bethel Danbury	New	\$83.00	\$72.25	\$63.75	\$59.50	\$49.00	\$40.50	\$29.75	\$42.50	\$51.00	\$53.25	\$74.50	\$49.00	\$21.25	\$21.25	
		Current	\$78.75	\$68.00	\$59.50	\$55.25	\$44.75	\$38.25	\$27.75	\$40.50	\$49.00	\$51.00	\$70.25	\$44.75	\$19.25	\$19.25	
51	Derby-Shelton Ansonia Seymour Naugatuck Waterbury	New	\$102.00	\$97.75	\$91.50	\$87.25	\$66.00	\$55.25	\$51.00	\$42.50	\$23.50	\$23.50	\$51.00	\$66.00	\$59.50	\$74.50	\$21.25
		Current	\$95.75	\$93.50	\$85.00	\$83.00	\$63.75	\$53.25	\$49.00	\$40.50	\$23.50	\$23.50	\$49.00	\$63.75	\$55.25	\$70.25	\$19.25

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.

(Table 6)
NEW HAVEN LINE INTERMEDIATE SENIOR CITIZEN/DISABLED FARES
 Effective 12/1/2016
 (Page 1 of 2)

Zone #	Station	Fare	11	12	13	14	15	16	17	18	19	20	21	31	41	42	51
			Fordham	Mt. Vern- New Roch	Larchmont- Harrison	Rye- Port Chstr	Greenwich- Old Grwch	Stamford- Rowayton	S.Norwalk- E.Norwalk	Westport- Fairfield	Bridgeport	Stratford- Milford	West Hvn- New Hvn	Glenbrook- New Can.	Merritt-7- Cannondl	Branchville- Danbury	Waterbury Branch
12	Mt. Vernon East Pelham New Rochelle	New	\$1.50	\$1.50													
		Current	\$1.50	\$1.50													
13	Larchmont Mamaroneck Harrison	New	\$1.75	\$1.50	\$1.50												
		Current	\$1.75	\$1.50	\$1.50												
14	Rye Port Chester	New	\$2.25	\$1.75	\$1.75	\$1.50											
		Current	\$2.25	\$1.75	\$1.75	\$1.50											
15	Greenwich Cos Cob Riverside Old Greenwich	New	\$2.50	\$2.25	\$1.75	\$1.75	\$1.25										
		Current	\$2.25	\$2.25	\$1.75	\$1.50	\$1.25										
16	Stamford Noroton Hts. Darien Rowayton	New	\$3.00	\$3.00	\$2.50	\$2.25	\$1.25	\$1.25									
		Current	\$2.75	\$2.75	\$2.25	\$2.25	\$1.25	\$1.25									
17	South Norwalk East Norwalk	New	\$3.50	\$3.50	\$3.00	\$2.75	\$1.75	\$1.25	\$1.25								
		Current	\$3.25	\$3.25	\$2.75	\$2.50	\$1.50	\$1.25	\$1.25								
18	Westport Greens Farms Southport Fairfield Fairfield Metro	New	\$4.25	\$4.25	\$3.50	\$3.50	\$2.25	\$1.25	\$1.25	\$1.25							
		Current	\$4.00	\$4.00	\$3.25	\$3.25	\$2.00	\$1.25	\$1.25	\$1.25							

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.

Table 6 (continued)
NEW HAVEN LINE INTERMEDIATE SENIOR CITIZEN/DISABLED FARES
 Effective 12/1/2016
 (Page 2 of 2)

Zone #	Station	Fare	11	12	13	14	15	16	17	18	19	20	21	31	41	42	51
			Fordham	Mt. Vernon New Roch	Larchmont- Harrison	Rye- Port Chstr	Greenwich- Old Grwch	Stamford- Rowayton	S.Norwalk- E.Norwalk	Westport- Fairfield	Bridgeport	Stratford- Milford	West Hvn- New Hvn	Glenbrook- New Can.	Merritt-7- Cannondl	Branchville- Danbury	Waterbury Branch
19	Bridgeport	New	\$5.00	\$5.00	\$4.25	\$4.00	\$3.00	\$2.25	\$1.75	\$1.25							
		Current	\$4.75	\$4.75	\$4.00	\$3.75	\$2.75	\$2.00	\$1.75	\$1.25							
20	Stratford Milford	New	\$5.50	\$5.50	\$5.00	\$4.75	\$3.50	\$2.75	\$2.25	\$1.75	\$1.25	\$1.25					
		Current	\$5.25	\$5.25	\$4.75	\$4.50	\$3.25	\$2.50	\$2.00	\$1.50	\$1.25	\$1.25					
21	West Haven New Haven NH State Street	New	\$6.75	\$6.75	\$6.25	\$6.00	\$4.75	\$4.00	\$3.50	\$2.75	\$1.75	\$1.75	\$1.25				
		Current	\$6.50	\$6.50	\$5.75	\$5.50	\$4.50	\$3.75	\$3.25	\$2.50	\$1.75	\$1.50	\$1.25				
31	Glenbrook Springdale Talmadge Hill New Canaan	New	\$3.00	\$3.00	\$2.50	\$2.25	\$1.25	\$1.25	\$1.75	\$2.25	\$2.75	\$3.00	\$4.25	\$1.25			
		Current	\$2.75	\$2.75	\$2.25	\$2.25	\$1.25	\$1.25	\$1.50	\$2.00	\$2.50	\$3.00	\$4.00	\$1.25			
41	Merritt-7 Wilton Cannondale	New	\$3.75	\$3.75	\$3.00	\$3.00	\$2.00	\$1.75	\$1.25	\$1.75	\$2.25	\$2.50	\$3.50	\$2.25	\$1.25		
		Current	\$3.50	\$3.50	\$3.00	\$2.75	\$1.75	\$1.50	\$1.25	\$1.50	\$2.00	\$2.25	\$3.25	\$2.00	\$1.00		
42	Branchville Redding Bethel Danbury	New	\$4.75	\$4.25	\$3.75	\$3.50	\$2.75	\$2.25	\$1.75	\$2.50	\$3.00	\$3.00	\$4.25	\$2.75	\$1.25	\$1.25	
		Current	\$4.50	\$4.00	\$3.50	\$3.25	\$2.50	\$2.25	\$1.50	\$2.25	\$2.75	\$3.00	\$4.00	\$2.50	\$1.00	\$1.00	
51	Derby-Shelton Ansonia Seymour Naugatuck Waterbury	New	\$6.00	\$5.75	\$5.25	\$5.00	\$3.75	\$3.25	\$3.00	\$2.50	\$1.25	\$1.25	\$3.00	\$3.75	\$3.50	\$4.25	\$1.25
		Current	\$5.50	\$5.50	\$5.00	\$4.75	\$3.75	\$3.00	\$2.75	\$2.25	\$1.25	\$1.25	\$2.75	\$3.75	\$3.25	\$4.00	\$1.00

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.

(Table 7)
NEW HAVEN LINE INTERMEDIATE SCHOOL COMMUTATION FARES
 Effective 12/1/2016
 (Page 1 of 2)

Zone #	Station	Fare	11	12	13	14	15	16	17	18	19	20	21	31	41	42	51
			Fordham	Mt. Vrn- New Roch	Larchmont- Harrison	Rye- Port Chstr	Greenwich- Old Grwch	Stamford- Rowayton	S.Norwtk- E.Norwik	Westport- Fairfield	Bridgept	Stratford- Milford	West Hvn- New Hvn	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
12	Mt. Vernon East Pelham New Rochelle	New	\$45.00	\$45.00													
		Current	\$45.00	\$45.00													
13	Larchmont Mamaroneck Harrison	New	\$50.25	\$45.00	\$45.00												
		Current	\$50.25	\$45.00	\$45.00												
14	Rye Port Chester	New	\$62.25	\$46.00	\$46.00	\$43.00											
		Current	\$62.25	\$46.00	\$46.00	\$43.00											
15	Greenwich Cos Cob Riverside Old Greenwich	New	\$65.75	\$65.75	\$51.50	\$45.50	\$42.00										
		Current	\$62.25	\$62.25	\$48.50	\$43.00	\$39.75										
16	Stamford Noroton Hts. Darien Rowayton	New	\$86.75	\$86.75	\$73.00	\$62.25	\$42.00	\$42.00									
		Current	\$82.00	\$82.00	\$68.75	\$58.75	\$39.75	\$39.75									
17	South Norwalk East Norwalk	New	\$102.25	\$102.25	\$87.50	\$77.50	\$47.25	\$42.00	\$42.00								
		Current	\$96.25	\$96.25	\$82.50	\$73.25	\$44.50	\$39.75	\$39.75								
18	Westport Greens Farms Southport Fairfield Fairfield Metro	New	\$122.00	\$122.00	\$106.75	\$95.75	\$61.00	\$45.50	\$42.00	\$42.00							
		Current	\$115.25	\$115.25	\$100.75	\$90.25	\$57.00	\$43.00	\$39.75	\$39.75							

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.

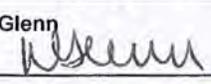
Table 7 (continued)
NEW HAVEN LINE INTERMEDIATE SCHOOL COMMUTATION FARES
 Effective 12/1/2016
 (Page 2 of 2)

Zone #	Station	Fare	11	12	13	14	15	16	17	18	19	20	21	31	41	42	51
			Fordham	Mt. Vrn- New Roch	Larchmt- Harrison	Rye- Port Chstr	Greenwch- Old Grwch	Stamford- Rowayton	S.Norwik- E.Norwik	Westport- Fairfield	Bridgept	Stratford- Milford	West Hvn- New Hvn	Glenbrk- New Can.	Merritt-7- Cannondl	Branchvle- Danbury	Waterbury Branch
19	Bridgeport	New	\$145.75	\$145.75	\$127.75	\$122.00	\$84.00	\$61.25	\$50.00	\$42.00							
		Current	\$137.50	\$137.50	\$120.50	\$115.25	\$79.00	\$57.50	\$47.00	\$39.75							
20	Stratford Milford	New	\$159.75	\$159.75	\$142.50	\$131.25	\$99.00	\$76.00	\$59.00	\$42.00	\$42.00	\$42.00					
		Current	\$150.75	\$150.75	\$134.25	\$123.75	\$93.25	\$71.75	\$55.50	\$39.75	\$39.75	\$39.75					
21	West Haven New Haven NH State Street	New	\$194.75	\$194.75	\$177.00	\$165.75	\$133.00	\$110.00	\$93.25	\$77.50	\$50.50	\$50.50	\$42.75				
		Current	\$183.50	\$183.50	\$167.00	\$156.50	\$125.00	\$103.50	\$88.00	\$73.25	\$47.75	\$47.75	\$40.25				
31	Glenbrook Springdale Talmadge Hill New Canaan	New	\$86.75	\$86.75	\$73.00	\$62.25	\$42.00	\$42.00	\$49.00	\$63.25	\$80.50	\$90.00	\$119.50	\$42.00			
		Current	\$82.00	\$82.00	\$68.75	\$58.75	\$39.75	\$39.75	\$46.00	\$59.75	\$76.00	\$85.00	\$113.00	\$39.75			
41	Merritt-7 Wilton Cannondale	New	\$111.00	\$108.50	\$94.25	\$83.50	\$58.00	\$48.00	\$36.75	\$49.00	\$65.75	\$72.25	\$98.25	\$62.25	\$36.75		
		Current	\$104.75	\$102.25	\$89.00	\$78.75	\$54.75	\$45.50	\$34.75	\$46.00	\$62.25	\$68.25	\$92.75	\$58.75	\$34.75		
42	Branchville Redding Bethel Danbury	New	\$133.75	\$122.00	\$111.00	\$100.25	\$80.50	\$67.50	\$49.00	\$72.25	\$85.00	\$90.00	\$125.50	\$80.50	\$36.75	\$36.75	
		Current	\$126.25	\$115.25	\$104.75	\$94.75	\$76.00	\$63.75	\$46.00	\$68.25	\$80.00	\$85.00	\$118.50	\$76.00	\$34.75	\$34.75	
51	Derby-Shelton Ansonia Seymour Naugatuck Waterbury	New	\$168.25	\$161.75	\$146.50	\$136.25	\$111.00	\$94.25	\$85.00	\$72.25	\$44.50	\$44.50	\$85.00	\$111.00	\$99.25	\$125.50	\$36.75
		Current	\$158.50	\$152.50	\$138.25	\$128.75	\$104.75	\$89.00	\$80.00	\$68.25	\$42.00	\$42.00	\$80.00	\$104.75	\$93.75	\$118.50	\$34.75

Notes:

- (1) Reflects fares for tickets sold at ticket offices and ticket vending machines.
- (2) Fares for travel within NY state do not change.

Staff Summary

Subject NYS DOT Grant for Connecting Services	
Department Operations Planning and Analysis	
Department Head Name Delana Glenn 	
Department Head Signature 	
Project Manager Name Edilma Jarvis	Program Manager Name

Date August 11, 2016
Vendor Name N/A
Contract Number N/A
Contract Manager Name N/A
Table of Contents Ref#

Board Action					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mto	9/26	X		
2	MTA Finance Mto	9/28	X		
3	MTA Board Mto	9/28	X		

Internal Approvals			
Order	Approval	Order	Approval
4	President		
3	VP Financial Admin		

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

Narrative

PURPOSE:

To obtain MTA Board approval to enter into a contract to accept \$565,000 in a Congestion Mitigation/Air Quality (CMAQ) grant from the New York State Department of Transportation (NYS DOT) to support connecting services, covering the period from October 1, 2016 through September 30, 2017.

DISCUSSION:

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

Over the past fifteen years, Metro-North has received over \$3.5 million from similar NYSDOT(CMAQ) grants. These funds have been used for a variety of operational and marketing activities: providing customer information (e.g. signage, kiosks, pocket timetables, etc.); marketing/advertising to launch and support these services; supporting Metro-North's Guaranteed Ride Home programs; for customer parking and miscellaneous operational improvements. Metro-North plans to use the \$565,000 from the new CMAQ grant in a similar fashion, working with our regional partners to maintain service quality and improve station access.

BUDGET IMPACT:

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

RECOMMENDATION:

That the MTA Board grant approval to enter into a contract to accept \$565,000 in a Congestion Mitigation/Air Quality (CMAQ) grant from the New York State Department of Transportation (NYS DOT) to support connecting services, covering the period from October 1, 2016 through September 30, 2017.

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

STAFF SUMMARY

Subject Parking Rehabilitation Projects: Little Neck, Cedarhurst and Gibson stations	Date September 7, 2016
Department Strategic Investments	Vendor Name
Department Head Name Donna Betty, Chief Planning Officer <i>Donna Betty</i>	Contract Number
Department Head Signature	Contract Manager Name
Project Manager (Name) Scott Howell <i>SA</i>	Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	LI Committee		X		
2	Finance		X		
3	MTA Board		X		

Internal Approvals			
Order	Approval	Order	Approval
4	President <i>JKN</i>		
3	Exec Vice President <i>DCP</i>		
2	VP & CFO <i>[Signature]</i>		
1	CPO-DPM <i>R. C. Kelly</i>		

Narrative

Purpose: The Long Island Rail Road (LIRR) seeks MTA Board approval to utilize \$1,333,000 from the 2005-09 Capital Program for Parking and State of Good Repair (SOGR) work at three LIRR stations – Little Neck, Cedarhurst, and Gibson stations (note: Pursuant to MTA’s Parking Policy, prior to making a funding commitment for a specific parking project, a Staff Summary must be presented to the MTA Board for approval). Funding for parking projects in the 2005-09 Capital Program was made available through the NY State Transportation Bond Act of 2005. In accordance with this Bond Act, parking funds must be used for parking purposes only. These projects will be implemented through MTA’s Small Business Mentoring Program (SBMP), which allows MTA agencies to award smaller non-federally funded public works contracts to Small Business firms participating in the program.

Discussion: The surface lots at Little Neck, Cedarhurst, and Gibson stations have reached the end of their useful life and require rehabilitation (i.e., new asphalt surface, striping, site work, and signage). A summary of the project work for each parking facility is provided below.

1. Little Neck - Estimated Cost- \$763,000

This LIRR owned 111 space commuter lot (which is managed by a 3rd party private parking operator) is located on the south side of the LIRR ROW. The lot, which is fully utilized, contains pot holes (temporarily repaired), surface cracks, ponding/standing water, and faded striping and signage. In addition, the sidewalks around the station building are showing signs of deterioration. The LIRR has received several customer complaints regarding the condition of the lot. Although the LIRR has made some temporary fixes to the lot; the conditions are likely to resurface if the lot is not brought into a state of good repair. This project includes milling, re-grading, repaving and restriping, and replacement of ADA parking and signage in accordance with the latest ADA requirements. This project also will also include a new sidewalk around the station building, new curbing along the southern border of the lot, new signage and other enhancements (drainage, new guardrail, and installation of ballast between edge of platform and the north side of parking lot).

2. Cedarhurst - Estimated Cost - \$260,000

This 47 space free standing, fully utilized lot is located on the north side of the LIRR ROW and is owned by the LIRR and operated by the Village of Cedarhurst through a parking program agreement. This fully utilized lot is deteriorated and requires milling, regrading, repaving and restriping. Two new ADA parking spaces will be added with appropriate signage in accordance with the latest ADA requirements. The project will also include new wheel stops, curbing, guardrail, signage and new sidewalk with two curb cuts for ADA access.

The legal name of MTA Long Island Rail Road is The Long Island Rail Road Company

3. **Gibson – Estimated Cost - \$310,000**

This 44 space free standing, fully utilized lot is located on the north side of the LIRR ROW and is owned by the LIRR and operated by the Village of Valley Stream through a parking program agreement. This lot is at the end of its useful life and requires renovation. This project will primarily include milling of the existing concrete parking lot, regrading, repaving and restriping. In addition, ADA parking with appropriate signage will be replaced in accordance with the latest ADA requirements. The project will also include replacement of deteriorated guardrail, new bollards, new signage and modification of the existing concrete ADA ramp to meet code requirements.

Impact on Funding: This is a rehabilitation project of existing parking facilities. Currently, parking fees are not charged in two of the three surface lots (i.e., Cedarhurst and Gibson). In addition, no parking fee increases are expected at Little Neck as a result of this project (note: parking fees were recently increased at Little Neck in 2015). In addition, since all 3 parking lots are operated/maintained by 3rd party operators, there will continue to be a cost avoidance for the LIRR by not having to continually repair/maintain these lots with maintenance staff.

Project Benefits: These SOGR projects will address customer concerns by transforming currently deficient parking facilities into aesthetically pleasing and safe facilities. Any capacity increase will be the result of reconfiguration/re-striping within the existing footprints.

Alternatives: The only alternative is to do nothing. Absent this project, customer concerns will not be addressed and the parking lots will fall into further disrepair. Rehabilitation of these lots supports current and future parking needs and enhances customer safety and satisfaction at the Station.

Recommendation: The MTA LIRR recommends that the MTA Board approve this request to utilize \$1,333,000 from the MTA LIRR 2005-2009 Capital Program for Parking/SOGR work at the Little Neck, Cedarhurst and Gibson stations.

LONG ISLAND RAIL ROAD

PROCUREMENTS

FOR

BOARD ACTION

September 28, 2016

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.

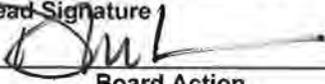
3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.

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.

Staff Summary

Subject : Request for Authorization to Award Various Procurements						Date September 28, 2016			
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	9.26.16				X	President <i>fm</i>		
2	MTA Board	9.28.16				X	Exec VP <i>dep</i>		

PURPOSE:

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

DISCUSSION:

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

Schedules Requiring Two-Thirds Vote

Schedule A: Non-Competitive Purchases & Public Works Contracts	<u># of Actions</u>	<u>\$ Amount</u>
	1	\$16,850,000
SUBTOTAL:	1	\$16,850,000

Schedules Requiring Majority Vote

Schedule J: Modifications to Miscellaneous Procurement Contracts	<u># of Actions</u>	<u>\$ Amount</u>
	1	\$413,136
SUBTOTAL:	1	\$413,136

LIRR proposes to award Competitive Procurements in the following categories:

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

LIRR proposes to award Ratifications in the following categories:

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

<u>TOTAL:</u>	<u>2</u>	<u>\$17,263,136</u>
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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.)

SEPTEMBER 2016

MTA LONG ISLAND RAIL ROAD

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote

Schedule A: Non-Competitive Purchase and Public Works Contracts

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

- | | | | |
|-----------|-------------------------------|----------------------|--------------------------------------|
| 1. | Siemens Industry, Inc. | \$16,850,000 | <i><u>Staff Summary Attached</u></i> |
| | Sole Source | Not-to-Exceed | |
| | Contract No. TBD | | |

LIRR requests MTA Board approval to award a five-year Sole Source Purchase Agreement in the total not-to-exceed amount of \$16,850,000 to Siemens Industries, Inc. (Siemens), the Original Equipment Manufacturer (OEM) to supply, on an as needed basis, complete systems, parts, other equipment (collectively the “Parts”), technical/field support and repair services required to perform scheduled and unscheduled maintenance and repairs to the LIRR’s diesel fleet of DE/DM locomotives in support of LIRR’s Reliability Centered. Siemens is the sole responsible source for the parts, repairs and services that will be provided under this purchase agreement.

Procurements Requiring Majority Vote

Schedule J: Non-Competitive Purchase and Public Works Contracts

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

- | | | | |
|-----------|---------------------------------------|----------------------|--------------------------------------|
| 2. | Sybase, Inc. | \$413,136.30 | <i><u>Staff Summary Attached</u></i> |
| | Modification | Not-to-Exceed | |
| | Contract No. IT05570/C4BP03505 | | |

MTA IT/LIRR requests approval to award a contract modification to Sybase, Inc. (Sybase) in the amount of \$413,136.30 to extend the existing contract for an additional two years through December 31, 2018 with an option for one additional year to December 31, 2019. LIRR is progressing this extension as a result of BSC Procurement consolidation. Under this contract, Sybase provides preventive and remedial maintenance, support, and upgrades for the database product, which supports LIRR’s Train Information, Monitoring and Control System (TIMACS). The Sybase software products and maintenance support are proprietary to Sybase, which precludes any other vendor from maintaining, providing updates and fixes to this software. TIMACS is critical to LIRR’s operation as it captures various aspects of train movement, including train location, scheduled and actual arrival and departure times, enabling MTA IT/LIRR to provide customers with train on-time performance information. TIMACS also enables LIRR Transportation Services personnel to monitor the movement of all trains remotely through control towers, which communicate with the TIMACS Central Server, and to properly operate and route trains in an effort to optimize on-time performance, especially during peak periods.

Staff Summary



Item Number: 1

Vendor Name (& Location) Siemens Industries, Inc. - Original Equipment Manufacturer
Description OEM Purchase Agreement - LIRR
Contract Term (including Options, if any) 5 years
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-Competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source

Contact Number TBD	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount: LIRR - \$16,850,000	
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: Maintenance of Equipment - Craig Daly	
Contract Manager: Carl Cipriano/Randall Conard	

Discussion:

LIRR requests MTA Board approval to award a five-year Sole Source Purchase Agreement in the total not-to-exceed amount of \$16,850,000 to Siemens Industries, Inc. (Siemens), the Original Equipment Manufacturer (OEM) to supply, on an as needed basis, complete systems, parts, other equipment (collectively the “Parts”), technical/field support and repair services required to perform scheduled and unscheduled maintenance and repairs to the LIRR’s diesel fleet of DE/DM locomotives in support of LIRR’s Reliability Centered Maintenance (RCM) program.

The LIRR fleet consists of 45 DE/DM locomotives. To maintain high reliability and improved customer service through on-time performance, the Railroad has implemented an RCM program, which requires that parts be replaced at prescribed intervals. Additionally, parts required to perform unscheduled maintenance and repairs are needed to insure that any software driven, microprocessor based systems are kept up to current configuration for optimal operation. Further, technical support and repair services will ensure that any future repairs or modifications that require the technical expertise of the OEM, as well as access to the OEM proprietary data, can be implemented.

Siemens is the sole responsible source for the parts, repairs and services that will be provided under this purchase agreement. While other vendors cannot readily provide these parts and repairs, the Railroad remains committed to identifying potential alternate suppliers to sole source parts and equipment. To that end, outreach to other known suppliers has been undertaken both through direct discussions as well as public advertisements of our requirements. However, due to the uniqueness of our fleet, the proprietary nature of the systems and the costs associated with tooling and other non-recurring expenses that would need to be undertaken by any new supplier, these outreach efforts have not produced any other alternate suppliers or sources for these materials and services.

Siemens will supply the aforementioned Parts on an as needed basis. The Business Service Center (BSC) reviewed the scope of work specific to this supplier and determined that they are not candidates for joint procurement as the DE/DM locomotives are unique to the LIRR. The five year term also assures that the OEM will maintain their tooling and manufacturing capabilities necessary to produce the parts, which are not available from other sources.

The dollar amount requested for award is based upon historical data and projected usage. In accordance with MTA All-Agency Procurement Guideline requirements, the Railroad advertised their intent to procure the items

Staff Summary



under this authorization on a sole source basis. No other firms expressed any interest in participating in this procurement. Through negotiations the total bid value was reduced by \$1.9M. This price was compared to the relevant Bureau of Labor Statistics (BLS) Producer Price Index (PPI) for Locomotive Parts. Based on this review, prices are within the acceptable industry increase reported by the PPI and are, therefore, deemed to be fair and reasonable.

In connection with a previous contract awarded to the Contractor, the Contractor was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel. In addition, as a result of the review of the Contractor's responsibility since the prior contract award, new significant adverse information was identified and the Contractor was found to be responsible notwithstanding such new significant adverse information and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel.

Schedule J: Modifications to Miscellaneous Procurement Contracts

Staff Summary



Item Number: 2

Vendor Name (& Location) Sybase, Inc., (561 Virginia Rd., Concord, MA 01742)
Description Software Upgrade and Maintenance of TIMACS
Contract Term (including Options, if any) 1/1/17 – 12/31/18 with Option for 1 Yr. from 1/1/19-12/31/19
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-Competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: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: Information Technology, David J. Koehler

Contact Number IT05570/C4BP03505	AWO/Modificaiton # 2
Original Amount:	\$401,329.37
Prior Modifications:	\$582,588.25
Prior Budgetary Increases:	\$ 0
Current Amount:	\$983,917.62
This Request:	\$413,136.30
% of This Request to Current Amount:	41.99%
% of Modifications (including This Request) to Original Amount:	248%

Discussion:

MTA IT/LIRR requests approval to award a contract modification to Sybase, Inc. (Sybase) in the amount of \$413,136.30 to extend the existing contract for an additional two years through December 31, 2018 with an option for one additional year to December 31, 2019. LIRR is progressing this extension as a result of BSC Procurement consolidation.

Under this contract, Sybase provides preventive and remedial maintenance, support, and upgrades for the database product, which supports LIRR's Train Information, Monitoring and Control System (TIMACS). TIMACS is critical to LIRR's operation as it captures various aspects of train movement, including train location, scheduled and actual arrival and departure times, enabling MTA IT/LIRR to provide customers with train on-time performance information. TIMACS enables LIRR Transportation Services personnel to monitor the movement of all trains remotely through control towers, which communicate with the TIMACS Central Server, and to properly operate and route trains in an effort to optimize on-time performance, especially during peak periods.

The Sybase software products and maintenance support are proprietary to Sybase, which precludes any other vendor from maintaining, providing updates and fixes to this software. Under this modification, the contract will be extended to allow MTA's Information Technology Department, in conjunction with LIRR's Transportation Services, perform a joint business analysis, on-going research and future planning required for the development and rewrite of the TIMACS application. Phase I is in progress with deliverables due for completion in December 2016. It is anticipated that additional phases and associated comprehensive testing will take an additional 1.5 to 2 years for final completion. TIMACS was scheduled to be rewritten as part of the Operational Management System (OMS) in 2014, but was rescheduled due to project priority reordering issued by the business unit to have MTA-IT Resources re-write the legacy Delay Analysis System (New version now called Train Delay Recording – TDR).

Under the current sole source agreement, cost increases for annual maintenance renewals were limited to 5%. For this extension, LIRR negotiated a 0% uplift resulting in a total three-year cost, including the option year, of \$413,136.30 which represents a savings of \$17,830. Therefore, based on the forgoing, the cost is considered fair and reasonable.

The total cost for ongoing maintenance and support is funded by MTA IT Operating Budget.

LONG ISLAND RAILROAD COMMITTEE

MTA BOARD

PROCUREMENT PACKAGE

September 2016

Staff Summary



Subject Request for Authorization to Award Various Procurements					
Department Law and Procurement					
Department Head Name Evan M. Eisland					
Department Head Signature <i>Eve</i>					
Board Action					
Order	To	Date	Approval	Info	Other
1	Long Island Rail Road Joint Committee	9/26/16	X		
2	Board	9/28/16	X		

Date: September 19, 2016			
Vendor Name Parsons Brinckerhoff/STV/Parsons Transportation Group, JV			
Contract Number 98-0040-01R			
Contract Manager Name			
Internal Approvals			
	Approval		Approval
4	President <i>Eve</i>	3	Executive Vice President <i>AD</i>
2	Vice President, Program Controls <i>JPD</i>	1	Chief Procurement Officer <i>Eve</i>

PURPOSE

To obtain the approval of the Board to award a modification and, to inform the Long Island Rail Road Committee of these procurement actions.

DISCUSSION

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

Schedules Requiring Majority Vote:

Schedule I Modifications to Purchase and Public Work Contracts

	<u># of Actions</u>	<u>\$ Amount</u>
	1	\$ 6,200,000
TOTAL	1	\$ 6,200,000

Budget Impact:

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

Recommendation:

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

MTA Capital Construction Company

BOARD RESOLUTION

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

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

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

NOW, the Board resolves as follows:

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

SEPTEMBER 2016

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

Schedule I. Modifications To Purchase and Public Work Contracts

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

- | | | | |
|-----------|--|---------------------|--------------------------------------|
| 1. | Parsons Brinckerhoff/STV/Parsons
Transportation Group, JV
Contract No. 98-0040-01R
Modification No. 124 | \$ 6,200,000 | <u>Staff Summary Attached</u> |
|-----------|--|---------------------|--------------------------------------|

In accordance with Article XI of the MTA All-Agency Service Contract Procurement Guidelines, MTACC requests that the Board approve a modification to the contract to provide Project Management and Project Controls staff and services for the ESA Project through December 2017.

Item Number: 1

Vendor Name (& Location) Parsons Brinckerhoff/STV/Parsons Transportation Group, JV (NY)
Description East Side Access General Engineering Consultant (GEC) Services
Contract Term (including Options, if any)
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: East Side Access, W. Goodrich

Contract Number 98-0040-01R	AWO/Modification # 124
Original Amount:	\$ 140,000,000
Prior Modifications:	\$ 304,510,784
Prior Budgetary Increases:	\$ -0-
Current Amount:	\$ 444,510,784
This Request	\$ 6,200,000
% of This Request to Current Amount:	1.4%
% of Modifications (including This Request) to Original Amount:	222%

Discussion:

This Contract is for general engineering consultant (“GEC”) services including engineering, final design and construction phase services for the East Side Access (ESA) Project. In accordance with Article XI of the MTA All-Agency Service Contract Procurement Guidelines, Board approval is requested to modify the Contract to provide Project Management and Project Controls staff and services for the ESA Project through 2017.

Project Management staff supervise and direct the work of the GEC. Project Controls staff maintain project records encompassing engineering deliverables, configuration management records, correspondence and financial and cost expenditure records. Contract Modification No. 17 executed on September 22, 2009, provided for Project Management and Project Controls staff and services through February 2014 for Contract Work Packages I-IV and through March 2016 for Contract Work Packages V-VII. This Modification will compensate the GEC for Project Management and Project Controls staff and services beyond those dates and provide for the continuation of those staff and services for all of the Contract Work Packages, as required, through December 2017.

In addition, this Modification will update the contract documents to reflect the current construction contract packaging plan and program scope elements as well as clarify the GEC’s responsibilities with respect to the Project Design Criteria and preparation of Record Drawings.

The GEC submitted cost proposals totaling \$7,641,657 for this Modification. The MTACC estimates totaled \$6,146,600. Negotiations were held and the parties agreed to the not-to-exceed amount of \$6,200,000, which is considered to be fair and reasonable. MTACC will return to the Board in 2017 to request funding for Project Management and Project Controls services for 2018 based on the work remaining at that time.

In connection with previous contracts awarded to Parsons Brinckerhoff and STV, both members of the Consultant joint venture, those consultants were found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel (with regard to Parsons Brinckerhoff on January 19, 2007 and with regard to STV on May 5, 2008). No new SAI has been found relating to these Consultants and they have both been found to be responsible.

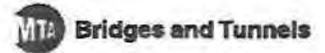


Bridges and Tunnels

Procurements September 2016



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: 09/08/2016
Vendor Name:
Contract Number:
Contract Manager Name:
Table of Contents Ref #:

Board Action					
Order	To	Date	Approval	Info	Other
1	President	09/08/2016			
2	MTA B&T Committee	09/26/2016			
3	MTA Board	09/28/2016			

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

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
	Chief Financial Officer <i>MMT</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:

<u>Schedules Requiring Majority Vote:</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule H: Modifications to Personal/Miscellaneous Service Contracts	1	12.00 M
SUBTOTAL	1	12.00 M

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

TOTAL	1	12.00 M
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BUDGET IMPACT:

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

RECOMMENDATION:

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

MTA BRIDGES & TUNNELS
TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
SEPTEMBER 2016

MTA BRIDGES & TUNNELS

Procurements Requiring Majority Vote:

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

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

1	AECOM USA, Inc. Contract No.: PSC-12-2891A /A-F Dewberry Engineers, Inc. Contract No.: PSC-12-2891B /B-F Gannett Fleming Engineers and Architects, P.C. Contract No.: PSC-12-2891C /C-F Haks Engineers, Architects and Land Surveyors, P.C. Contract No.: PSC-12-2891D /D-F Henningson, Durham and Richardson, P.C. Contract No.: PSC-12-2891E /E-F HNTB NY Engineering and Architecture, P.C. Contract No.: PSC-12-2891F /F-F Jacobs Civil Consultants, Inc. Contract No.: PSC-12-2891G /G-F Parsons Brinckerhoff, Inc. Contract No.: PSC-12-2891H /H-F Parsons Transportation Group of New York, Inc. Contract No.: PSC-12-2891I /I-F STV, Incorporated Contract No.: PSC-12-2891J /J-F URS Corporation – New York Contract No.: PSC-12-2891K /K-F WSP USA Corp. Contract No.: PSC-12-2891L /L-F	\$ 12,000,000 .00 (aggregate NTE)	<u>Staff Summary Attached</u>
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LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
SEPTEMBER 2016

Ysrael A. Seinuk, P.C.

Contract No.: PSC-12-2891M /M-F

Gandhi Engineering, Inc.

Contract No.: PSC-12-2891N /N-F

6 yr contract - Competitive RFP

B&T is seeking Board approval under the All-Agency Guidelines for Procurement of Services to increase funding under fourteen (14) personal service contracts for inspection and design, expert engineering, and engineering support services on as-needed basis.

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

Item Number: **1 (Final)**

Vendor Name (& Location) Various Consultants	Contract Number Contracts PSC-12-2891A/A-F through PSC-12-2891N/N-F	AWO/Modification #
Description Miscellaneous Inspection and Design, Expert Engineering and Engineers Support Services on an As-Needed basis	Original Amount:	Aggregate \$40,000,000
Contract Term (including Options, if any) Fourth Quarter 2013 – Fourth Quarter 2019	Prior Modifications:	\$0.00
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Budgetary Increases:	\$0.00
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount:	\$40,000,000
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	This Request:	Aggregate \$12,000,000
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: Funding source to be allocated by Work Order.	% of This Request to Current Amount:	30%
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.	% of Modifications (including This Request) to Original Amount:	30%

Discussion:

B&T is seeking Board approval under the All-Agency Guidelines for Procurement of Services to increase funding under fourteen personal service contracts for inspection and design, expert engineering, and engineering support services on an as-needed basis in the aggregate amount of \$12,000,000 for the following consultant firms:

AECOM USA, Inc., New York, NY
 Dewberry Engineers, Inc., New York, NY
 Gannett Fleming Engineers and Architects, PC, New York, NY
 Haks Engineers, Architects and Land Surveyors, PC, New York, NY
 Henningson, Durham and Richardson, PC, New York, NY
 HNTB NY Engineering and Architecture, PC, New York, NY
 Jacobs Civil Consultants, Inc, New York, NY
 Parsons Brinckerhoff, Inc., New York, NY
 Parsons Transportation Group of New York, Inc., New York, NY
 STV, Incorporated, New York, NY
 URS Corporation – New York, New York, NY
 WSP USA Corp. Briarcliff Manor, NY
 Ysrael A. Seinuk, PC New York, NY
 Gandhi Engineering, Inc. New York, NY

Consistent with the Procurement Guidelines these amendments constitute a substantial change. Contracts PSC-12-2891A/A-F through PSC-12-2891N/N-F were awarded pursuant to a competitive proposal process to the identified firms in an aggregate amount not to exceed \$40M over a period of six years. Under these contracts B&T issues work orders to perform design services for various projects, which typically include inspection and design services, expert engineering services, biddability, constructability and operability reviews and technical assignments for supplemental engineering support services. Through August 2016, work orders totaling over \$32M have been awarded or are in the process of being awarded. Through the remainder of 2016, B&T estimates another \$12M in work orders may be required, based on ongoing needs and future initiatives. B&T has determined that continuing to acquire these types of services by utilizing these miscellaneous design contracts is administratively more cost effective and time efficient than soliciting these services under separate RFPs. The cost elements for individual work orders will be reviewed separately to ensure that they are fair and reasonable. Depending on a variety of factors including type and estimated value of the services, some of the work orders will be issued based on competition between some or all of the firms being awarded these contracts. A new competitive RFP for these requirements has been initiated and is anticipated to be awarded in the first quarter of 2017.

The additional funding requested under this amendment will support essential miscellaneous design needs in the 2010-14 and 2015-19 Capital Programs and other operating accounts until new contracts are awarded. The consultants will be compensated in accordance with the rates included in the contracts. Based on the above, the aggregate not to exceed value of \$12,000,000 under the prospective contract amendments is considered fair and reasonable.

In connection with a previous contract awarded to the Consultant, AECOM USA, Inc. was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel on May 25th, 2016. No new SAI has been found relating to the consultant and AECOM USA, Inc. has been found to be responsible.

In connection with a previous contract awarded to the Consultant, Gannett Fleming Engineers & Architects, PC was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel on November 23rd, 2010. No new SAI has been found relating to the consultant and Gannett Fleming Engineers & Architects, PC has been found to be responsible.

In connection with a previous contract awarded to the Consultant, Jacobs Civil Consultants, Inc. was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel on May 19th, 2013. No new SAI has been found relating to the consultant and Jacobs Civil Consultants, Inc. has been found to be responsible.

In connection with a previous contract awarded to the Consultant, Parsons Brinkerhoff, Inc. was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel on March 25th, 2008. No new SAI has been found relating to the consultant and Parsons Brinkerhoff, Inc. has been found to be responsible.

In connection with a previous contract awarded to the Consultant, STV, Incorporated was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel on January 19th, 2007. No new SAI has been found relating to the consultant and STV, Incorporated has been found to be responsible.

In connection with a previous contract awarded to the Consultant, URS Corporation was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel on September 10th, 2013. No new SAI has been found relating to the consultant and URS Corporation has been found to be responsible.